Cultural Daily

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Orchestrator Doug Besterman's B'way Triple Play

David Sheward · Thursday, April 3rd, 2025

After 31 Broadway shows, three Tony and two Drama Desk Awards, orchestrator Doug Besterman is achieving a rare feat: three shows running simultaneously in one season. *Death Becomes Her* opened to rave reviews in November at the Lunt-Fontanne and two dissimilar shows: *Smash* and *Boop! The Betty Boop Musical* are now in previews at the Imperial and the Broadhurst respectively. Besterman made his Broadway debut working in collaboration with James Raitt on the 1994 revival of *Damn Yankees.* He has won Tonys for his work co-orchestrating with Ralph Burns on *Fosse* and *Thoroughly Modern Millie* and won a solo Tony for *The Producers*. His numerous other credits include *A Bronx Tale*, *It Shoulda Been You*, *Dracula*, *Seussical*, *Charlie and the Chocolate Factory*, and many more.

Film credits include the live action version of *Beauty and The Beast*, and *Frozen*. TV credits include the Marc Shaiman/Scott Witman compositions for *Smash, Schmigadoon*, ABC's version of *Annie*, *The Sound of Music Live*, and *Peter Pan Live*.

Orchestrator Doug Besterman has three shows running simultaneously on Broadway this season.

I managed to snag a chat with the very busy Besterman to discuss his present shows, past hits and what exactly an orchestrator does.

What exactly does an orchestrator do?

It's a great question. The composer of the show will write a score. They'll generally deliver that score in a form that can be played on the piano. They may be various other folks on the music team who contribute to that score such as dance arrangements, vocal arrangements, transition music, an overture, that sort of thing. In the end, they have a set of songs and material on piano sheet music. Then I take that piano music and flesh it out for whatever the ensemble is for that project. For a Broadway show, it could anywhere from nine to 19 musicians. On a film it might be 40 to 100 musicians. I'm translating that music into whatever is required for the instrumentation for that project.

What is your working process like? Do you collaborate with the songwriting team? Do you come up with your own ideas and present it to them? How does that work?

Generally speaking, the orchestrator is one of the last people to be involved in the process. While we are hired ahead of the rehearsal process, we usually aren't able to start our work until rehearsals are underway. For example, on a Broadway show, they'll have four to six weeks of rehearsal time before the band comes in for their rehearsals. That's about the amount of time I have to do my work because they can't release any material to me until they've tried it in rehearsal. They might need to change the key. They might need a different intro, a different number of measures of music

to account for dialogue in the middle of a song. So before I start work, I will have a series of conversations with the composers and the creative team to understand some basic things about the show. What is the musical style? What period is it set in? A sense of what their musical influences are. Is there a particular sound that they would like to emulate? I like them to point me towards recordings where they might say, “This was inspiring to me.” I try to get as much information as possible about what’s not only in the head of the composer and lyricist, but also the director. What does the set look like? How big is the scope of the show? How colorful? Just anything that I can understand about the design so that I can create a sound for the score that fits the rest of the design.

That’s the collaboration part. The actual orchestration part is very solitary. It’s me in a room filling in notes on a page. In theater, there is usually not enough time for me to give anybody a preview of what the work is going to sound like. In film, we sometimes do a kind of demo or mock-up of what the orchestrations will sound like. The process of songs for film is much slower. In theater, the first time they hear the work is at the first orchestra call when the musicians are sight-reading the music for the first time. That’s when we have conversations such as, “This is exactly what I wanted” or “This isn’t quite what I wanted.” I’ve been doing it long enough, that I’m usually pretty good at intuiting what is needed. But that would be the time that things change. Then there’s a moment called the Sitzprobe. That’s the day when the orchestrator’s work is presented to the cast and the larger creative team.

I remember that from the episode of Only Murders in the Building *when they were working on the musical murder mystery.*

Exactly. It’s a big day for the orchestra. It’s our presentation. At that point there might be notes from the director or the choreographer. That’s really when the collaboration starts and that will continue through previews until we say that the show is finished.

Doug Besterman and Ralph Burns
at the 1999 Tony Awards
when they won for Best Orchestrations
for *Fosse*.

Does anyone like the composer or the lyricist ever say to you before you start something like “I think this section needs horns” or something like that?

It’s rare that anyone will be that specific. It depends on the composer. Marc Shaiman is a very good orchestrator. So he might in his writing process, give me a little mock-up with some synthesized horns on it. That will give me an idea, “This section should be brassy or that section should have strings.” Generally they leave those kind of decisions to me. It’s unusual for someone

to be very specific. It's more the overall feel. They'll say, "We want this song to feel like this cue from this movie or this classic Broadway show."

