

Soloing Over Chord Changes

**Chromaticism, modal variations,
substitutions and rhythm**



www.LeviClay.com

Orange Jam Improvisation

Soloing over Changes

www.LeviClay.com

www.facebook.com/Transcriptions

www.youtube.com/missmisstreater

Written by Levi Clay

Levi proudly plays

[Suhr Guitars](#)

[V Picks](#)

[Intex Cables](#)

[Wyres Strings](#)

[Jam Pedals](#)

[Wampler Pedals](#)

With Additional Thanks To

[Tom Quayle](#), [Martin Miller](#), [Andy James](#), [Andy Wood](#), [Martin Goulding](#), [Michael Dolce](#), [Matt Warnock](#) and the team at [Guitar International](#), Justin at [Neck Diagrams](#), Mark Thompson at [Shredknowledge](#), [Jamtrackcentral](#), [Live4Guitar](#), Jason Wilding, Rob Taylor, Gary Cooper and the guys at [iGuitar](#), Phil Castang and all my friends at [IGF](#), Vinni Smith, Jean-Marc du Mouchel, Ed Yoon, Luke Lewis, Brian Shue, Paolo Castillo, Robyn Kennedy and everyone of my clients and students for allowing me to play the guitar for a living

Useful Links

The Original solo

Lesson Videos (remember to watch in 1080p)

[Lick 1](#)

[Lick 2](#)

[Lick 3](#)

[Lick 4](#)

[Lick 5](#)

Contents

Lick 1 – Bbmaj7 – Gm9 – Lydian vs Ionian.....	Page 3
Lick 2 – Gm9 – Ebmaj7 – Dorian Scale use.....	Page 5
Lick 3 – D7 – Bbmaj7 – Mixolydian Chromatics.....	Page 7
Lick 4 – Bbmaj7 – Gm9 – Chromatic Passing Tones.....	Page 9
Lick 5 – D7(#11) – Lydian Dominant Mode.....	Page 11

Lick 1 – Bar 6

So as you may have taken from the contents page, the idea here is that we're playing over a Bbmaj7 chord and as an improviser we have the choice to go for various sounds over this. Your go to scale for a maj7 chord is traditionally the Ionian mode (the major scale), but in this instant I've opted for the slightly more spicy lydian mode

Bb Ionian – Bb, C, D, Eb, F, G, A
R 2 3 4 5 6 7

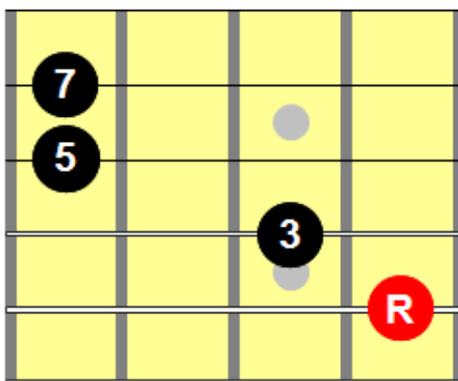
Bb Lydian – Bb, C, D, E, F, G, A
R 2 3 #4 5 6 7

This is nice because the backing track is hitting a Bbmaj7, but by option for lydian we can fill that harmony out and imply a Bbmaj#11.

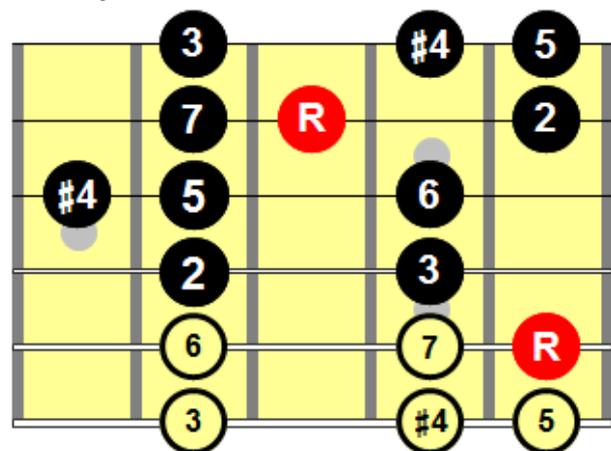
It's no secret that I'm a HUGE advocate of the CAGED system along with the in depth study of intervals and sound – If you're new to this, in a nutshell, it involves learning the neck in 5 shapes which all relate back to a chord form. The idea is that if you can visualize a chord then you have every modal sound at your fingertips.

