

## **Undermind**

PHISH, 2004

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Phish called it quits in the summer of 2004, disappointing legions of their “phans” with a decision that was ultimately an interesting exercise in artistic integrity. Put succinctly, they were not feeling it any more. Three-quarters of the band felt that they had run their course; that they had had a great ride—one marked by phenomenal successes, most of which were hardly noticed by mainstream media and culture—but knew or felt, somehow, that enough was enough. No acrimonious fights and no bitter rifts. They wanted, quite simply, to go out on top. Chief among their concerns was a

fear of becoming a nostalgia act, of turning into caricatures, of rehashing themselves and their songs beyond the point of healthy return. It was a fascinating decision by a fascinating band.

The band built up a loyal and dedicated following due, in large part, to the nature of their concerts. Both set lists and song duration were ever changing. The band fashioned a sound that drew from a wide array of influences and musical styles or genres, evident not only in their own songs, but in their choice of cover material (one of a few key elements of the Phish experience). As with 1960s icons the Grateful Dead (a facile and often misguided comparison), no two Phish performances were ever alike. And it was this element of surprise and discovery that kept phans positively hooked. Followers of Phish formed and maintained a bona fide, full-blown (sub)culture and they provide a rich and fascinating case study indeed. The most avid phans caught multiple live performances (sometimes well over 100 or 200) and collected hours upon hours' worth of (band-sanctioned) bootleg recordings.

It would be one thing to say that Phish was a band that struggled with their own identity, with their own fit with(in) the larger musical-cultural landscape. But such a statement would be largely untrue. To be sure, every band struggles with its own identity and sense of artistic *telos*. But, if Phish deserve any kudos at all, it must consist of an acknowledgment of their quiet determination to forge their own way, be it in terms of their relationship with song craft (melding and drawing from a wide array of disparate musics before it became as fashionable and commonplace as it is nowadays), with live performance, or with their audience. These three aspects, in fact, are virtually inseparable from each other and are what made Phish such a unique and interesting phenomenon.

The above sketch, though frightfully brief, is necessary in order to contextualize an understanding and evaluation of Phish's final studio release, *Undermind*, from June 2004. The album was laid down and scheduled for delivery before the band had actually reached its decision to cease existing as a recording and touring unit. *Undermind*'s release, it turned out, closely coincided with band member Trey Anastasio's initial announcement—via the long-standing, phan-generated phish.net—that the few live dates that Phish had scheduled for June and August of 2004 would, in fact, be their last. The album, albeit unintentionally, thus functions as a sort of capstone to Phish's career, and will be dealt with in this manner.

With representatives of many of the “types” of songs for which Phish was known, *Undermind* sees Phish summoning specters of the past two decades' worth of their work. Among others, Phish muster their early forays into extended, heady-yet-beautiful composed suites (“Scents and Subtle Sounds”), offer up a power pop charmer (“The Connection”), and revisit the postmodern barbershop quartet singing they dabbled in throughout their career (“Grind”). They also proffer a sweet ballad (“Secret Smile”), serve some blues-based soul rock (“Army of One”), and posit a potent vehicle for psychedelic-fuzz jamming (“A Song I Heard the Ocean Sing”).

The album opens up with “Scents and Subtle Sounds,” which is actually divided in two, as the opening “intro” track and, later, full-blown as the eleventh track. The

