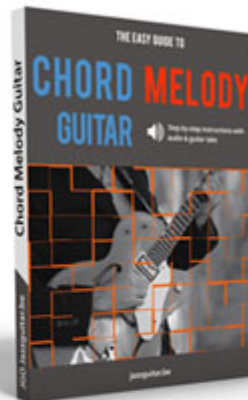
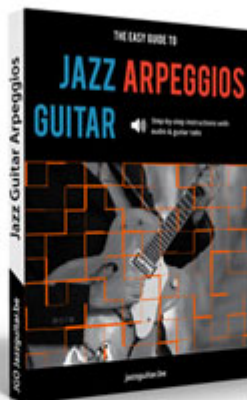
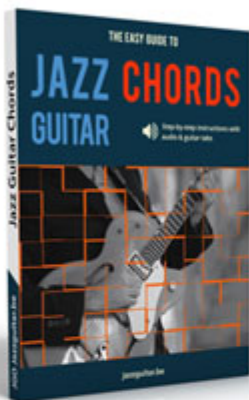


INTRODUCTION TO RHYTHM CHANGES

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Drawing its name from the classic George Gershwin tune I Got Rhythm, rhythm changes have become one of the most used chord progressions and improvisational forms in jazz throughout its history. Alongside major and minor blues forms, rhythm changes is one of the most often called progressions on jazz jam sessions and gigs. Because of its popularity, having a strong understanding of these changes, and being able to comp through them with confidence, are essential skills for any jazz guitarist to possess.

This lesson will break down the **standard rhythm changes progression**, look at a few common variations to these chords, as well as provide a soloing and comping example that you can use for further study.

Rhythm Changes Basics and Lead Sheet

For anyone that has studied or played rhythm changes tunes before, you will know that there are **many variations to this common form**, just like there are many variations to the [jazz blues](#), that you can use when jamming in a group or solo setting on this form.

To keep things simple, here are the characteristics of a **basic rhythm changes form**:

- 32-bar AABA (or more specifically A A' B A') form.
- Begins and ends in the tonic key.
- Moves to the IV chord in bars 5 and 6.
- Bridge based on a dominant cycle progression III-VI-II-V.

Now, there are **many alterations** and exceptions to these rules, but a typical rhythm changes tune will contain most if not all of these elements.

To get you started, before we dig deep into each section of the progression, here is a **typical rhythm changes** lead sheet in Bb with an analysis of the chords that you can use as a reference.

For those of you that have worked on rhythm changes before, grab your guitar and **comp through these changes**, or solo over them with a backing track, to get going on bringing these chords to the fretboard.

If the the **analysis** doesn't make sense quite yet, not to worry, we'll be dissecting each of these 8-bar sections further later on in this lesson.

Listen & Play

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A lead sheet for Rhythm Changes in Eb Major. The notation is in 4/4 time and consists of a single staff with a treble clef. The key signature has two flats (Bb and Eb). The progression is divided into four 8-bar sections, each containing a sequence of chords. The chords are: Ebmaj7, G7(b9), Cm7, F7, Dm7, G7, Cm7, and F7. Below the staff, the Roman numeral analysis is provided: Imaj7, VI7b9, iim7, V7, iiim7, VI7, iim7, and V7. A box at the bottom left contains the text 'ii V I in Eb Major (IVmaj7)'. The staff contains diagonal lines representing the chords.

Fm⁷ Bb⁷ Ebmaj⁷ Ebm⁷ Dm⁷ G⁷ Cm⁷ F⁷

iim7___ V7___ IVmaj7_ ivm7___ iim7___ VI7___ iim7___ V7___

A' **Bbmaj⁷ G7(b9) Cm⁷ F⁷ Dm⁷ G⁷ Cm⁷ F⁷**

Imaj7___ VI7b9___ iim7___ V7___ iim7___ VI7___ iim7___ V7___

ii V I in Eb Major (IVmaj7)

Fm⁷ Bb⁷ Ebmaj⁷ Ebm⁷ Cm⁷ F⁷ Bbmaj⁷

iim7___ V7___ IVmaj7_ ivm7___ iim7___ V7___ Imaj7_____

B **D⁷ G⁷**

III7_____ VI7_____

C⁷ F⁷

II7_____ V7_____

A' **Bbmaj⁷ G7(b9) Cm⁷ F⁷ Dm⁷ G⁷ Cm⁷ F⁷**

Imaj7___ VI7b9___ iim7___ V7___ iim7___ VI7___ iim7___ V7___

ii V I in Eb Major (IVmaj7)

Fm⁷ Bb⁷ Ebmaj⁷ Ebm⁷ Cm⁷ F⁷ Bbmaj⁷

iim7___ V7___ IVmaj7_ ivm7___ iim7___ V7___ Imaj7_____

Rhythm Changes Tunes

To help you get your ears around some classic rhythm changes player, here is a list of **rhythm changes tunes** that you can check out in your listening time in order to prepare your ears for studying these changes later on with your guitar.

