WHEN I FALL IN LOVE
AS RECORDED BY NAT 'KING' COLE

ARRANGED BY GORDON JENKINS
PREPARED FOR PUBLICATION BY ROB DUBOFF AND JEFFREY SULTANOF

FULL SCORE
FROM THE ORIGINAL MANUSCRIPT
JLP-6044

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Nat ‘King’ Cole Biography:

Nat ‘King’ Cole was one of the most popular, charismatic, and versatile American entertainment stars of the 20th century. In his 45 years he was a trailblazing jazz piano trio leader; a star of radio, screen, and stage, a songwriter, the first black American to host a weekly TV series, a crusader for equality, and ultimately one of the greatest and most beloved singers of all time.

Nathaniel Adams Cole was born on March 17, 1919 in Montgomery, Alabama. The family moved to Chicago when he was four and his father became minister of the True Light Baptist Church. Born into a musical family, Cole’s mother was a church organist and his older brother Eddie was a bassist/pianist. Surrounded by music from an early age, he quickly gravitated to the piano, becoming proficient in gospel, classical, and jazz, giving him the diverse background that would accentuate his ability to appeal naturally to a wide variety of audiences. From the informal music he was immersed in from early childhood to the classical training he soon received, young Nat’s aptitude for music was constantly nourished.

He was playing in bands by his teenage years; seeing early jazz piano pioneer Earl Hines had a tremendous influence on him, just as Hines impressed and influenced so many future jazz giants. Cole and his brother Eddie’s sextet had their first recording session with Decca in 1936. The band performed in a musical called Shuffle Along; Cole traveled with them and remained in Los Angeles when the show ended there. Cole’s girlfriend, Nadine Robinson, was a dancer in the show; this was a major factor in his winding up in L.A. They married in Michigan before moving to California. After about 11 years of marriage, Cole saw Maria Hawkins sing in 1948 and immediately fell for her. He soon divorced Nadine and married Maria. They would raise a family and remain together for the rest of Cole’s life.

Eventually dropping the “s” from his last name, there are various stories about the genesis of the Nat “King” Cole moniker; his Los Angeles piano trio eventually took the name The King Cole Trio in the late 1930s. One legend says it was a supportive club owner who gave him a crown to wear; the more popular story today strongly suggests that the trio borrowed it from the old children’s nursery rhyme. It worked quite well and remains most appropriate to this day. After Cole hired guitarist Oscar Moore and bassist Wesley Prince, the trio began radio appearances and recordings along with their regular live performances. During this era, Cole largely pioneered the piano-led jazz trio, demonstrating the depth of his talent in showing what a virtuoso pianist with the right accompanists could do in this small-group setting. At the height of the big band era this was especially eye-opening and influential for future greats like Oscar Peterson, Ahmad Jamal, and others who took note of what Cole was able to do with simply guitar and bass; his skills were so formidable that he almost rendered drums unnecessary.

His beginnings as a singer also are somewhat shrouded in mystery; one story says that a drunken patron one night demanded to hear him sing. A more likely one is that a business-minded club owner beseeched him to give his fans what they wanted, and to sing Sweet Lorraine. Other sources simply suggest that early on Cole would sing on request in between the Trio’s sets, and people really enjoyed it. Whichever was the case, he did sing Sweet Lorraine, and recorded it in 1940 for his first hit. While not possessing the physical vocal wizardry of some star singers, Cole’s warm, intimate, emotionally soothing sound immediately began making its mark, and the move from instrumentalist to singing sensation was a very natural progression. He had a way of immediately drawing one in with his voice; not shocking with his range, or dazzling with the most unique phrasing—more just making every listener feel like he was singing directly to them, and in the most comforting way.

In the coming years, Cole’s career has a unique bifurcation. Already established as a great jazz pianist by the mid 1940s, having been a part of the early jazz at the Philharmonic concerts, and working with such notables as Lester Young, his transition to jazz/pop vocal superstar greatly enhanced his profile while at the same time upsetting often highly protective and conservative jazz purists. The singing remained just a part of the act for a while, but when he had a major hit on several charts in 1944 with his Straighten Up and Fly Right, Cole’s musical life began to take a dramatic turn. As he shifted his focus to singing, over the course of the rest of the 1940s he cemented his status as one of America’s most popular vocalists.

