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Introduction

In 1985, the *Los Angeles Times* and the *Los Angeles Herald Examiner* included *Trouble in Mind*, a retro-futurist film noir written and directed by Alan Rudolph, in their ten-best-of-the-year lists. That same year, the Toronto Film Festival identified Rudolph as one of “ten filmmakers for the future, who in our opinion will make the most significant contributions to world cinema in the next decade.”¹ Even the reclusive Bob Dylan contacted Rudolph out of the blue to say that he’d seen *Trouble in Mind* and liked it; he predicted that in ten years all films would be like this, with “no reality.”²

Trouble in Mind is not a typical film. As Rudolph would quip to interviewers, “If you’re waiting for a regular movie to break out during one of mine, it’s a long wait. It ain’t gonna happen.” *Trouble in Mind* features five characters whose lives intersect at a café, where their overlapping and competing desires lead to several pairings, one uncoupling, and several comic but violent run-ins with a ruthless mobster in a thinly disguised Seattle called Rain City. Like Rudolph’s other films, *Trouble in Mind* requires audiences to leave behind standard viewing and listening conventions—just as the films themselves dispose of stylistic and narrative norms.

I like for audiences to meet a film in the gray area, where both the film and the audience aren't sure. . . . The films I respond to are ones that are so totally unreal that suddenly you say, "Oh, I understand. I'm allowed to go inside this world. I don't know what to expect here and I don't have to worry about my own reality." Then suddenly the reality of the character or the emotions become poignant and understandable. . . . Any really interesting filmmaker to me creates his own reality and lets the audience wander through it.³

To do that is to take some risks, and risks with Rudolph tend to pay off and not pay off, sometimes at the same time.

He tells a story about Keith Carradine, one of *Trouble's* leads—alongside Kris Kristofferson, Genevieve Bujold, Lori Singer, and Divine—whose character incrementally assumes the deranged appearance of a punk/glam rocker as his character descends into petty crime, *Dorian Gray* with the portrait openly displayed. The performance was one of unquestionable bravado. Rudolph pinpoints the precise moment he knew, however, that Carradine had lost the chances they thought he'd had for the Best Actor Oscar nomination. The two were driving on Sunset Boulevard and had just rounded a corner when a huge billboard came into view. There, "for their consideration," was William Hurt as his cross-dressed character in Héctor Babenco's political prison drama *Kiss of the Spider Woman* (1985). Carradine and Rudolph knew instantly that all bets were off. Carradine wouldn't even be nominated, whereas Hurt scooped best actor at Cannes, BAFTA, and the Academy Awards.



Fig. 1. The glam queer punk look of Coop (Keith Carradine)



Fig. 2. Divine as Hilly Blue

There's no small irony that the acclaim went to Hurt's conventionally flamboyant gay man—a stereotypical “tragically gay” figure—over Carradine's hard-to-decipher feckless criminal, whose sky-high pompadour and punky/glam look seem to be merely a haphazard result of the character's haphazard choices. In retrospect, it is a much queerer representation and, at the least, more outré than Hurt's because of the film's lack of guidelines about deciphering his faux-macho character. The detail is not the film's only instance of gender rebellion: Rudolph cast John Waters's large cross-dressing muse, Divine, as Hilly Blue, a merciless “mobster with impeccable taste”⁴ in what would be Divine's final film role and the only one in which the performer appeared uniquely as male.

More than the competing masculinities, though, the Sunset Boulevard story presents a theme that marks Rudolph's four-decade career: that of hits and misses and of highs and lows.⁵ For not all of *Trouble in Mind's* reviews were glowing—Pauline Kael assailed it as “a pile of poetic mush,”⁶ lambasting, of all things, Carradine for not reprising the quirky but still Hollywood-esque romantic lead he'd played in Rudolph's film the previous year, *Choose Me*. Some were confused by a deeply stylized film that defied both cinematic conventions and audience expectations, one that didn't spoon-feed meanings and messages. In its review *Variety* expressed frustration that the film “suggests more than it explains. Sometimes it's intriguing and other times it falls flat.”⁷

For as good a film as *Trouble in Mind* is, and for its importance to American independent cinema, its mixed reception runs like a leitmotif throughout Rudolph's career. Numer-

ous projects that he wrote and directed were lionized critical successes: *Choose Me*, *The Moderns* (1988), *Remember My Name* (1978). Several were mangled by studios: he lost final edit on *Endangered Species* (1982), and when the same thing happened with *Made in Heaven* (1987), he said, “two years of my life, lost,” a sting that nettled when he recalled that Carradine, responding to dailies, had said,

“Hey, this is maybe your best work.” And I knew the end of it, the last ten minutes, was as good as anything that I’d done to that point. What came out was nobody’s vision—it was a studio that had changed hands three or four times and what remained was bowdlerized beyond recognition.⁸