- Anthropology
- Cotton Tail
- Dexterity
- I Got Rhythm
- Lester Leaps In
- Moose the Mooche
- Steeplechase
- Straighten Up and Fly Right

Now that you have checked out some of your favorite players jamming on rhythm changes, lets begin to break this **common jazz progression** apart and apply these changes to the fretboard.

Keys and Variations

Just like the jazz blues progression, you will encounter rhythm changes in **various keys** throughout your jamming and gigging experiences. While players and tunes will call for rhythm changes in different keys, by far the most commonly used key to play in is **Bb major**, which is the key we are focussing on in this lesson.

The most commonly used key to play rhythm changes is Bb major.

Because it is such a popular key, it's a good idea to **work mostly in the key of Bb major** when studying rhythm changes, and from time to time venture off into other keys such as F and C if you feel like adding a new challenge to your practicing.

You will explore a **number of variations** to the A and B section chords in this lesson, so how do you know when and where to use these chords?

When **jamming on a rhythm changes** tune, you can use any/all of these variations in your comping and soloing throughout the course of the tune, or you can pick a set of variations you like and stick to them. Each chorus, or even each section, could contain **slightly different chords** as you explore the various harmonic possibilities of this tune.

At the same time, you could pick a set of changes that you enjoy and stick to those, as long as the rest of the **band is aware** of what you are doing, either by ear or by discussing it with them.

All that to say that you can be as rigid or as flexible as you want with these chords when applying them to a practical, **musical situation**. Having these variations under your fingers and in your ears will allow you to react to what others around you are doing as far as their harmonic choices.

The A Sections

To begin our study of the chords used in rhythm changes, we will be taking a look at the **A sections** of the form, which make up 3/4s of the tunes overall progression.

Though you can talk about and think about these changes as all being part of an “A Section,” to differentiate between the first A (which uses a turnaround at the end) and the 2nd and 3rd A’s (which use a cadence at the end), by **labelling them as A and A’** so you can see the slight difference in progression and function of these sections.

To begin, we’ll be looking at the **first A section** (bars 1-8), as well as common variations to these changes.

A Section (Bars 1-8)

The first example in this section outlines fairly standard changes to the **first 8 bars** of rhythm changes in the key of Bb.

Notice that the **first four bars** are stating the tonic key of Bb major, which bars 5 and 6 move into the IV key (Eb major), before using the last two bars as a turnaround back to the top of the form. Even when we begin to alter these chords in further examples,

those **harmonic pillars** will remain the same as they are characteristic of A section rhythm changes chords.

Listen & Play

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Handwritten chord progressions for rhythm changes in 4/4 time:

Staff 1: $B\flat$ maj7, Gm7, Cm7, F7, $B\flat$ maj7, Gm7, Cm7, F7

Staff 2: $B\flat$ maj7, $B\flat$ 7, $E\flat$ maj7, $E\flat$ m7, Dm7, Gm7, Cm7, F7

Below the staves, Roman numerals are written: I maj7, vi m7, ii m7, V7, I maj7, vi m7, ii m7, V7, I maj7, V7/IV, IV maj7, iv m7, ii m7, vi m7, ii m7, V7.

Now, you can begin to alter these changes by making the vim7 chord (Gm7), a **VI7b9 chord** (G7b9).

Depending on the lead sheet, and your preferences, you might want to play this chord as **G7** or as **G7b9**, and so throughout this lesson you'll see both written.

Listen & Play

[Click here to play this example](#)

$Bb\text{maj}7$ $G7(b9)$ $Cm7$ $F7$ $Bb\text{maj}7$ $G7(b9)$ $Cm7$ $F7$
 $I\text{maj}7$ $VI7$ $ii\text{m}7$ $V7$ $I\text{maj}7$ $VI7$ $ii\text{m}7$ $V7$

$Bb\text{maj}7$ $Bb7$ $Ebmaj7$ $Ebm7$ $Dm7$ $G7(b9)$ $Cm7$ $F7$
 $I\text{maj}7$ $V7/IV$ $IV\text{maj}7$ $iv\text{m}7$ $ii\text{im}7$ $VI7$ $ii\text{m}7$ $V7$

The next example replaces the $Bb\text{maj}7$ ($I\text{maj}7$) in bar 3 with a $Dm7$ chord ($ii\text{im}7$), to create a **iii-VI-ii-V progression** in bars 3 and 4.