song had already made several appearances in Phish's live repertoire in the preceding year or so and became known to phans as an expansive composed suite in the vein of earlier Phish compositions "Fluffhead" (from their 1989 debut, *Junta*) and, more recently, "Walls of the Cave" (from *Round Room*, 2002). The studio version of "Scents" effectively captures yet—as is usually the case with bands like Phish, who exist and thrive most fully within the live context—slightly denudes its epic-voyage spirit. "Scents and Subtle Sounds" is one of the album's main attractions. Even in its pared-down studio incarnation (just over 6½ minutes, if both parts are combined, as they have been in live performance), it is a musical journey that showcases what Phish did best: marry heady technical and compositional skills with a real talent for genuinely beautiful soundscaping and sweet melody. Though ultimately forgivable given the song's compositional accomplishments, its lyrics mean well but err on the side of the cliché (e.g. "The winds will lift you up into the sky"). Still, though its lyrical existentialism is undeniably facile, it is not without its charm and—in an era when dour angst seems the *de rigueur* benchmark for hipness—all the more appreciable for its heartfelt earnestness. The song compares very favorably to classic tried-and-true Phish compositions such as "David Bowie" and "The Divided Sky" (also from 1989's *Junta*), as well as "Reba" and "The Squirming Coil" (from 1990's *Lawn Boy*). These sorts of song were really the meat and potatoes of Phish's repertoire, establishing a high watermark for an entire generation of bands and fans of the jam-band nation. Songs such as "You Enjoy Myself" (the centerpiece on *Junta*), the never-recorded live staple "Harry Hood," and the epic "Run Like an Antelope" (from *Lawn Boy*) were absolute classics in the Phish cosmos. They were ideally suited to the noodle dances of phans, technically ambitious and stylistically hard to pin down, and possessed of a spirit of quest and adventurousness that, arguably, few bands have mastered as well as Phish did.

Yet, for all of their adroitness at inhabiting the heady musical realms first pioneered by the likes of Frank Zappa, Yes, Genesis, the Grateful Dead, and King Crimson, Phish, much to their credit, were equally well versed and at home within the confines of a tight and concise pop ditty. Though they only gestured toward it in their early work (with, e.g., *Junta*'s "Fee"), they discovered a fertile pop vein of FM-ready glee on 1994's *Hoist*. Though phans dismissed the album as being too pop-y (an accusation that had more to do with *Hoist*'s glossy production values than with the songs themselves), cuts such as "Sample in a Jar," "Julius," and, especially, "Down with Disease" showcased a Phish that was capable of writing *and* enjoying solid, relatively straight-ahead pop songs. Every subsequent Phish studio release contained one or more songs that fit this category. Notable examples include "Free" (from 1996's *Billy Breathes*) and "Heavy Things" (from 2000's *Farmhouse*). Within the live context, these songs endured as pop-y tunes fraught with both melodic sing-along qualities and extended jam potential—not an easy combination, by the way. It is thus a sweet thing that Phish, on *Undermind*, reach their pop-gem apex with "The Connection". Clocking in at a scant 2½ minutes, "The Connection" is a true jewel. From a songwriting perspective, it is a wonderful little coup. Critics were not

misguided when they issued comparisons to the Grateful Dead's "Box of Rain" (from 1970's *American Beauty*). Peter Gabriel's "Solsbury Hill" comes to mind, as does Tom Petty's "Free Fallin'": beautifully simple songs touched with a timeless feel. "The Connection" is American pop at its best. It has an air of country rock and is (songwriter, guitarist, and *de facto* band leader) Trey Anastasio's most focused bit of song craft. It is pure, unadulterated delight, with uplifting lyrics (which, unlike "Scents," entirely avoid being trite) that are buoyed by the kind of lilting, melodic arrangement that is always more of a feat to write and play than most people realize.

Two days after the release of *Undermind*, on 17 June 2004 (just weeks after the initial break-up announcement), Phish opened a nine-day run of dates with a two-night stand at Brooklyn's Keyspan park, on Coney Island. In a new move for Phish, both sets of the 17 June show were simulcast live in 47 sold-out movie auditoriums across the US. With an audience well into the tens of thousands anxiously poised to take in and enjoy every note of the beginning of the end, Phish opened with "A Song I Heard the Ocean Sing," the fourth track on *Undermind*. Unheard before that moment, the song would turn out to be one of the more ambitious and complex tracks on the album, and from Phish in general.