This particular lick fits around a Bbmaj7 chord in position 3 (using the open C form). Below we have that chord and the lydian scale in the same position. Remember, when you're playing these ideas you should always be able to see the chord form you're playing from so when it comes time to end an idea you can resolve to a strong sound.

Bbmaj7



Bb Lydian



Of course, running up and down a scale doesn't make music, so we're really looking at creating interest through syncopated rhythms and phrasing tools. Just look at where the first note is placed in the bar.

B \flat maj7

4 E & a

P

This creates a form of motion and avoids the predictable practice of starting licks on the beat. When you look at great improvisers such as Charlie Parker or Sonny Rollins that idea of starting licks on beat one and ending them at the end of a bar is done away with, instead you are able to create long flowing lines that transcend traditional rules.

These ideas are continued throughout the lick as shown above. The first two beats place notes on the 2nd and 4th of each 16th note, in the later half of the bar we avoid playing on beat 3 via a rest, and avoid beat 4 via a tie from the previous note.

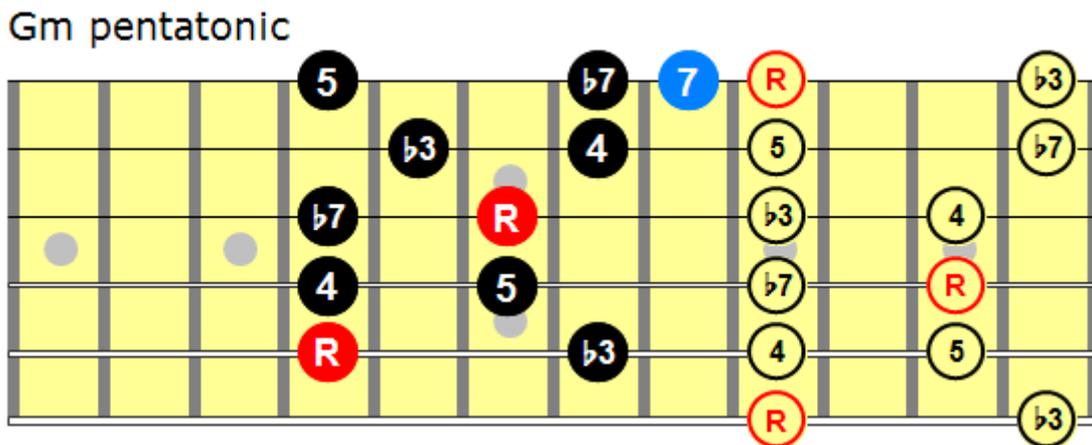
Rhythms like this feel very natural to me now, but it's come from a lot of listening and practice. Just do your best to listen to as many of the great improvisers as you have access to and if possible, study the scores. When you see tricks like this happening time and time again you realize the importance of including it in your practice routine.

To finish the lick we resolve to our familiar minor pentatonic scale in Gm (at the 15th fret), this may seem like quite a crude resolution, but in reality I find my most bluesy phrasing is found in this shape so get up there and put a curl on that minor 3rd!

Lick 2 – Bar 11

I chose this lick because it has a simple introduction to chromatic passing tones but also a more modern approach to phrasing whereby scales are approached from a more vertical approach as opposed to the more common conjunct movement you often hear from guitar players.

As I mention in the video, my goal is to get to Gm position 4 (the Am form) as quickly as possible so I can play some more flowing vertical lines. The diagram below shows you where we start, and where we would like to get.



To do this I move from our traditional box shape into shape 5, filling in the blanks on the high E string with a chromatic passing tone (indicated in the diagram above with a blue note)

The main focus of this lick is how many options we have within the pentatonic scale, and the results we get if we approach it from a new perspective. The fact is, the pentatonic scale isn't something that just guitar players used, its a scale ingrained in cultures all over the world and can be seen on everything from the trumpet to the violin. The guitar is one of the only instruments who treat the scale as a series of scale tones as many other instruments use it as a source of extracting arpeggios. When you look at the scale on the fretboard, it's easy to see the physical demands of playing this scale vertically on the guitar – there are a lot of 4ths which means cleanly rolling from one string to another on the same finger, same fret. This is often avoided by guitarists, but like any technique it's nothing you can't master with regular practice. This will open up a whole host of new phrasing ideas, so listen to saxophone maestro Michael Brecker on a Brecker bros record to see what sounds lurk within this tried and tested scale.