Replacing the tonic chord with a $ii\text{im}7$ chord is a **common substitution** in any jazz tune, and it's a great way to add variety between bars 1-2 and bars 3-4 of any rhythm changes tune you are playing.

Listen & Play

[Click here to play this example](#)

$Bb\text{maj}7$ $G7(b9)$ $Cm7$ $F7$ $Dm7$ $G7(b9)$ $Cm7$ $F7$
 $I\text{maj}7$ $VI7$ $ii\text{m}7$ $V7$ $ii\text{im}7$ $VI7$ $ii\text{m}7$ $V7$

$Bb\text{maj}7$ $Bb7$ $Ebmaj7$ $Ebm7$ $Dm7$ $G7(b9)$ $Cm7$ $F7$
 $I\text{maj}7$ $V7/IV$ $IV\text{maj}7$ $iv\text{m}7$ $ii\text{im}7$ $VI7$ $ii\text{m}7$ $V7$

You can now replace the $I\text{maj}7$ chord ($Bb\text{maj}7$) in bar 5 with an $Fm7$ chord ($ii\text{m}7$ of $IV\text{maj}7$), to create a **ii-V-I progression** in that part of the tune.

As jazzers love **ii-V-I changes**, this version of the A section is one of the most popular when playing a rhythm changes tune on a jam session or gigging situation.

Listen & Play

[Click here to play this example](#)

Staff 1: $B\flat$ maj7, $G7(\flat 9)$, $Cm7$, $F7$, $Dm7$, $G7(\flat 9)$, $Cm7$, $F7$
I maj7_ VI7_ ii m7_ V7_ iii m7_ VI7_ ii m7_ V7_

Staff 2: $Fm7$, $B\flat 7$, $E\flat$ maj7, $E\flat m7$, $Dm7$, $G7(\flat 9)$, $Cm7$, $F7$
ii m7/IV_ V7/IV_ IVmaj7_ iv m7_ iii m7_ VI7_ ii m7_ V7_

A' Sections – Bars 9-16 and 25-32

To finish up our study of the A section, let's look at the **A' sections**, the 2nd and 3rd A sections in any 32-bar form.

You can use any of the same variations that you saw over the A section in the previous examples over any A' section, the only difference is that the last two bars of the 2nd and 3rd A sections is a **ii-V-I back to the tonic chord** ($B\flat$ maj7).

So you don't have to do much study on these chords, except to work on moving from the **$E\flat m7$ chord to the $Cm7$ chord** in bars 6 and 7, which leads you back to the tonic chord in bar 8.

Listen & Play

[Click here to play this example](#)

Bbmaj7 **G7(b9)** **Cm7** **F7** **Dm7** **G7(b9)** **Cm7** **F7**
 Imaj7___ VI7___ iim7___ V7___ iim7___ VI7___ iim7___ V7___

Fm7 **Bb7** **Ebmaj7** **Ebm7** **Cm7** **F7** **Bbmaj7**
 iim7/IV_ V7/IV_ IVmaj7_ ivm7___ iim7___ V7___ Imaj7_____

The Bridge Section

Moving on to the **bridge section** of rhythm changes (bars 17-24), you will notice that the harmonic movement is much less busy in this part of the tune, as you have switched from two chords per bar to two whole bars per chord during these 8 measures.

In the first example, you will see the most commonly used bridge chords to rhythm changes, using the **III7-VI7-II7-V7** progression. You can think of these chords in two ways, one is the III-VI-II-V numerals mentioned already, and the second is that each chord is the V7 of the next chord in the progression, creating a **dominant cycle**.

This might be helpful for your understanding and **soloing approach**, as you can lead each chord into the next as D7 is the V7 of G7, G7 is the V7 of C7, and C7 is the V7 of F7, which then resolves back to the Bbmaj7 chord at the top of the last A section.

Listen & Play

[Click here to play this example](#)

Two staves of music in 4/4 time. The first staff shows a progression from D7 to G7. The second staff shows a progression from C7 to F7. Each chord is represented by a staff with diagonal lines, indicating a placeholder for a specific voicing. Roman numerals III7 and VI7 are written below the first staff, and II7 and V7 are written below the second staff.