This is really amazing. So during your work, do you have to write scores for every member of the orchestra?

Yes.

That must be intense.

It is. Every individual player has a book for that show. It has the score song by song, just their part. What I look at is a page that has all the instruments on it. I go through it song by song. I fill in, "These people are going to play here, then they're going to play a chord, and so on." That gets handed to a copyist. Their job is to extract each line and create that book that the individual musician plays from.

Is it a team of copyists or just one?

Oh, it's a team. It has to be. In previews, if the composer says, "I'd like to rewrite these four bars" and it's 2 o'clock and he wants it to go tonight at 6 o'clock, that means that a team of copyists has to adjust the parts of 18 people, if the show has 18 musicians. It's a big job.

How did you get your start orchestrating?

I was always interesting in writing for ensembles. I grew up in NY in the '70s. My parents still are huge Broadway fans. I became aware there was this job called orchestrator. Slowly over time when I became aware of what an orchestrator does, I thought that was something I'd like to do. There wasn't—and there still isn't—any program where you could go and study to be an orchestrator, so I came up with my own way of learning how to do it. I studied big band and commercial arranging which gave me exposure to writing for big bands and studio orchestras with strings and that sort of thing. I taught myself how to do it over time. In the mid-80s, I started to work in New York as a pianist and starting meeting some orchestrators. I told them I was interested in this work and eventually some of them gave me some work. Eventually I was in the right place at the right time. Alan Menkin needed an orchestrator for a small Off-Broadway show called *Weird Romance*. Some of the people I'd met recommended me and that was how I got my start. That was in 1992.

Matthew Broderick, Nathan Lane, Gary Beach, and Roger Bart in *The Producers.*
Credit: Paul Kolnick

You won a Tony Award for your work on The Producers. *What was Mel Brooks like to work with as a composer?*

Mel is fantastic. It was delightful working with him because he is such a fan of music. He's obviously very musical. He can't sit down and play the piano, but he can sing a fully-formed tune and if he's paired with the right accompanist/arranger—in the case of *The Producers* it was Glen Kelly—they can work together. Glen would say "I know what you mean. How would this kind of accompaniment sound?" and Mel might say, "Oh, I was thinking more of this kind of a sound." So between Mel and Glen, they were able to put down on paper in a form that matched Mel's imagination, what the score of *The Producers* would sound like. That's what I orchestrated. Mel just wanted to be one of the musicians. He just loved music and the musicians and being around them. Mel would say to me, "Make the brass play here" or "I want to hear those skittering violins in this spot." His enthusiasm always pointed me in a direction and gave me his level of excitement. He was a delight. He was so appreciative of the process and a champion of music in a Broadway show.

I loved the part in "If You've Got It, Flaunt It" where it starts really light and then Cady Huffman as the sexy secretary Ulla sang, "Now Ulla do key change" and it becomes really brassy.

Yes, Mel always has a huge vocabulary of music to point to. There was always a lot of clues from Mel as to what he was hearing in his head. Also Glen.

Yes, you could tell "That Face," the song Matthew Broderick sings to Cady Huffman is a tribute to the Gershwins' songs in the Astaire-Rogers movies.

That was a great collaboration with Susan Stroman who is such a fan of those movies. It was complete intentional to make it feel and sound like the Fred and Ginger movies.

Is this the first time you've had so many shows so close together in one season?

I've had two shows start previews close to each other, but this is the first time I've had two shows [*Smash* and *Boop!*] start on the same day. The last time this happened, the shows started two weeks apart. So it's complicated sometimes with overlapping rehearsals. Fortunately, I have a team of people that's helping me be where I can't be. It's a little bit of "It takes a village" to make sure that nothing gets forgotten or not handled the way it's supposed to be. It definitely has been a complicated season for me.

You've never gotten the show mixed up and showed up at the Smash *rehearsals with* Boop *orchestrations or vice versa?*

That luckily has not happened. Although I use an I-pad and I put the *Smash* music in the folder that the *Boop* music was supposed to be in. That didn't effect anybody else. It just confused me a bit. I have the team of copyists really make sure that doesn't happen. It's the same team working on both shows, so they make sure that I haven't forgotten anything. It's a team effort. We have not missed a deadline.