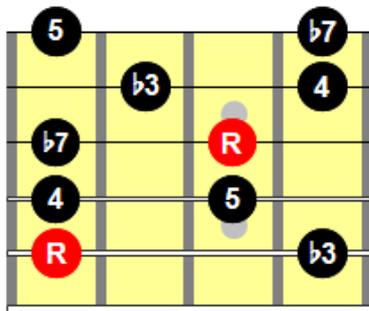
Position 4

Position 3

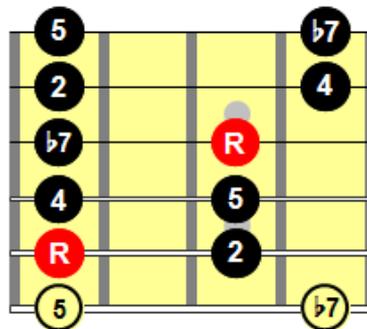
Above I have given you a basic way of practising this across your pentatonic scale positions. The idea is simple, just take two notes on one string, then play a single note on two adjacent strings. When you look at the actual notes, you can see the rich shapes we're creating in our lines when we play like this, and it's such a tremendous departure from your stock Clapton licks.

To really get the most out of this idea, try coming up with ways of navigating through the other 5 positions of the pentatonic scale. When you've spent some time on that, do the same but introduce some modal colours – introduce the 9th and the 13th to really add some spice to your lines. For the more experienced players you can also get into the pentatonic substitution mindset and use scales from the root, 5th and 9th (so Gm, Dm and Am), if you use these in the same place you're mixing position 4, 1 and 3.

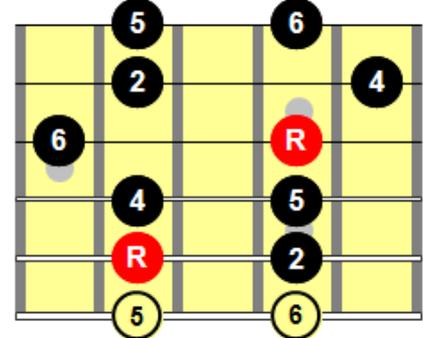
Gm pent (Gm11)



Dm pent (G7sus)



Am pent (G6sus)



The above diagrams may initially appear confusing, but look closely and you'll see each pentatonic shape but with intervals listed in relation to a G root note. In brackets I've listen the sound you would have if you played all 5 notes of the substitution over a G bass note – you don't necessarily have to think of these as your goals, just think of it as you playing some other shapes to bring out the quality of a given mode.

Where you're playing the minor pentatonic from the root, the sound is very predictable. When you start throwing in substitutions you suddenly put emphasis on the 9th or the 6th which enables you to tailor the dorian tonality to your needs.

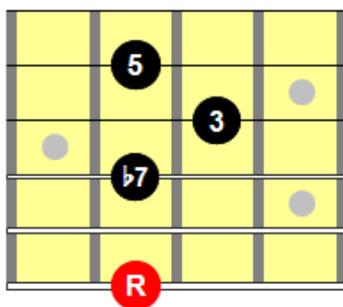
Lick 3 – Bar 20

This lick is all about getting the most out of a scale position. I think it's only common sense that the more notes you have on a string, the quicker your flurry of notes can be, so when I need to kick it up a gear I like to fill in the blanks and get more mileage out of my stock shapes.

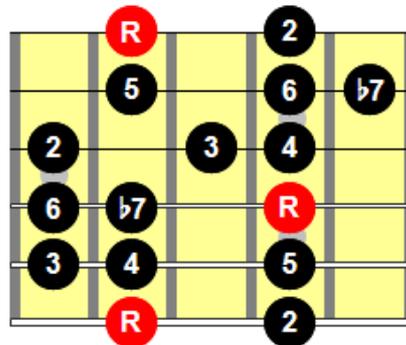
Here we start over our D7 chord in position 1 (The E form). If I told you were playing a blues in D the chances are that your first choice scale would probably be the minor pentatonic. Although this technically contradicts the chord (because the scale contains a $b3$) I think we should embrace this scale, in fact (as I say in the video) I think that over a chord like this you've got lots of options such as the mixolydian scale, the tonic arpeggio, the minor pentatonic, the blues scale – you could think half whole diminished or lydian dominant or whatever. A long time ago I asked a friend what he was thinking over a series of changes and he simply said “Levi, there is only the chromatic scale”, it took me a couple of years to start to understand it. The point is, if you play each note from the above scales (which we agree sound good) you're playing the chromatic scale.