Because each chord in the bridge is a dominant 7th chord, the first common variation for these 8 bars is to add a few [tritone substitutions](#) to these changes, such as exchanging G7 for Db7 and F7 for B7 as you can see in the following example.

Listen & Play

[Click here to play this example](#)

Two staves of music in 4/4 time. The first staff shows a progression from D7 to Db7. The second staff shows a progression from C7 to B7. Each chord is represented by a staff with diagonal lines, indicating a placeholder for a specific voicing. Roman numerals III7 and bIII7 are written below the first staff, and II7 and bII7 are written below the second staff.

You can also add **tritone subs** to the first and third chords of this section by exchanging Ab7 for D7, and Gb7 for C7.

Listen & Play

[Click here to play this example](#)

Two staves of musical notation in 4/4 time. The first staff shows a tritone substitution of Ab7 (labeled **Ab7**) with the Roman numeral **bVII7** below it, followed by a tritone substitution of G7 (labeled **G7**) with the Roman numeral **VI7** below it. The second staff shows a tritone substitution of Gb7 (labeled **Gb7**) with the Roman numeral **bVI7** below it, followed by a tritone substitution of F7 (labeled **F7**) with the Roman numeral **V7** below it. Each staff contains four measures of music, with diagonal lines indicating the notes.

The last group of tritone subs that we'll look at involves playing a tritone sub **over every chord** in the bridge section, which can be a tense but cool way to build energy during the B section.

Listen & Play

[Click here to play this example](#)

Two staves of musical notation in 4/4 time. The first staff shows a tritone substitution of Ab7 (labeled **Ab7**) with the Roman numeral **bVII7** below it, followed by a tritone substitution of Db7 (labeled **Db7**) with the Roman numeral **bIII7** below it. The second staff shows a tritone substitution of Gb7 (labeled **Gb7**) with the Roman numeral **bVI7** below it, followed by a tritone substitution of B7 (labeled **B7**) with the Roman numeral **bII7** below it. Each staff contains four measures of music, with diagonal lines indicating the notes.

Because each chord in the Bridge is a 7th chord, you can also add in a iim7 chord before any chord in this section, creating a **series of ii-Vs** over this 8-bar progression.

Notice that the **original changes** are all in bars 2, 4, 6 and 8, while their related iim7 chords all fall in bars 1, 3, 5 and 7 of the Bridge section.

Listen & Play

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Am⁷ D⁷ Dm⁷ G⁷

Gm⁷ C⁷ Cm⁷ F⁷

To finish up our study of the B section, here is a fun set of changes that come from the tune "**Eternal Triangle**," which as you can see are much different than what you've seen so far.

Because these chords, which are a series of **descending ii-V's moving down in half-steps**, are highly chromatic and outside the usual Bridge changes, you would want to make sure the rest of the group knew you were going to play these changes before using them in your playing.

Though they are very different, these chords are great to use when you want to **spice up the bridge section** to any rhythm changes tune, especially during the solos or on a tune like "Oleo" where the Bridge of the melody is simply improvised, as they add a bit of surprise and a challenge to both listener and performer during this section of the tune.

Listen & Play

[Click here to play this example](#)

The image shows two musical staves in 4/4 time, each with a treble clef. The first staff contains four measures of music, each with a single chord written above it: Bm7, E7, Bbm7, and Eb7. The second staff contains eight measures of music, each with a single chord written above it: Am7, D7, Abm7, Db7, Gm7, C7, F#m7, and B7. The notes in the staves are represented by diagonal slashes, indicating a comping exercise.

Rhythm Changes Chord Study

Now that you have learned about the construction of rhythm changes, let's take a look at a **comping study** that you can use to practice this common form in your studies, and expand your chord vocabulary at the same time.

The study is written to outline all four sections of the tune, and so feel free to break this study down into **4 or 8 bar sections** at first in order to make it easier to learn in the woodshed. Also, going slow and working with a metronome will allow you to get the most out of this study, as the **rhythms used** in the chorus are just as beneficial to digest as the chords themselves.

Listen & Play

[Click here to play this example](#)

Bbmaj7 G7(b9) Cm7 F7 Dm7 G7 Cm7 F7

The first system of music features a treble clef staff with a 4/4 time signature. It contains eight measures of chords: Bbmaj7, G7(b9), Cm7, F7, Dm7, G7, Cm7, and F7. Below the staff is a guitar tablature with two lines labeled 'T' and 'B'. The tablature shows the following fret numbers for each measure: Measure 1: 6, 7; Measure 2: 6, 7; Measure 3: 8, 8, 8, 8; Measure 4: 10, 7; Measure 5: 10, 10, 10, 10; Measure 6: 10, 10, 9, 9; Measure 7: 8, 8, 8, 8; Measure 8: 8, 8, 7, 7.

