Fig. 1. Richard Dworkin and Michael Callen at Chez Panisse (1993). Richard Dworkin Private Archive.
They Are Falling All around Me

I will try to sing my song right. 
Be sure to let me hear from you. 
— Bernice Johnson Reagon

Unfettered from most of his activist commitments and having shown himself that he could still sing, Michael now had to face the biggest obstacle facing Legacy: money. Michael’s financial situation had never been entirely stable. “You can consider this a failure,” he once said to his father, “but you didn’t raise any children with any financial sense.”1 The costs of an album could potentially run into thousands, if not tens of thousands, of dollars. By tapping extensive connections in New York and recycling some of Lowlife’s studio recordings, Michael and Richard had kept down the costs for Purple Heart. But Michael had few connections to the music industry in Los Angeles.

Financing Legacy would require creativity, ingenuity, grit, and luck, but Michael was determined to make this album. In early 1993, he participated in an episode HBO’s docuseries America Undercover with the tantalizing subtitle “Why Am I Gay?” A camera crew followed Michael on tour with The Flirtations, including a performance in Indianapolis, a short drive from his

1 Clifford Callen, interview with Michael Callen, 26 February 1992, audio recording, The Michael Callen Papers at the LGBT Community Center National History Archive (henceforth MCP).
parents’ home in Hamilton. Cliff, Barbara, Barry and his wife, and Linda and her husband all came to the performance and mingled backstage before taking their seats in the audience for the show. Michael expected a bit of a windfall from the network, which he intended to use to help fund Legacy. However, legal issues bogged down the process, and the payment was delayed for many months.

In the interim, Patrick came to the rescue with a deceptively simple idea. “People love Mike,” he reasoned. Since it was no secret that he was dying, “why not just ask people for money? Let’s do a fundraiser!” Patrick drafted a fundraising letter which

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2 Richard Dworkin, interview with the author, 5 June 2017 (henceforth, RD and MJ [2017]).
was mailed to hundreds of people, and he designed a cutout donation form which was printed in various gay newspapers, gay magazines, and The Flirtations’ newsletter. Several of Michael’s famous friends, including Holly Near and Tom Robinson, added their names to the letter as a show of support for the project. With the help of fellow PWA, activist, and (later) founding editor of POZ magazine Sean Strub, who had an impressive background in political fundraising and mail campaigns, Michael undertook a second extensive letter-writing campaign to solicit donations from friends, family, and fans, and he called in favors from people he knew in New York as well as contacts made during his time with The Flirtations. Jon Arterton made a personal loan in the amount of $5,000, and Michael drew up a legal document to assure he would be repaid, even if he died before the album was finished. Clifford and Barbara Callen cashed in an annuity and contributed $4,500. Donations trickled in at first, many accompanied by an effusive letter of support. Those who could afford little sent ten or twenty dollars, apologizing for the meager amount but pledging to buy the album when it came out. Still, every drop in the bucket got it closer to full. Soon, they would amass more than thirty thousand dollars, a handsome budget for an independent record.

Michael also assembled an impressive roster of talented musicians, including Holly Near, Cris Williamson, Marsha Malamet, Fred Hersch, John Bucchino, and The Flirtations, who would offer their time and their talent for little or no money. By this time, Michael had also made some professional contacts among Los Angeles musicians, and he struck musical gold when three of the city’s most sought-after backup singers volunteered their voices to the project: Diana Grasselli, Arnold McCuller, and David Lasley. Their voices can be heard on albums by luminaries like Dionne Warwick, James Taylor, Sting, David Bowie, Bonnie...

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3 Strub founded POZ around the time Michael died, and the magazine eulogized Michael in the first issue in April 1994. Over the years, Michael and Sean worked together on fundraising for People with AIDS Coalition, New York, the Community Research Initiative, and the PWA Health Group.
Raitt, Aretha Franklin, and dozens of other singers as well as their own critically acclaimed solo projects. Their participation on *Legacy* was facilitated by Marsha Malamet, who knew them from her work in the LA music scene. Although Michael and Richard offered them nominal sums for their work, the Mike-ettes, as they called themselves, made it clear that their participation was a labor of love, and they worked around hectic touring and paid studio gigs to sing with Michael for free.