“There are no bad notes, only bad resolutions”

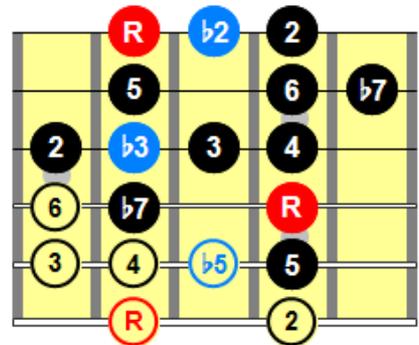
G Mixolydian



G Mixolydian



G Mixo + Chromatics

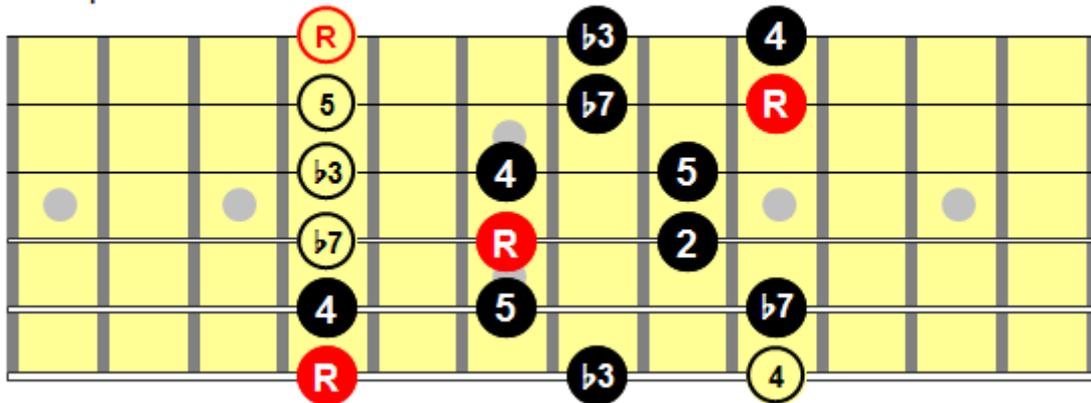


So the idea above is to fill in the blanks of our basic mixolydian pattern, but never lose track of where our strong chord tones are. You can actually play anything you like, just make sure you pull it back to a strong tone like the 3rd or $b7$ th.

Also pay careful attention to the rhythms here, I'm not floating over the beat, it's a very rigid and moves accurately between 32nd notes to 16th notes at the end of the bar. Rhythmic tricks like this come directly from masters like Brett Garsed, so dig into itunes and get listening.

To give the lick something of a more traditional bluesy feel (and to back up what I mentioned previously) I end this lick with a Dm pentatonic fragment. This is a huge part of playing over a dominant chord for me, but don't think that's a reason to not know the mixolydian scale, think of different scales as synonyms – reading a book would be stale if they only ever used the term “good” to describe something they like, having options is the same as introducing “lovely”, “fantastic”, “amazing” and “beautiful”.

Dm pent extension



As you can see above I'm thinking of the second pentatonic shape – this is an often overlooked aspect of traversing the neck, but having limitless ways of moving between positions can really get you out of the same old licks.

The last thing to note about this lick is, unlike lick 1, I end this lick at the end of the bar then when the Bbmaj7 hits I avoid playing anything to give the listener some time to breathe after bombarding them with so many notes.

Lick 4 – Bar 25

Now we're getting even more chromatic with some heavy embellishments around the pentatonic scale and arpeggios.

As I mention in the video this lick is really about understanding the relationship between our Bbmaj7 and Gm7 chord. These two chords are in the same key (diatonic) so we have the option to play notes from the same key centre. The question is what key are we looking at?