Fm7 Bb7 Ebmaj7 Ebm7 Dm7 G7 Cm7 F7

The second system of music features a treble clef staff with a key signature of two flats. It contains eight measures of chords: Fm7, Bb7, Ebmaj7, Ebm7, Dm7, G7, Cm7, and F7. Below the staff is a guitar tablature with two lines labeled 'T' and 'B'. The tablature shows the following fret numbers for each measure: Measure 1: 6, 6; Measure 2: 6, 6; Measure 3: 6, 6, 4, 4; Measure 4: 6, 6, 4, 4; Measure 5: 5, 5; Measure 6: 5, 5; Measure 7: 5, 5; Measure 8: 5, 5.

Bbmaj7 G7(b9) Cm7 F7 Dm7 G7 Cm7 F7

The third system of music features a treble clef staff with a key signature of two flats. It contains eight measures of chords: Bbmaj7, G7(b9), Cm7, F7, Dm7, G7, Cm7, and F7. Below the staff is a guitar tablature with two lines labeled 'T' and 'B'. The tablature shows the following fret numbers for each measure: Measure 1: 1, 0; Measure 2: 4, 4, 4, 4; Measure 3: 6, 6, 6, 6; Measure 4: 6, 6, 6, 6; Measure 5: 6, 6, 6, 6; Measure 6: 4, 4, 4, 4; Measure 7: 6, 6, 6, 6; Measure 8: 6, 6, 6, 6.

Fm7 **Bb7** **Ebmaj7** **Ebm7** **Cm7** **F7** **Bbmaj7**

TAB: 11 10 8 6 6 8 3 3 3

D7 **G7**

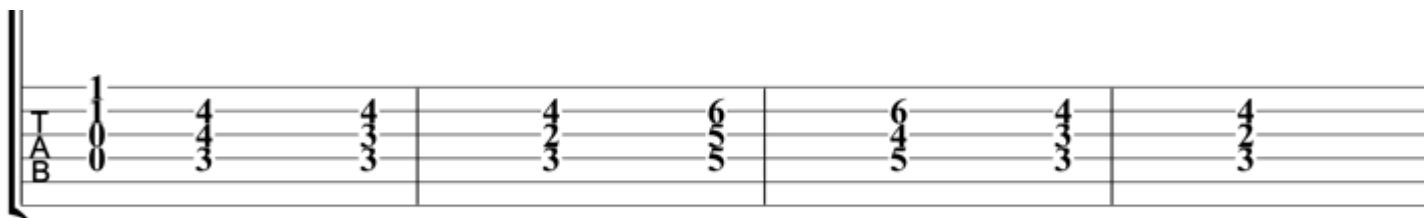
TAB: 10 9 10 10 10 10 10 10 10 10 10 10 10 10 10 10

C7 **F7**

TAB: 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8 8

Bbmaj7 **G7(b9)** **Cm7** **F7** **Dm7** **G7** **Cm7** **F7**

TAB: 8 7 7 7 7 7 7 7 7 7 7 7 7 7 7 7



Fm7 Bb7 Ebmaj7 Ebm7 Cm7 F7 Bbmaj7

Rhythm Changes Soloing Study

To finish up our introduction to rhythm changes, here is a one-chorus **soling study** that you can learn in order to get an idea of how to solo over these chord changes.

As this is an educational study, I've used a number of classic rhythm changes licks and patterns throughout the solo to help you **build your vocabulary**. Because of this, feel free to extract any small phrase, even pulling out 2 or 4-beat phrases, and study them further.

Listen & Play

[Click here to play this example](#)

8♭maj7 G7(♭9) Cm7 F7 Dm7 G7 Cm7 F7

The first system of music consists of a treble clef staff in 4/4 time. The notes are: 8♭maj7 (B♭4, D5, F5), G7(♭9) (G4, B♭4, D5, F5), Cm7 (C4, E♭4, G4, B♭4), F7 (F4, A♭4, C5, E♭5), Dm7 (D4, F4, A♭4, C5), G7 (G4, B♭4, D5, F5), Cm7 (C4, E♭4, G4, B♭4), and F7 (F4, A♭4, C5, E♭5). The guitar fretboard diagram below shows the following fingerings: 3-3-3-4-3-6-4, 5-4-3-6-5, 5-6-7-5-4-6-2, and 3-4-5-3-2.