Did you work on the Smash *TV series?*

I worked on the *Smash* TV series. Maybe that's part of the reason I was able to pull this off this season. Having done most of the TV show, I was familiar with it. There was a little group of orchestrators working on the show, so I didn't do every single number. There have been some intermediate steps to getting the show to Broadway. There was an Actors' Fund concert in 2015 where we took a lot of the songs from the TV show and we kind of conformed them to a particular orchestra, whereas on the TV show there were lot of different ensembles based on what we needed that week. Because I had worked on that concert, it made it a lot easier. We were able to derive some of the material for the Broadway show from that.

Are there a lot of numbers from the TV show or a lot of new numbers?

There aren't as many new numbers. It's almost like a play with music. It's a comedy about the making of a Broadway musical told from the perspective of the creative team. The songs that you hear are the songs that they are rehearsing for the *Bombshell* musical about Marilyn Monroe within the story of *Smash*. The lyrics of the songs will sometimes reflect what's happening in the main characters' story, but that's almost incidental. It's a very interesting way of doing a musical. It's not a traditional musical in the sense of the character singing a song about their journey. The perspective is through the songs that are a part of *Bombshell* and then there is a new song at the end of the show.

Jasmine Amy Rogers in *Boop!*
The Betty Boop Musical in Chicago.
Credit: Evan Zimmerman/Matthew Murphy

With Boop*, are you looking to recreate the sound of the 1930s and 1940s Betty Boop cartoons? Did you look at a lot of the Max Fletcher cartoons?*

I did. There are moments in the show where we are looking for that kind of sound. Also part of the story takes place in New York in 2025. It's really a kind of juxtaposition of that kind of 1930s-Max Fleischer-Cab Calloway sound and more contemporary musical sounds.

Those Betty Boop cartoons are so wild and wacky like the one where Cab Calloway sings "St. James Infirmary" to Betty in a glass coffin as Snow White.

Yes, as Betty says in the show, "It was pre-code." It's quite fun. The Fleischer family is very much involved in this. Mark Fleischer who I think is the grandson of Max, was a trained musician as well.

Do you have a favorite show that you've ever worked on?

It's a hard question to answer because they're sort of all my children. I think *The Producers* because of doing a show that connected with audiences in such a big way. That's probably the most memorable. We were so celebrated and people loved the music so much. It was very satisfying. Plus it was fun. It was just a joyful experience from beginning to end. So I'd say that's probably the highlight. There are definitely other scores that I've enjoyed some of which haven't gotten the love that they deserved, but that's the highlight in terms of all the parts and pieces coming together.

For the longest time, the Tonys did not have an orchestration category. There was a big movement towards getting one. Do you feel that now orchestrators are getting their due?

I was orchestrating on Broadway just a few years before that Tony Award came to be and then after. I was one of the early recipients of it which was obviously a tremendous honor. When I got into this there was no Tony Award, so that wasn't part of my expectation for my career. But yes, I think it has brought some awareness to the craft of orchestration. There certainly is room for more awareness of it. I don't think a lot of people know what an orchestrator is or what an orchestrator contributes. In my view, having done it for over 30 years, we're like the designer of the sound of the music in the way that the set, lighting, costumes and so on are contributing to the experience of being in the theater and telling the writer's story. The one thing to point out is that when the Broadway show closes and the material goes out into the world, for productions for high schools, for tours, the only thing that survives is the book, the score and the orchestrations. The orchestrations live with the show forever. That becomes a permanent part of the show's legacy. We occupy a unique place in that we're making a contribution that lives alongside the writers' contribution that no other department makes. I think that's interesting. Whether or not it's getting our due, it's hard to say. But here I am talking to you now, so I suppose we are. I do have a personal sense of pride that the material that I'm creating does have that life going forward.

A last question: What's a typical day like for you?

When I'm working on a show, I will get up in the morning and I'm looking for a email that says "Based on the meeting we had after the show last night, here are the changes we'd like to put in tonight or later this week." Orchestrators work on assignment, I don't self-assign. I will go to my office. I have a studio in Soho. Usually I'm a 10-to-6 kind of person. Then depending on what's happening that day, there might be a late-afternoon, early-evening rehearsal just before the show that night with the orchestra to put in any new material that we've created that day. For example, I'll be going down to *Smash* tonight. We call it a continuity call. It's a one-hour rehearsal prior to the audience coming in where we will put the new music in front of the orchestra so they can hear it once and we can hear it once. I will usually see the show. If there are any comments afterwards I will make note of them. It's rinse and repeat until we are finished and the show is ready to open.