



SHOWTIME WITH LADY GAGA

MUSIC PRODUCER, SONGWRITER, MUSICAL DIRECTOR, engineer, arranger, dealmaker: If it's part of the music business, Walter Millsap III has done it. As a protégé of producer Timbaland, he engineered on *The Diary of Alicia Keys*, co-wrote songs for artists such as Brandy and Jennifer Lopez, and co-produced tracks for Missy Elliott. He's also developed and written material for a series of new acts—and most recently, he's taken on the role of Musical Director for pop's new It Girl, Lady Gaga.

"I wear so many hats that when people ask me, 'What do you do?' it's up in the air," Walter says. "For Lady Gaga, I get it all together on the musical side, especially for television shows. Sometimes I'll MD, but I won't play—I'll be mixing in the broadcast room. It's the whole works. When it comes to the serious stuff, I'm there."

Millsap initially signed on with Lady Gaga to produce her January 2009 appearance on *The Tonight Show with Jay Leno*. "After that, it got bizarre," he remembers. "We got *American Idol* and *Dancing with the Stars*, and then we headed overseas, where she was doing massive shows. I was mixing, putting music together, playing. She had the idea of bringing in her friends to play in the band, because she wanted to pump up the image thing a little bit, so I helped put that together. I fly in every now and then to make sure everything is together with the band and with the sound."

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A music director, Walter notes, does more than simply keep the musicians on track. "An artist hires a person like myself to guide them, help them, and be their right hand," he says. "But that involves more than just dealing with the band—you're dealing with production guys, equipment, lighting, a hundred different things. No matter who I'm working with, my formula is that you don't catch flies with vinegar. Everyone's different, so I deal with each person accordingly and try to present them with as much honey as I can."

Success in music takes more than musical talent, Millsap observes: "The music business is simple, but it requires work. This business is really small, and what you put out comes back. Your reputation and your character are all you have, and you have to guard them with your life. The most important thing I've learned is to just be honest and upright. If you're a good person, then you will attract other good people. It's a conscious decision to be upset or angry, just like it's a conscious decision to be happy. So choose the high road."

Walter has played Yamaha keyboards since the days of the DX-7. "That's how long I've been Yamaha-ing!" he says. "All the records I produced, I used all Yamaha gear." These days, he relies on a Motif XS8 live and in the studio. He even turned Lady Gaga onto the Motif: "I had her use it onstage in Paris and London," he recalls.

For songwriting and production, the Motif's sounds just *work*, Walter says. "It goes back as far as the Beyoncé song I produced, or Alicia Keys—the guitar stuff, the wah-wah sound on 'Heartburn' is all from the Motif. I use a *lot* of Motif sounds. Some of the old analog sounds they replicate sound really authentic. And Yamaha's piano sounds are incredible. Whenever I'm writing a record, the first sound I go to is the grand piano. It's the closest thing there is to an actual grand piano."

In addition to his duties with Lady Gaga, Millsap continues to produce and develop new artists—most recently, a band of eleven-year-olds called Mindless Behavior and a female electronic pop artist named Noir. "I'm closing their deals as we speak," he says. "So even while Gaga is touring, I'll come in and out, but at the end of the day my real job is musical producer. And while I'm making those two albums, my Motifs will be right on my desk, creating."

For this many-hatted producer, it's all about helping to introduce new music and new artists to the world. "When an artist has an idea, and you're able to interpret it and make it come to life, it's like a baby being born," Walter says. "That's what makes it worthwhile. I think I find the most joy in satisfying others and making them happy." He laughs. "So when my job is to make you happy, and your job is to hire me so *you* can be happy, it all adds up!"