Although their relationship was still strained by Michael’s painful departure from New York, he and Richard easily fell into a comfortable working rhythm in the studio facilitated by their long history of recording and performing together. In January 1993, Michael completed vocal tracks for several songs: “Love Worth Fighting For” and “The Healing Power of Love,” which he co-wrote with Marsha Malamet, and “One More Lullaby” (from *Dreamstuff*, a 1975 musical adaptation of Shakespeare’s *The Tempest* with music by Marsha, lyrics by Dennis Green, and book by Howard Ashman). Marsha played keyboard on all three songs. For “One More Lullaby,” she used anxious, shifting block chords over a staccato left-hand pedal point to evoke the restlessness of the lyrics: “It’s almost time to go. It’s almost time to fly, to gather up my memories and kiss this place goodbye.” The song perfectly captured Michael’s *joie de vivre* and his newfound appreciation for small and fleeting moments: sitting among the natural beauty of the Huntington Library Gardens, relaxing on the beach, or singing one last lullaby. Although the recording studio was equipped with a small electric piano, Richard had in mind a much grander sound for “One More Lullaby.” So, he made a MIDI file of Marsha’s keyboard track and scoured Los Angeles for a MIDI-capable grand piano. Between hospital visits in the fall of 1993, he located a suitable studio with a nine-foot  

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4 *Dreamstuff* ran for about 40 performances at the WPA Theater in New York’s Bowery, a few blocks from the famed club CBGB, which had opened around the same time. It was performed for the first time since 1978 in a 2008 revival directed by Michael Urie at The Hayworth Theater in Los Angeles. A program for this performance can be accessed online at https://linguistics.ucla.edu/people/cschutze/Dreamstuff%20Program.pdf
MIDI Yamaha grand piano and booked a few hours with the instrument. Housed in a massive film studio sound stage, the instrument and room provided just the right grandiose resonance for one of Michael’s most expressive vocal performances.

They also finished a song that Michael initially started around the time of the 1990 Census. “Redefine the Family (The Census Song)” articulates a queer vision of family based on choice instead of biology. For LGBTQ+ people, coming out often strains biological family bonds, sometimes to their breaking point, and this had certainly been true in Michael’s experience. Thus, chosen family emerges as an important alternative, providing love, nurturing, and support as well as sometimes pooling resources for housing, food, and other necessities. Some LGBTQ+ people live in extended chosen families that include lovers, former lovers, friends, biological or adopted children, and even pets. Members of drag communities often form houses with a shared family surname, and in each house, a mother attends to the needs of her children, who become sisters, friends, fellow performers, and staunch allies. “Redefine the Family” is this twin of Michael’s earlier song, “Nobody’s Fool,” which had dealt with the strained relations between a gay son and his father. By contrast, “Redefine the Family” celebrated a queer vision of a supportive, loving family of choice and gave a musical middle finger to heteronormative powers that granted legitimacy on some families while denigrating or ignoring others. It’s one of Michael’s most political songs, and its reggae rhythms and soulful horns, combined with Michael’s campy lyrics, demonstrate his ability to say “fuck you” with a smile on his face.

In the first two verses, Michael confronts a census official who has been granted authority to confer legitimacy on family structures. “A wife and kids! That’s a family!” the official exclaims, “The backbone of our democracy, the way the Bible says it should be!” Bemused, Michael rebuffs the census representa-

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5 Kath Weston, Families We Choose: Lesbians, Gays, Kinship (New York: Columbia University Press, 1997).
tive, explaining that “Sir, you’re misinformed. Please allow me to clarify:

We define our family
We offer no apology
We celebrate our diversity, you see
We define our family.