Rudolph has also been dogged by projects placed into protracted holding patterns. It took him over a decade to get the opportunity to make *The Moderns*, a labor of love about art forgery and patronage in 1920s Paris; still unproduced is a long-simmering adaptation of *The Far Side* cartoon. He has seen favorite movies tank with critics and audiences, such as his adaptation of Kurt Vonnegut’s *Breakfast of Champions* (1999), despite having the author’s blessing, and experienced a sixteen-year gap between making *The Secret Lives of Dentists* (2002) and the microbudgeted *Ray Meets Helen* (2017). He often tells interviewers that he doesn’t have a career so much as a careen.⁹

Rudolph’s father Oscar, in contrast, had a storybook Hollywood career. In fact, he was such a longtime Hollywood man that the history of the industry can be tracked through his working life. After having started out in silent cinema as a



Fig. 3. Oscar Rudolph, horsing around with Lucille Ball. Courtesy of University of Michigan Library (Special Collections Research Center), Alan and Joyce Rudolph Papers.

young extra in films by Cecil B. DeMille and with costars such as Mary Pickford, Oscar became one of the original members of the Screen Actor's Guild in 1933. Later, he worked as assistant director on films like Bing Crosby's *Top of the Mornin'* (1949) and directed Chubby Checker rock musicals like *Don't Knock the Twist* (1962) and *Twist around the Clock* (1961) as well as the 1954 sci-fi comedy *Rocket Man* (1954), in which six-year-old Alan played a small part (his line: "Look out, Captain Zar, it's the planet pirates!"). By the 1950s and 1960s, Oscar had moved into television, directing vintage fare like *The Donna Reed Show*, *My Favorite Martian*, and *Batman*, among others. Recalls Rudolph, his father directed "thousands of TV shows, from *Playhouse 90* to *The Brady Bunch*. . . . He knew a lot of people, but he wasn't about that. He was a real person."¹⁰

Growing up as a Hollywood kid may have given Rudolph an insider's perspective on filmmaking, but it was a look deep enough to encourage him to tamper with the DNA of classic genres and types, making crooked—"cracked" is Rudolph's provocative term—cross-genre films that are only playfully faithful to their original underpinnings. In that regard, their messaging, along with their understandings of gender, genre, and ideology, depart from less "crooked," canonical texts. *Remember My Name*, he states, is an "updated version of those melodramas that once displayed the compulsive sides of [the star personas of] Bette Davis, Joan Crawford, and their various devils." But whereas they were beaten into submission and had to suppress their "sassy selves," Geraldine Chaplin's character, who stalks her ex-husband after being released from jail, "bursts right through an audience's expectations with a

very nearly psychotic energy.”¹¹ Critic Richard Combs too considers *Remember My Name* an updated woman’s film;¹² for the *New Yorker*’s Richard Brody, it “suggests a quiet revolution in storytelling.”¹³

In the early 1960s, Rudolph’s older brother got him a Super 8 camera and he started making home movies—“And I’ve not changed my technique since then!”¹⁴ In 1967 he entered the Directors Guild Assistant Director Training Program and graduated the following year at age twenty-four. At around this time Rudolph took odd jobs at the studios and made short films set to rock music—an unintentional mash-up of late twentieth-century music videos, his father’s rock comedies, and Ken Russell’s early film work—and became a second-unit director for several directors. His “break,” as is well recounted, came when he started working as an assistant director with independent giant Robert Altman on *The Long Goodbye* (1973), *California Split* (1974), and *Nashville* (1975) and as cowriter, with Altman, on the script for *Buffalo Bill and the Indians, or Sitting Bull’s History Lesson* (1976), leading commentators to start their discussions of Rudolph as Altman’s protégé, discussions that haven’t evolved very far past this beginning. The perception was furthered by Altman’s role as producer on films such as *Welcome to L.A.* (1976), *Remember My Name*, and *Mrs. Parker and the Vicious Circle* (1994).

If Rudolph’s career has been like a career, *Trouble in Mind* has a special place in it: it is arguably his most accomplished film, and one on which the production experience went smoothly and, to quote him and producer Carolyn Pfeiffer, “everything came together.” Its five main leads are loosely

based on Hollywood prototypes of the 1940s, recycled film noir characters whose hopes and fantasies converge in the café run by one of them, Wanda (Bujold). Hopeful characters or no, the film is bathed in melancholy, and the fantasy world Rudolph creates here is one whose options don't open onto much, and whose characters are scarcely able to meet their dreams halfway. Its bluesy, equally melancholic underscoring was composed by Mark Isham, and the songs, all blues numbers but for a small handful, are performed by the inimitable Marianne Faithfull; together, they provide the perfect sonorous complement to the film's bittersweet mood and noirish look, giving rise to a dreamlike setting, Rain City, in which a noir fable of sorts unspools. Today, a small but growing cache of Rudolph enthusiasts—critics, scholars, and audiences—consider *Trouble in Mind* a treasured reminder of independent filmmaking at its best. One online fan calls *Trouble in Mind* “a fantasy film noir like no other”;¹⁵ another says that “NOBODY sought to document this strange footnote [of the punky late 1970s and 1980s] in the 20th century timeline other than Rudolph, and he does an excellent job.”¹⁶ Yet history has not been particularly kind to the movie or to Rudolph, despite kudos that both received for it, and despite its appearance in prestigious film festivals such as Berlin, Deauville, and Toronto, where Rudolph stood as the only American in its list of filmmakers for the future.