1947’s The Christmas Song became one of the most enduring holiday classics and remains so to this day. (Get Your Kicks) On Route 66, Nature Boy, Mona Lisa, Orange Colored Sky, Too Young, and other hits made him a bona fide cultural superstar by the early 1950s. He began touring the world, having residencies at Las Vegas casinos as that city become an entertainment mecca, recording with arrangers such as Nelson Riddle and Billy May, performing at the Cavalcade of Jazz, taking small acting roles, and charting song after song.

It is said that Cole’s trio was the first African-American group to have its own sponsored radio show. His star became so bright that in 1956 he became the first African-American to have his own regular weekly television program, The Nat King Cole Show. Racial attitudes being what they were in America at that time, the show sadly did not find a sponsor, and was cancelled after a year; Cole dryly commented that “Madison Avenue is afraid of the dark.” Cole had been attacked on stage by violent racists in Alabama in 1956, and refused to return to the area or to play other locations in the still very segregated South. Cole and the civil rights movement has been an area of controversy; despite receiving criticism from some civil rights figures during the early part of the era for not being vocal or active enough, Cole was indeed an activist from the beginning. He felt that his path to force change was via the arts. In addition to the aforementioned achievements, he was the first black star to achieve the level of popularity enjoyed by white singers such as Frank Sinatra and others; this by definition paved the way for others. He settled into a home in an affluent all-white area of Los Angeles; when neighbors suggested that they did not want “undesirables” in the area, Cole boldly responded, “Neither do I. And if I see anybody undesirable coming in here, I’ll be the first to complain.” He did play for all-white audiences on occasion, but eventually ceased that practice, and he also sued hotels that refused to allow him and his family to stay at the same place he was performing. By the 1960s he had become an ardent supporter of the civil rights movement and this intensified as the decade moved on; he donated to it generously, and used his celebrity to work with presidents Kennedy and Johnson in this area and help plan the 1963 March on Washington. Ultimately, Cole felt that he could do more with his art than by being outspoken; his daughter Timolin quoted him as saying, “I may be able to bring harmony among people with my music.”
By the end of the decade, as rock and roll was well into its ascendency, singers like Cole, Sinatra, and Dean Martin sometimes struggled with changing tastes, as newer, younger music flooded the charts. Cole continued his busy schedule and hit it big again with 1962’s *Ramblin’ Rose*, which was very popular with pop and even country audiences. He continued recording and touring through the early 1960s, finishing what would be his final album, *L-O-V-E*, in December of 1964. It would peak at #4 on the charts the following spring.

A heavy smoker who believed that cigarettes helped give his voice its unique qualities, Cole began to suffer various ailments in the fall of 1964. When he did have himself examined, advanced lung cancer was discovered and the prognosis was daunting. He finished *L-O-V-E* with Ralph Carmichael in early December, and began intense treatment shortly thereafter. Cole spent the new year at home with family, basking in the incredible flood of well-wishing mail he had received. Back in the hospital, he was deeply shaken by the death of his father on February 1. Despite his publicists’ optimism which heartened the public, Cole’s condition continued its irreversible decline, and he passed away at the young age of 45 on February 15, 1965. The outpouring of grief for a man who meant so much to so many was gargantuan. According to Daniel Mark Epstein’s landmark 1999 biography, honoray pallbearers included Robert F. Kennedy, Count Basie, Frank Sinatra, Sammy Davis Jr., Johnny Mathis, George Burns, Danny Thomas, Jimmy Durante, Frankie Laine, Steve Allen, and California Governor Pat Brown; Cole’s close friend Jack Benny gave the eulogy. Nat King Cole was buried at Forest Lawn Cemetery with so many other celebrities, eventually joined there by Maria and daughter Natalie.

Cole and his wife Maria were very close; she had given up her singing career to raise a family, their first child being Natalie, who eventually became a star in her own right. Maria once said that “Nat wanted to improve himself...I wanted to help him improve. What he needed, I had. What I needed, he had. That’s why our marriage worked.”

Gordon Jenkins’s son Bruce’s moving biography of his father has passages that show how deeply Maria understood music and especially what her husband both brought to a session and desired: “...Gordon was the only person who could do those things, to really embellish what (Nat) was doing on ballads...the only person (Nat) worked with where he was totally at ease...the arrangements were just there, perfect, and you can hear it in the records. I always felt Gordon had in his music what Nat had in his voice, and they really were wedded.” It’s easy to imagine how their first child wound up as an international star selling tens of millions of records. Natalie’s parents and her uncle Freddie were all jazz singers, but she forged her own path in R&B, eventually finding her greatest success with 1991’s *Unforgettable...With Love*. Not always comfortable singing tunes her father was known for, this album became a huge hit for her, and the track of the two of them singing *Unforgettable* together won Grammys of its own; the project re-established her stardom and also both burnished her father’s profile and introduced him to many new listeners.