My lover’s name is Richard.
His lover’s name is Pat.
We’re one big happy family.
Is there a box for that?
We live here with Pam and Lyn;
They’re lesbians and lovers.
Together, we’re raising three great kids,
Gertrude and her two brothers.

The baffled census representative responds with confusion. As he departs, Michael calls after, reiterating his commitment to “redefine the family so it includes you and me. We must teach respect for diversity. We’ll design our own family!”

Musically, “Redefine the Family” is an oddity among Callen’s songs because of its strong reggae influence, a stylistic choice that resulted from Michael’s fascination with synthesizers. At the piano, he was a competent and expressive player, but his self-taught keyboard skills were limited, especially in terms of rhythmic variety. With a synthesizer’s bank of pre-programmed rhythmic tracks, Michael could conjure a variety of grooves with the push of a button and add block chords over them. Richard and Michael purchased their first synthesizers in the 1980s, and these experiments had livened up his songs with the New Wave rock rhythms of “How to Have Sex (in an Epidemic)” and, later, the smooth Latin groove of “My Imagination,” also on Legacy. “It’s a shame he didn’t do more of that,” Richard later reminisced.6

Throughout the winter of 1993, Michael and Richard continued to work on his song selections for Legacy. Because he knew this would be his final album, Michael wanted to include a backlog of original songs as well as music by friends and fellow gay songwriters, classics from the American Songbook, and works by Elton John (“Goodbye,” “Indian Sunset”) and Joni Mitchell (“Down to You”). Since Purple Heart had been an experience in frugality, Richard tempered his occasional frustrations to indulge Michael’s wildest fantasies; Legacy would spare no expense and let no musical whim go unrealized. The song list ballooned to a total of over fifty possible tracks, almost all of which were recorded. Michael’s health seemed to decline in inverse proportion to his song lists. The bigger and more grandiose his plans, the sicker he seemed to get. Still, he continued working.

To manage this much music, Michael experimented with different concepts and song groupings. The basic idea was an expanded version of the “tops and bottoms” structure of Purple Heart, with two, three, or even four discs. Maybe they could posthumously release one CD at a time over several years, Michael wondered, or a trilogy of albums with similar album art so that fans could buy one album at a time. While he knew he would have to make artistic decisions after Michael’s death, Richard let him dream.

In February, Michael flew to New York to record at RPM Studios (now closed, 12 E 12th St. between 5th Ave. and University Place). A massive snowstorm (a precursor to the Storm of the Century that March) hit New York during Michael’s visit and threatened to halt his recording sessions. He and Richard called all of the musicians to ensure that they could get to the studio, and in spite of the weather, everyone showed up. As producer for these sessions, Richard had to manage a disparate group of musicians who didn’t necessarily know each other and had never worked together before. He also had to prep the studio equipment before recording could commence. Early in the afternoon, he rehearsed with the band in a rented practice space. When everyone arrived at RPM, they discovered that the previous group was still working; their session had run long. Hours passed be-
MIKE'S LIST—Most Recent 8/15/93

DEATH CD

They Are Falling All Around Me
Wish I Had a Dime
See Here
Do Not Turn Away
Mother Mother
One More Lullaby
Goodbyes
If I Love Again
Smile
(AFTER A HIG PAUSE) Nothing Lasts 4-ever

UP, FUNNY, DANCEABLE

Glitter and Be Gay
Grade B Movie
Better in the Moonlight
Hot Stuff Coma Thra
Medley
Victim of Circumstance
Name Names
No No
Redefine the Family
My Imagination
Two Men Dance the Tango
LOVE, PIANO/VOCAL/MY SONGS

All Over
I Know
It's Not Enough
Just Know I Love You
Just Look in Our Eyes
Lucky Day
Overs
Roundabout
The Healing Power of Love
Warm as the Wind
Love Comes
Love Worth Fighting For
Sometimes (Not Often Enough)
Till