As explained in the video we have two options -

Bbmaj - Bb, C, D, Eb, F, G, A

Bbmaj7 – Cm7 – Dm7 – Ebmaj7 – F7 – Gm7 – Am7b5

or

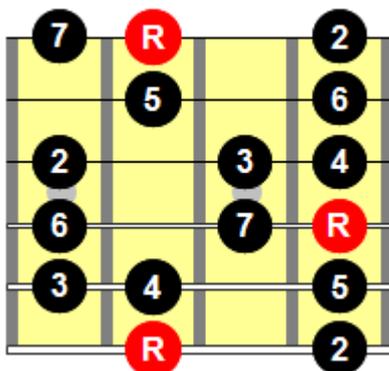
Fmaj – F, G, A, Bb, C, D, E

Fmaj7 – Gm7 – Am7 – Bbmaj7 – C7 – Dm7 – Em7b5

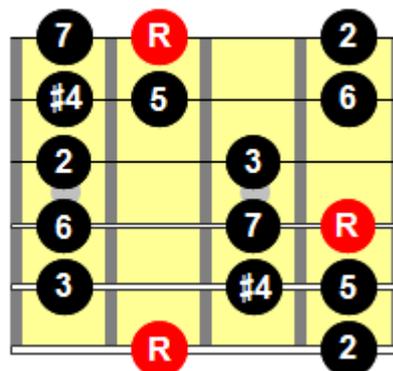
That could be a bit overwhelming, but it's the difference between Ionian/Aeolian (which is a very dark clashing sound) vs a Lydian/Dorian sound (which is a little sweeter in terms of tonality).

To really get an idea of the difference we're talking here, try playing the two following scales over the backing track for a bit and see which one you prefer. Really focus on that 4th/ \sharp 4th and see which one you prefer the sound of.

Bb Ionian



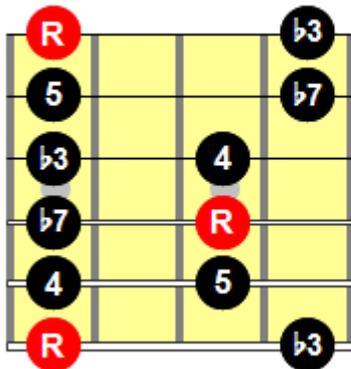
Bb Lydian



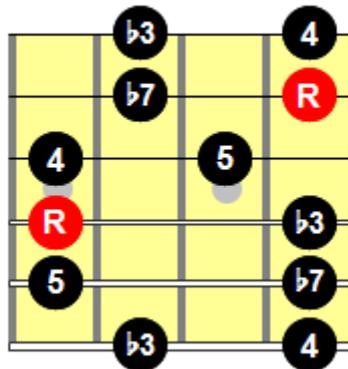
The other part of this lick is the resolution from the Bbmaj7 chord to the Gm7. I choose to resolve to position 1, but I need to get there from higher up on the neck.

Now as I mention in the video, I'm going a little Pat Martino here and treating the movement as a m7 thing. This means I can treat both chords as G dorian and focus on how to integrate chromaticism to my lines. The downside to this means that you really need to know all of your minor pentatonic (or dorian) shapes.

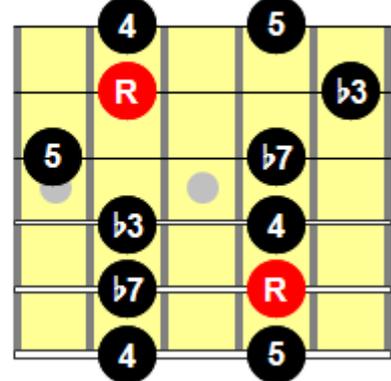
Shape 1



Shape 2



Shape 3



So with the diagrams in lick 2 and the three above you should have all 5 pentatonic shapes to practice. This is really important if you want to be free to roam around the neck – If you don't know these shapes then practice all 5 in the key of Gm ascending and descending but my suggestion would be – get to know them starting from the high E string, this is where we actually play melodies, not down on the low E string! You don't want to find yourself in a rut where you can only play a solo from the bottom of a scale up.

When you've really got your head around these shapes you need to start to get to grips with where your additional colour (scale) tones live and then how you can fill in the blanks with the chromatic passing tones.