Nat King Cole left behind one of the great legacies, bodies of work, and life stories in the American arts. The honors have never stopped, decades after his passing. He’s received a Grammy Lifetime Achievement Award. He has been inducted into the Rock and Roll Hall of Fame for his influence on early rock, as well as the DownBeat Hall of Fame for his stature in jazz piano and singing. The U.S. Postal Service issued a stamp in his honor in 1994. The iconic Capitol Records Building in L.A. is often called “the House That Nat Built” in tribute to his contribution to the legendary label’s growth and success. Cole worked to bring African-American artists to the forefront of every area of the arts as well as American life in general at a time when racism haunted America in an intense, vicious manner. He is a central part of the American holiday season thanks to his version of *The Christmas Song*, a holiday essential that he brought to the fore with his initial recordings of it. He is ardently beloved by two largely mutually exclusive bodies of fans; he remains a jazz icon for his piano work, especially the early trio days, as well as his singing. Yet he is a cultural icon to the massive world of pop music fandom as well, for his dozens of magnificent hits, sung in his inimitable manner and tone. Cole, like Sinatra, left a mark very much his own on some central tunes in the Great American Songbook; *Unforgettable, When I Fall in Love, Straighten Up and Fly Right, Almost Like Being in Love, and especially The Christmas Song*. The eternal power and presence of his voice is shown so vividly in his conjuring the timeless warmth and glow of the holiday season with vivid emotional depth as he sings: “Chestnuts roasting on an open fire...” There are not many American songs that begin this memorably and have had such incredible staying power.

From humble beginnings, the great Nat Cole worked to the very core of the American Experience and forged a path that left him at the center of our cultural consciousness; a place that he will never leave.

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**Notes:**


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**Gordon Jenkins Biography:**

Gordon Jenkins was one of jazz and pop's most popular arrangers from the 1940s into the 1960s, known for his work with some of jazz's greatest vocalists and for his distinctive string arrangements. Born on May 12, 1910, in the St. Louis suburb of Webster Groves, music was a big part of his life from early on. His father played the organ in a movie theater, and this got him started on keyboards; he soon was playing piano around town, and a job at a radio station led him to learn more instruments and begin writing arrangements. This early aptitude for and dedication to versatility defined a career that would see him compose standards, work in various genres and media, and arrange and conduct for mid-century musical giants.

Arranging for Isham Jones and his very popular band during the first half of the 1930s gave Jenkins the chance to really expand his skills. Jones’s group was known as a dance band and featured both well-known vocalists and instrumentalists. Jenkins began to write complex original charts to accentuate the band’s diverse skills. After writing and arranging for several other groups, Jenkins moved to the Los Angeles area later in the 1930s. For the next decade, he was heavily in demand and really sharpened his impressive array of talents, also working in movies, TV, and radio, joining the staff and then becoming musical director at Decca Records, and composing the hit song *San Fernando Valley.*

Decca led Jenkins to begin working with some of its vocalists in the second half of the 1940s, including superstars Louis Armstrong (who he was especially thrilled to work with; apparently becoming quite emotional in the studio), Ella Fitzgerald, and Billie Holiday. His style helped shape their performances and brought him to the attention of other important singers of the era as well. It was during this time that Jenkins composed and arranged a rather unique work, the Manhattan Tower. The 1946 release was somewhat ahead of its time, including not just music but spoken word, dialogue, and sound effects to fully tell the story of a trip to New York City by a young man, perhaps influenced by Jenkins’s own experiences. Jenkins’s son calls it the “first concept album ever written.”

Over the next decade Jenkins expanded the work and performed it on
television as well. While it is not as well-known today, at mid-century it was considered a very forward-looking innovative work. It so well captured the spirit of New York City at the time, maximizing the use of the technology available, that Jenkins was awarded the key to the city after performing the work on the Ed Sullivan Show in 1950.\textsuperscript{5,6,7}

The breadth and depth of Jenkins's musical vision is highlighted by his association with the Weavers at the outset of their stardom. A folk group that had struggled for years, they were playing gigs at the Village Vanguard in New York City when Jenkins basically discovered them. He was immediately taken by their style, became a huge fan, and brought them to Decca, who signed the group.\textsuperscript{8} They soon rocketed to stardom, with Jenkins arranging for them during their peak, including their #1 million-selling hit Goodnight Irene in 1950, merging his style with folk music to create something uniquely American.