GAYNESS, POLITICAL, MISCELLANEOUS

Crazy World
Now
6 30 Sunday Morning/Right as the Rain
Indian Sunset
Innocence Dying
Jockey Man/Lotto
Kerosene Lantern
Strangers
Streetlager
Street of Dreams
We've Had Enough
Yes, I'll Take My Chances
Sheherezade (Zero Patience)
Sacred
Too Much Input

DROPPED:

Love Don't Need a Reason
Penises from Heaven

Fig. 3a & b. Draft Legacy sequences (1993). The Michael Callen Papers, Box 32/Folder 384, the LGBT Community Center National History Archive.
fore the sound engineer could recalibrate all the equipment, a process that took even more time. Michael soothed frustrations by “holding court in the studio lounge […] getting people to tell everyone about their most embarrassing sexual thing that’s ever happened to them.” Eventually, the sessions began. Michael and Richard later booked additional dates at Walter Sear’s legendary Sear Sound Studios (353 W 48th St.). Known for its incredible collection of vintage equipment and a favorite place to record for luminaries like Steely Dan, Yoko Ono, David Bowie, and Patti Smith. Sear Sound became Michael and Richard’s “home away from home in New York. [They] worked there whenever possible.”

Recording continued on both coasts as Richard and Michael coordinated by mail, fax, and phone with arrangers Phillip Johnston, Steve Sandberg (who also played piano on several tracks), and Greg Wells, who was introduced to the sprawling Legacy family by Marsha Malamet. “The moment Greg appeared, it was clear this was an extraordinary individual,” Richard recalled. “We tried to be in his presence as much as possible.” Wells arranged and played keyboards on “The Healing Power of Love,” “One More Lullaby,” “Goodbye,” “Sacred,” and “Love Worth Fighting For.” His work on these songs was “genius. He really [had] a whole conception that goes way beyond [Richard’s expertise] in terms of arranging synths and drums.” Although he was quite sick and exhausted much of the time, Michael wrote to numerous friends that he was “having the time of his life” working on the “massive and sprawling project. I’m such a PIG!”

Even though he had ostensibly retired from activism, Michael continued to receive invitations to speak at various events around the country throughout the spring, including the 10th

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7 Ibid.
8 Ibid.
9 Ibid.
10 Ibid.
11 Michael Callen, letter to Deborah Tannen, 27 May 1993, typed copy, MCP. Callen reiterates this sentence and sentiment in dozens of letters in the spring of 1993.
Anniversary Celebration of Seattle’s Northwest AIDS Foundation and *In a New Light*, a two-hour ABC special hosted by Aresenio Hall and Paula Abdul the featured celebrities like Lily Tomlin, John Stamos, Exposé, Elton John, and Patti Austin as well as Michael's moving performance of “Love Don’t’ Need a Reason.” Although he was very ill at this point, Michael agreed to these gigs because each appearance brought in more money for *Legacy*.

On 11 April 1993, Michael celebrated his thirty-eighth birthday and his mother’s retirement in Hamilton over the Easter weekend. Michael even sang for his mother at their old church and received a standing ovation from the congregation, much to his surprise and his mother’s delight. In a letter sent a few days later, Barry thanked his brother profusely. “I want you to know how much it meant to me (and I’m sure to them) that you volunteered to come to Hamilton, stand up in our old church and sing. Quite a personal sacrifice—like a Jew going back to Dachau and singing in the shower.” Afterward, Barbara wrote that she was “truly grateful and appreciative for this celebration.” Cliff added a short note himself, writing “I can echo all your mom just said. I often speak of people with what I call ‘substance.’ I have met very few in my life, but you are one of them.” Although Michael’s relationship with his parents had remained strained over the years, he was forthright with them about his health. He had told them about his AIDS diagnosis in 1982 and had kept them in the loop about his health over the intervening years. Now, they had to face the grim reality that their gay son was dying.