Opening with a banshee wail of strident guitar feedback that crests and then crashes like a wave (sorry, but it really is an apt metaphor) straight into the first verse, the song exudes an almost foreboding allure. Undoubtedly, this is where Tchad Blake, who produced, recorded, and mixed *Undermind*, makes his presence most strongly felt. Blake has been associated with the likes of Los Lobos, Peter Gabriel, the Bad Plus, Pearl Jam, Soul Coughing, and Sheryl Crow, to name a few, and has often elicited career-high material from those he works with. And "Ocean" is interesting precisely because it marks a bit of a departure for Phish. With its sinuous syncopation and grunge-y wah-wah vibe, especially in the first 30 seconds of the song, it showcases the kind of band Phish could have been if they had decided to go the way of, say, the Pixies or Sonic Youth. But the lyrics and their layered-chorus delivery also bring to mind a more genteel psychedelia, like that of '60s figures the Byrds, *Pet Sounds*-era Beach Boys, or even Jimi Hendrix. The song is equal parts alterna-grunge and languid dreaminess. Its lyrics flirt, again, with New Age platitude, but they manage to escape reproach: "A song I heard the ocean sing/A shining light in darkness deep/I prayed a prayer into the tide/And both they soothed me in my sleep". It's as if the words and their vocal delivery are a fragile, beautiful sailboat that is being tossed around on a turbulent ocean—a tension most engaging. Toward its end, "Ocean" also seems to nod toward the instrumental jazz rock fusion of early Santana or Cream. The outgoing last minutes consist of guitar soloing that whips the storm around, eventually building it to a modest crescendo that provides, as the tune draws to a close, an uneasy release.

"A Song I Heard the Ocean Sing" is compelling listening, and, with the band's demise, a frustratingly unfulfilled portent of what might have come from Phish, both in and out of the studio. As a case in point, by the time the song made its second live appearance at the Saratoga Performing Arts Center in New York, two days after its

debut in Brooklyn, it was beginning to show its potential. As the opener for that night's epic second set, the band stretched "Ocean" to 18-plus minutes of jammed out bliss.

The rest of *Undermind*, like Phish themselves, is a casual, more or less eclectic mix that manages to both hold together and hold attention. There is, for example, the postmodern barbershop quartet of "Grind" and the sparse "Tomorrow's Song" (written by drummer Jon Fishman). These two tunes effectively re-introduce a long missing element of Phish's past: the simple fun of the silly ditty (examples include "Lengthwise," from 1993's *Rift*, and "Glide," from 1992's *A Picture of Nectar*, as well as the live-only nugget "I Didn't Know"). As with their elaborately composed and studiously accomplished counterparts, these sorts of tune were part and parcel of the Phish experience. It had been a while, in fact, since drummer Jon Fishman had written a song for a Phish album (not since 1993's "Lengthwise," actually), and "Tomorrow's Song" is a solid effort, with its reggae-tinged bounce and looped lyrics providing a cheery respite from the albums many twists and turns.

Keyboardist Page McConnell and bassist Mike Gordon also contribute a track each to the album. McConnell's "Army of One" is a decent stab at a power-rock ballad. It's got an air of 1970s Jackson Browne, with a blues-y feel that also makes an Allman Brothers Band comparison entirely tenable. The song is eminently listenable, though not the most memorable thing one is likely to have ever heard. Gordon's predictably quirky "Access Me" fares a little better, though. Gordon has always been the band's most abstractly silly contributor—or is it silly contributor of abstraction? His funky ode to car tires, "Contact," from their first studio outing, *Junta*, stands as his crowning achievement, though it is followed closely by the existentialism-light of "Weigh," from *Rift*. Gordon is also responsible for many of Phish's bluegrass originals, convincing the band to take on the genre in the first place. "Access Me" is no doubt helped by Blake's hand, who surely must share some of the responsibility for the idiosyncratic flourishes that give the song more dimensionality than it might otherwise have had.