As the 1950s bloomed into a golden age of American entertainment, Jenkins appeared regularly in the show business hotbeds of New York City and Las Vegas, while continuing to work in television. His prominence grew, and arranging several hits for Peggy Lee led him to Capitol Records, where he enjoyed some of his greatest successes, highlighted by his collaborations with Nat King Cole and Frank Sinatra.

1957's Love is the Thing with Cole was the first of four records the two did together; and is widely regarded as among the very best work of either man's career. Jenkins's arranging style was a perfect match for the restrained brilliance of Cole's vocals, and some of the cuts-especially When I Fall in Love and Stardust-approach definitive brilliance.\textsuperscript{9,10} Nat's wife Maria was close to the Jenkins family and is worth quoting at length as she encapsulates much of what clearly made Jenkins so appealing to some of the era's greatest vocal talents: "...Gordon was the only person who could do those things with strings, to really embellish what (Nat) was doing on ballads...the only person (Nat) worked with where he was totally at ease...the arrangements were just there, perfect, and you can hear it in the records. I always felt Gordon had in his music what Nat had in his voice, and they really were wedded.\textsuperscript{11}"

Frank Sinatra had thoroughly re-established his superstardom with Nelson Riddle by then and was in the midst of his remarkable run of 1950s albums. He and Jenkins teamed up for two records which demonstrated a pairing as moving and singular as Sinatra had developed with Nelson Riddle and would soon have with Billy May. 1957's Where Are You? and 1959's No One Cares marked another two milestones of Jenkins's arranging career. Both albums featured the dark themes of brooding ballads and torch songs which Sinatra loved and had first mastered with 1955's In the Wee Small Hours. Jenkins's style meshed perfectly with this side of Sinatra, and over 60 years later these two records stand with the other giants of Sinatra's 1950s catalog in showcasing America's greatest singer in a manner that allowed the full range of emotions his vocals were able to emote to shine for all time.

Jenkins formed a particularly close relationship with Sinatra; as tastes began to rapidly change in the 1960s, Sinatra continued to call on Jenkins periodically over the next two decades. Sinatra throughout his career became close to many of the arrangers he worked with, from Axel Stordahl, Riddle, and May to Don Costa and Jenkins. Sinatra is heard on a bonus track recording of Jenkins's composition This is All I Ask from Carnegie Hall in 1984 (on a later re-issue of 1965's classic September of My Years album) lauding "Gordie" and describing why he was so fond of him. "...when Gordie wrote a song, he wrote the words and the music and the orchestration, and this particular song...was obviously his shining hour.\textsuperscript{12}" Very strong and meaningful words from The Chairman which shine bright lights on not just Jenkins's arranging skills but his overall musical versatility. Sinatra was used to being fawned over, and Jenkins's bold nature clearly impressed Sinatra. Jenkins's son Bruce recalls a story where Jenkins once reprimanded Sinatra during a session when several of his regular companions were making a racket in the studio; some onlookers were shocked, as many assumed this could mean a strict rebuke from the hotheaded singer. But in this case, Sinatra immediately obeyed and quieted his entourage as requested.\textsuperscript{13} It is moments like this that helped Sinatra develop the deep respect he felt for Jenkins. Comedian/actor/raconteur Alan King, a member of Sinatra's inner circle, simply stated, "You couldn't threaten or intimidate Gordon Jenkins.\textsuperscript{14}"

The changing musical tastes led to Jenkins's distinctive style somewhat falling out of favor over the coming years. He had some prominent critics, foremost among them New York City radio personality Jonathan Schwartz. Schwartz's criticism mirrored what some others thought of Jenkins's work, calling it "overblown" with an "overkill of violins." Originally a fan of Manhattan Tower, Schwartz had come to resent the influence it had on later projects he detested.\textsuperscript{15} But Jenkins certainly persevered and continued to have his shining moments, such as his Grammy-winning arrangement for Sinatra's 1965 classic September of My Years; Jenkins was the perfect choice to help Sinatra realize this melancholy musical vision of middle age. His talents also were called upon by the eclectic Harry Nilsson, and the two collaborated on a standards record that was well before its time when it came to pop/rock figures tackling the Great American Songbook. Long before Nelson Riddle and Linda Ronstadt ushered in the era of this sort of project, Jenkins arranged for Nilsson's aptly titled 1973 record A Little Touch of Schmilsson in the Night. Today it is perhaps a curiosity, but Nilsson said it best in his inimitable fashion when in 1988 he apparently remembered the sessions this way: "My album with Gordon Jenkins is the best I've ever been associated with. I'll hold it in my voice, and they really were wedded.\textsuperscript{16}"