His mother admired Michael’s “great strength and positive attitude throughout [his] painful bout with cancer. [...] You are a great example to many and you have truly MADE

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12 Barry Callen, letter to Michael Callen, 16 April 1993, typewritten original, MCP.
13 Barbara Callen and Clifford Callen, birthday card to Michael Callen, 11 April 1993, MCP.
14 Ibid.
love don’t need a reason

A DIFFERENCE!!” She prayed for “another of many miracles—healing of [his] cancer and a long, long life. Hope continues.” Barry wrote often to Michael, repeatedly telling his beloved brother that “my heart suffers with you,” though he also added levity in the way that close siblings can. He encouraged Michael to “keep making music that touches peoples’ hearts [and] keep cheating death the way you always cheated at cards.” A few months later, Cliff sent Michael a handwritten note thanking his son for “the pleasure you gave [your mother] by singing at her retirement program. I think I have never seen her so moved as when you sang. I am personally so proud of you and Barry and Linda for making it an occasion none of us will forget for the rest of our lives.”

Michael also planned to attend the historic 1993 Gay and Lesbian March on Washington in April, where he would give three farewell performances with The Flirtations and say his goodbyes to public life. Michael wrote to a friend in March that “nothing but death or dire disease could keep me away from the massive love infusion of DC. The ’87 March was life-affirming, and I expect this to be extra special for me!"

In DC, Michael would be surrounded by longtime friends, fans, and famous faces, but Richard was not going to be among them. He had joined a group of Knitting Factory musicians, including electronic percussionist Samm Bennett, for twenty-eight gigs over thirty days, traveling south/southwest by bus from New York along the East Coast before trekking to Austin, Los Angeles, San Francisco, Seattle, and Chicago. To Michael’s frustration, this also paused the Legacy sessions for an entire

15 Ibid.
16 Ibid.
17 Barry Wayne Callen, letter to Michael Callen, 29 March 1993, handwritten original, MCP.
18 Ibid.
19 Clifford Callen, letter to Michael Callen, 1 August 1993, handwritten original, MCP.
20 Michael Callen, letter to Karen Stevens, 24 March 1993, typewritten original, MCP.
month. When an attack of appendicitis put Bennett in the hospital and brought the tour to a halt in Chicago, Richard seized the opportunity to fly to DC to be with Michael. Although his Saturday arrival meant that Richard missed Michael’s birthday celebration, a huge dinner arranged at his suggestion by Carl Valentino and Patrick Kelly, Michael was surprised and thrilled to see him. They spent Sunday together milling through the crowds on the National Mall.

On Sunday, 25 April 1993, Michael took the stage. From a platform erected in front of the US Capitol, he surveyed the throng: an estimated one million people stretched across the National Mall in the largest public demonstration of queer political solidarity in history. “What a sight,” he told the crowd, his earnest Midwestern twang reverberating through loudspeakers. “You’re a sight for sore eyes. Being gay is the greatest gift I have ever been given, and I don’t care who knows about it.”

In what would be his final public performance, Callen brought his decade-long fight for gay rights and for the rights of PWAs to an end with his musical family of choice, The Flirtations, who delivered an inspired performance of “Something Inside So Strong” to the adoring and supportive crowd, and Michael’s set ended with a gorgeous rendition of “Love Don’t Need a Reason,” the AIDS anthem he composed with his “major lesbian friend, Marsha Malamet and the late Peter Allen,” he told the audience. Michael had just outed Marsha, and it had been broadcast around the world on C-Span. While she had always been out as a lesbian, Marsha had never been “outed in the framework of speaking to that many people. It was funny and wonderful, and it was the most loving thing he ever did for me,” Marsha told me in 2017. “That was love. He wanted me to be out in front of three-quarters of a million people, and I was so honored, so thrilled that he did it.”

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22 Marsha Malamet, interview with the author, 14 July 2017.
As he ended the final iteration of the titular refrain of “Love Don’t Need a Reason” with a trademark falsetto flourish, people stood cheering, crying, and flashing the familiar American Sign Language symbol for “I Love You.” For they knew the song’s sentiment, its message of having too little time for anything but love, rang true for Michael, whose health forced him to take a hard look at the fact that he was, finally, running out of time.