It is guitarist Trey Anastasio, though, who has been the main creative force behind Phish. Though true of all Phish members, he is a true music geek, and his relationship to his own craft manages to marshal effectively a veritable army of influences, from Sun Ra to Led Zeppelin, Carlos Santana to Pavement, Bob Marley to Talking Heads. He is a prolific, almost promiscuous writer. Anastasio relishes playing live and is a self-professed junkie of the stage. With a distinctive tone and wily axe wielding that could veer from over-the-top and out-of-control to achingly graceful and elegantly placed, even when his performances are nothing special, he is a thrill to witness.

As the ringleader of the telepathically tight foursome that was Phish, Anastasio has pushed the concept of "jamming" further than just about anybody else. In their heyday, Anastasio would stay up nights before each show, planning or mapping out the following night's setlist, orchestrating elaborate segues, dreaming up new cover-song possibilities, and generally keeping phans addicted to the open-ended musical discovery and aural antics that defined Phish. Phish's concerts (at least for those who

so revered them) were often religious, lid-blowing experiences. Though hard to appreciate fully halfway into the first decade of the 21st century, Phish were unacknowledged pioneers in more ways than one, not the least of which was the fact that they could perform and pull off a dizzying array of musical styles or genres. Phish were known to play bluegrass (initially a hard sell, but now a jam-band scene perennial), blues, heavy metal, prog rock, calypso, jazz, classical, folk, barbershop quartet, reggae, Latin, classic rock, ska, soul, funk, and countless other less definable musical styles. They were sometimes known to blend two or more of these genres in the span of a single song.

Like Jerry Garcia with Robert Hunter, Anastasio has had a fertile ongoing songwriting relationship with his friend Tom Marshall, who has been providing lyrics (and, sometimes, musical ideas) to him since they were in their teens. As a matter of fact, Anastasio and Marshall share most of the songwriting credits on *Undermind*. If the album is any indication, it seems that, with or without Phish in the picture, this partnership is still well in place. Songs like “Crowd Control,” “Two Versions of Me,” “Nothing,” “Secret Smile” and “Undermind” exude a quality that is no doubt familiar to Phish fans. The songs, however, continue to demonstrate an evolving relationship to their art that has been embraced by some fans and rejected by others (who were not willing to grant Phish the room to grow and change that the band needed).

One of the tragedies of Phish’s breakup is that most of the songs on *Undermind* will die, so to speak, as mere seedlings. Some were played live only a handful of times, and others not at all. There is, quite simply, no telling where and how these songs might have ended up. The album’s title track, for example, is a funkified march brimming with possibility, featuring intriguing word play:

Undecided, undefined  
Undisturbed yet undermined  
Relocated not retired  
Reprimanded and rewired  
Mystified and misshapen  
Misinformed but not mistaken  
Reinvented, redefined  
Rearranged but not refined  
Unrelenting, understroked  
Undeterred yet unprovoked.

The song weaves melodic and rhythmic odds and ends into the kind of groove not unlike early 1980s Talking Heads. As with that seminal band, it is hard to tell where the melody and the rhythm begin or end, which is which. They are braided together into an irrefutable bounce. Phish, in fact, covered an entire album by Talking Heads. The band, in fact, famously donned “musical costumes” for four now famous Halloween shows, in 1994 (The Beatles’ *White Album*), 1995 (The Who’s *Quadrophenia*), 1996 (Talking Heads’ *Remain in Light*), and 1998 (Velvet Underground’s *Loaded*). It was Phish’s treatment of *Remain in Light*, during a raucous Halloween 1996 gig in Atlanta, that was, hands down, the most impressive,

with the Heads' utter penchant for capital "G" Groove meshing quite well with Phish's own strengths in this department.

The song "Crowd Control," for its part, is a gorgeous rocker that propels itself forward by dint of a rollicking, almost frenetic energy. Lyrics like "You control us now/You have the reins/Do something or we will" only add to the notion that there is something undiscovered lying in wait both in the song and in a Phish that might have chosen to endure. Indeed, there is a sense that Phish was actually hitting a nice stride with *Undermind*, whether it be the appealing tension-and-release chord progression of "Two Versions of Me" or the pleasant roil of "Nothing".