Fm7 B♭7 E♭maj7 E♭m7 Dm7 G7 Cm7 F7

The second system of music consists of a treble clef staff in 4/4 time. The notes are: Fm7 (F4, A♭4, C5, E♭5), B♭7 (B♭4, D5, F5, A♭5), E♭maj7 (E♭4, G4, B♭4, D5), E♭m7 (E♭4, G4, B♭4, D5), Dm7 (D4, F4, A♭4, C5), G7 (G4, B♭4, D5, F5), Cm7 (C4, E♭4, G4, B♭4), and F7 (F4, A♭4, C5, E♭5). The guitar fretboard diagram below shows the following fingerings: 9-10-9-8-11-10-8-10, 11-8-8-7-8-6, 5-3-4-3-6-4, and 3-4-5-5-4-5-2.

8♭maj7 G7(♭9) Cm7 F7 Dm7 G7 Cm7 F7

The third system of music consists of a treble clef staff in 4/4 time. The notes are: 8♭maj7 (B♭4, D5, F5), G7(♭9) (G4, B♭4, D5, F5), Cm7 (C4, E♭4, G4, B♭4), F7 (F4, A♭4, C5, E♭5), Dm7 (D4, F4, A♭4, C5), G7 (G4, B♭4, D5, F5), Cm7 (C4, E♭4, G4, B♭4), and F7 (F4, A♭4, C5, E♭5). The guitar fretboard diagram below shows the following fingerings: 3-3-6-3-4-3-6-4, 3-4-5-3-2, 6-7-6-5-8-7, and 4-5-4-3-6-5.

Fm7 Bb7 Ebmaj7 Ebm7 Cm7 F7 Bbmaj7

8 9 5 8 6 7 7 5 8 5 7 6 5 7 8 8 6 8 5 8 6

D7 G7

10 10 9 8 7 10 8 7 8 9 10 9 8 7 9 7 10 9 7 10 9 7 10 9 7 10 13 10 9 7 10 13

C7 F7

9 7 8 7 6 5 9 7 8 7 6 5 7 8 7 5 8 7 6 5 4 3 5 3 5 1 2

Bbmaj7 G7(b9) Cm7 F7 Dm7 G7 Cm7 F7

3

Diagram showing guitar fretboard fingerings for the top three strings (Treble, A, B) across four measures:

- Measure 1: Treble (6, 8-7, 5-4, 9-6-7), A (8), B (8-5, 8-7)
- Measure 2: Treble (5-7-5, 7-8, 4-7, 6-9), A (8-11), B (10-10)

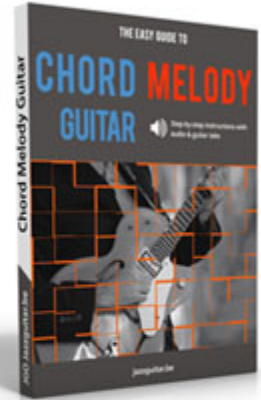
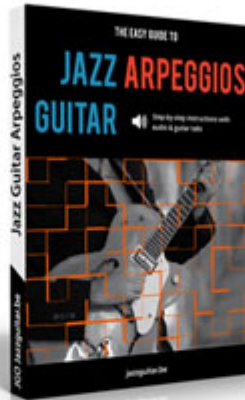
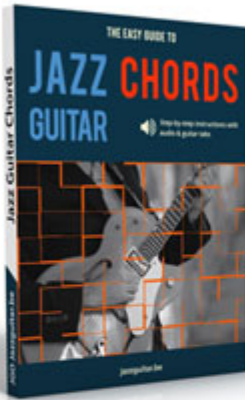
Chord progression: Fm^7 Bb^7 $Ebmaj^7$ Ebm^7 Cm^7 F^7 $Bbmaj^7$

Diagram showing guitar fretboard fingerings for the bottom three strings (Treble, A, B) across four measures:

- Measure 1: Treble (14-11-9, 6-5, 8-6, 8), A (8), B (8-7-6-5)
- Measure 2: Treble (7-6, 7-6-5, 8-6, 6-7-6-5, 8), A (6), B (7-8)

To learn more about jazz guitar chords, check out [The Easy Guide to Jazz Guitar Chords](#) and [The Easy Guide to Chord Melody](#), or buy them in [The Easy Guide 3 eBook Bundle](#).

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