Jenkins stayed active in his later years, crowning his long association with Sinatra with his The Future contribution to Trilogy: Past, Present, Future. Around 1980 he began to suffer from what would be diagnosed as ALS/Lou Gehrig's disease. In November 1981 he was in a terrible car accident that left him and his wife and sister-in-law seriously injured and killed his brother-in-law. After this accident, he was left largely incapacitated-physically-and unable to speak. Jenkins remained very alive for the next two-and-a-half years, constantly writing down his often humorous and always insightful thoughts for others on ever-present pads. He died on May 1, 1984 at age 73.\textsuperscript{17}

During his prime, Gordon Jenkins with his signature lush string arrangements was one of the architects of the hugely successful mid-century jazz vocal genre. His early time with Jones helped him develop his trademark sound, which enhanced the ensembles for which he wrote and ideally backed the great singers of his day. In addition to his arranging and performing skills, his songwriting leaves its own legacy, as he wrote Goodbye, which became a theme of Benny Goodman's. He was a frequent collaborator with lyricist Johnny Mercer, and their output included the often-covered PS. I Love You. He also had hits putting his signature sound on standards such as My Foolish Heart and Bewitched before his later successes at Capitol. Working as he did with Sinatra, Cole, Billie Holiday, Ella Fitzgerald, Louis Armstrong, Bing Crosby, Judy Garland, Al Jolson, and many more of similar stature, it is clear that the vision that he had for how arrangements and bands should accompany a vocalist was tremendously valued at the highest level of the art form.

While he may not have the name recognition of Nelson Riddle today, Jenkins most definitely left an indelibly large mark on popular music with his collaborations with Sinatra and Cole and others. Adding this to his songwriting, multi-media work, visionary talent scouting when it came to the Weavers, and the insufficiently credited achievement of launching the now mega-market of pop stars' standards records by helping Harry Nilsson realize his vision, it is quite a legacy to behold.

Jenkins's place in American music at mid-century simply cannot be overstated. Nat King Cole's wife Maria told his son Bruce that Nat proposed to her with Manhattan Tower playing in the background.\textsuperscript{18} Mel Brooks apparently met Anne Bancroft after she sang Jenkins's Married I Can Always Get on the Perry Como show in 1961.\textsuperscript{19} Best of all, in July, 1950, four of Billboard's top six songs had his imprint on them: The Weavers' Tzena, Tzena at #2, the Andrews Sisters' I Wanna be Loved as he arranged it at #4, Goodnight Irene at #5, and his own orchestra's Bewitched at #6. Any argument regarding Jenkins's talent, versatility, artistic power, influence, success, and legacy ends here.

Jenkins's son Bruce has been a longtime sports media presence in the San Francisco Bay Area and wrote a very well-received biography of his father in 2005. Goodbye: In Search of Gordon Jenkins helped both raise the current profile of his father's spectacular career and fill in many more details of a man who certainly achieved considerable fame in his own right, but also often stood to the side as the musical megastars he worked with basked in the glory that was magnified by his presence.
The Music:
Composer Victor Young and lyricist Edward Heyman wrote *When I Fall in Love* for the 1952 film *One Minute to Zero*, where it was performed as an instrumental by Richard Hayman and His Orchestra. Nat Cole recorded this Gordon Jenkins arrangement in Los Angeles on December 28, 1956 for the *Love Is the Thing* album. This is an absolute classic arrangement that helped solidify Jenkins's status as a ground-breaking popular music arranger and composer. Jenkins chose to eschew the standard swing arrangement style of the day and focused on providing a dramatic and classical-sounding backdrop for Cole. The 'Jenkins style' would go on to become the go-to method of arranging for popular music in the 1960s.

Notes to the Conductor:
This score is heavy on violins and light on violas and celli which provides an ethereal quality to the music. In fact, this arrangement calls for 16 violins, 3 violas, and only 1 cello (along with harp, guitar, piano, bass, and drums). Note that the harp part throughout has written arpeggios - these are not to be played as a gliss.

This publication was based on the original Gordon Jenkins score and the set of parts used during the recording session - this is not a transcription.

Doug DuBoff and Rob DuBoff
- October 2022