Displaying Anastasio's fondness for sweet balladry, "Secret Smile," the next-to-last track, holds its own alongside such Phish lighter-flickers as "Waste," "Silent in the Morning," and "Dirt." It features a lovely arrangement for strings and delivers some of Anastasio's most understated, soft-hearted, and ethereal guitar work to date.

Finally, there is the case of "Maggie's Revenge." As the seventh of 14 cuts, it marks the midway point of the album, and is the only song for which all four band members are listed in the songwriting credits. Unfortunately, it is the album's sole throwaway track. Given Phish's decision to disband, it is thus hard to not read into the fact that this is easily the album's most pointless and unfocused song.

There's no telling where these songs might have ended up in the Phish pantheon had Phish soldiered on because so much of that depended upon the live context. Phish's studio albums often functioned as launching pads for songs that, almost by necessity, would continued to grow, evolve, and transmogrify as the band—and the audience—had their way with them. The glorious "Free" comes to mind as an example. As the opening salvo on Phish's crowning studio achievement, *Billy Breathes*, it is a concise and relatively tame rock anthem. Performed live, "Free" became a medium for intensely dynamic jams that varied greatly in length, and which could run the gamut from super-soft sublimity to lumbering power funk.

For Phish, songs tended to be more about process than product. And their time in the studio was only one element of that creative process, albeit one they engaged quite seriously. Onstage, Phish could surprise even themselves with what they did with—or *to*—the songs they played, be they covers or originals. As they played any given song live, the band would often find new directions for them, modulate their moods, push their proverbial envelopes. Phans must surely lament the sense of foreclosure that Phish's decision to quit entails, especially given the strengths and promise evident in some of the material on *Undermind*.

Who knows what "Crowd Control" might have become, what new terrains it might have charted? Or, one can only imagine how they might have taken a seemingly undemanding and delightful "Nothing" and turned it into an extended meditation on spaced-out ambientalist grooving. The soloing on the studio version of "A Song I Heard the Ocean Sing" only begins to hint at what the song might have had in store. The Saratoga Springs rendition of "Ocean" was only the second of three total live appearances by the song, and the only one that ventured into extended improvisation terrain. It is entirely plausible—if not probable, given the song's

strengths—that the song would have ended taking its place alongside such jam monsters as phan favorites “Tweezer” (a juggernaut of a song from *Picture of Nectar*) or “Ghost” (the terrifically groove-y title track from 1998’s *Story of the Ghost*). Even the minute-long a cappella “Grind” might have made the rotation, perhaps growing a vacuum-cleaner solo by Fishman (just one of the many idiosyncratic quirks that formed part of Phish’s performance arsenal).

Alas, the songs on *Undermind* will live on in much the same way that wax figures live on. They will remain encased and unchanging. Because they will not benefit from the organic fertility of the live setting, their true nature will for ever remain undiscovered.

*Undermind*, of course, is thus a bittersweet experience. It is a goodbye—or *part* of a goodbye—that inevitably leaves questions unanswered. Though it is not Phish’s most accomplished and engaging work (an accolade reserved, in this reviewer’s opinion, for 1993’s *Rift* and 1996’s *Billy Breathes*, for different reasons), it is a worthy, if unintended, capstone to a terribly interesting career. Phish may not have gotten the attention and recognition they deserved from the wider musical world, but, much to their credit, they simply did not care. The band and their neo-hippie audience of obsessed phans will continue to exist, perhaps in perpetuity, in a sort of parallel universe in which the game of cultural capital holds little to no sway and whose rules do not make much sense. To be sure, that game is largely responsible for the treatment—or indifference, rather—that befell Phish from both mainstream culture and critical circles. That Phish played along to their own music—literally *and* figuratively—is precisely what imbued them with the charming, often quirky qualities that made them so near and dear to millions of believers.

*Undermind*, though not necessarily intended as such, functions well as a closing remark on/for/about Phish. It is both ambitious and unassuming. Like the band, it is possessed of a beauty and simplicity both complex and humble. It invites participation and rewards attention in the nicest of ways.

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