As you can see in the video, there's a lot of chromaticism here but it's important that you always have a sense of the underlying chordal or pentatonic framework. It would be easy to descend into a chromatic mess if you lose track of your various resolution points, so by all means add some passing tones, but not at the expense of losing control.

Lick 5 – Bar 34

Here we are, at the end! This is where I showcased my big love of Scott Henderson and the melodic minor scale.

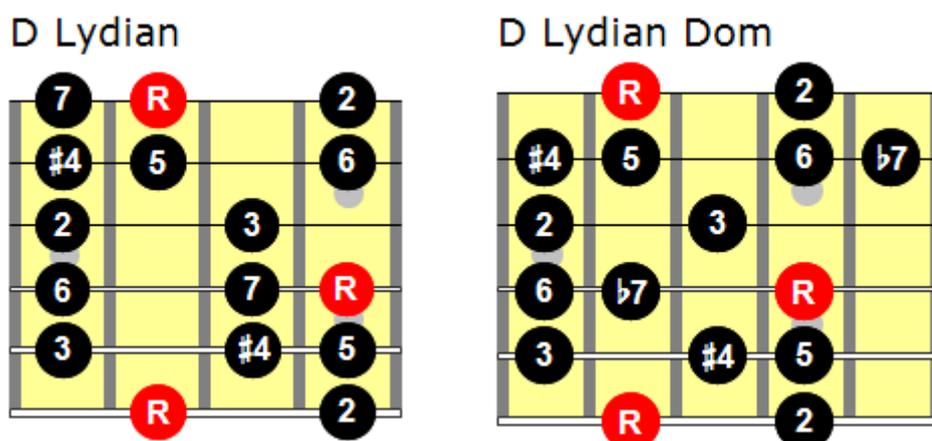
Over a D7 chord our obvious choice would be D Mixolydian

R, 2, 3, 4, 5, 6, b7

Instead we're going to use mode 4 of the melodic minor scale, the Lydian Dominant scale

R, 2, 3, #4, 5, 6, b7

As the name and intervallic structure suggest, this mode is the same as our Lydian mode, but with a dominant quality (the b7) the result is a D7#11 sound which twists the ear more than any other options and adds a nice degree of spice to our licks (try resting on the #11!).



Above are the two scales played in the same place on the neck (position 1, up at the 10th fret) – note that on the Lydian Dominant B string I use a 4th finger shift (1,2,4,4) when ascending and a first finger shift when descending (4,3,1,1).

As I mention in the video, I'm not actually hitting all of the notes of the Lydian Dominant scale most of the time – as I'm just going for a sound I often choose to just play a D7 arpeggio but add the #11 at the moment I want to bring a little something extra my lines.

The next thing you can do with the Lydian Dominant scale (or any new scale for that matter) is to extract various triads and arpeggios to enable you to mix it up and sound fresh.

Start	1st	3rd	5th	Name
R	D	F#	A	Dmaj
2	E	G#	B	Emaj
3	F#	A	C	F#dim
#4	G#	B	D	G#dim
5	A	C	E	Am
6	B	D	F#	Bm
b7	C	E	G#	Caug

It's possible to create a myriad of lines all with their own unique feel using just the triads above.

As I talk about in the video, I tend to be drawn towards the augmented triad as it's the only triad form not found in major scale harmony and it therefore defines the sound of the mode instantly. The augmented triad (R,3,#5) is also a symmetrical structure consisting of major thirds – because of this it's also technically rootless – you can take one shape and move it up in major thirds to get fast moving lines try the following and see how great it sounds.

The image shows a musical score for a Lydian Dominant scale in 4/4 time. The top staff is a treble clef staff with a melody. Below it are three guitar staves labeled T (Treble), A (Alto), and B (Bass). The B staff includes fret numbers (5, 4, 7, 7, 5, 5, 9, 9, 13, 13, 14, 16, 14, 17, 19, 19, 17, 16) and slurs. There are also 'H' (harmonic) and 'sl.' (slide) markings. The T staff has a final augmented triad (D, F#, A) with a slur.

This really is just the tip of the iceberg of melodic minor modes so go out and listen to as much Scott Henderson and Wayne Krantz as possible then transcribe transcribe transcribe!

Good luck!