Besides being Robert Altman's protégé, Rudolph is largely remembered today as the director of 1984's *Choose Me*, his best-received film. It is an insufficient memory. What is more, as of this writing, only one book-length study exists on the director,¹⁷ and a relatively recent anthology on American cinema



Fig. 4. Robert Altman and Alan Rudolph. Courtesy of University of Michigan Library (Special Collections Research Center), Alan and Joyce Rudolph Papers.

of the 1980s even fails to mention Rudolph or *Trouble in Mind*.¹⁸ Recent academic work suggests this is starting to change, and along with *Trouble in Mind*'s own hidden histories and contexts, we see that its critical ups and downs illuminate something about the larger arc of Rudolph's oeuvre.

As for the comparisons with Altman, it would be falsifying history to deny the close working relationship between the two men, including their work together on films like *The Long Goodbye*, *Nashville*, and *Buffalo Bill and the Indians, or Sitting Bull's History Lesson*. Rudolph happily acknowledges his debt to the director, even at the expense of his own legibility as a key player within the independent film movement: "I'm just proud to be mentioned in the same breath with him".¹⁹

In America . . . there's been maybe two or three, at most, true film artists in the last 50 years and Bob is certainly at the top of that group. Can't be imitated. [H]e's a wonderful guy. He's still the most ferocious artist I know. He's the youngest guy I've ever met.²⁰

Rudolph describes his influence thus: "I knew how to make movies from being an assistant director. I learned *film* from Bergman, Truffaut, Fellini, et al. It all came together for me with Altman. Hollywood films were never really my interest."²¹ From the outside, though, commentators tend to minimize the distinction between the two American directors, noting the ensemble casts that both used, and the actors that they shared, such as Geraldine Chaplin, Jennifer Jason Leigh, and, most notably, Keith Carradine. The two deploy similar formal

features such as roving cameras and overlapping dialogue (*Mrs. Parker and the Vicious Circle*, *Welcome to L.A.*) and typically tell unconventional stories unconventionally (*Remember My Name* and *Equinox* [1992]).²²

But the two are very different. For one thing, as Rudolph says, “I’m more shamelessly romantic than Bob.”²³ Both have a sardonic sense of humor, but Rudolph’s has a forgiving edge and is more playful, making fewer jokes at the expense of his characters (unless they are blowhards who’ve earned it) and takes as its primary targets the conventions of mainstream filmmaking norms and expectations. “I look at things more emotionally, and I think I’m more interested in details that add up, as opposed to the overview looking in. As stylists, we don’t shoot anything alike.” Rudolph’s stories begin at the inside of characters whom he situates in artificial worlds of fate, luck, chance, love, survival against the odds; Altman—consider *M*A*S*H* (1970), *Nashville*, and *The Wedding* (1978)—creates the situation first and inserts characters that make sense into it. Rudolph places great weight on the emotional states of his characters—something Altman doesn’t do—conveying them through artifice and stylized sound and image. He also does not judge or moralize about his characters. His cynicism is more modest, with humanist, even romantic edges, and many of his films—certainly those of the mid-1980s—reshape reality, which Altman typically leaves less troubled, with the style of dreams, many bathed in what we might call the afterglow of familiar stories and old Hollywood.

As critic Emanuel Levy argues, the term “afterglow” aptly describes the director’s work. Rudolph’s 1997 film of the same

name follows two couples on a downward spiral, both past the heyday of their love, but holding on to the small glimmers of connection that remain. Levy consults a thesaurus to describe “afterglow,” and the misty terms he finds don’t seem any less appropriate for the feeling created in *Trouble in Mind*: “Almost any definition of the word afterglow applies to the title, be it a ‘reflection of past splendor’ or ‘a glow remaining where a light has disappeared.’”²⁴ Yet as dreamlike as *Trouble in Mind*, *Afterglow*, *Choose Me*, and other films of the time are, *Trouble in Mind*—like the rest—was grounded in real-world contexts that were anything but dreamy, and as its title suggests, gives rise to their muted expression.

This book argues for the importance of *Trouble in Mind* on several fronts. To begin with, the film has a significant place during the apogee of American independent cinema, as I argue in Chapter 3. While in some ways Rudolph might seem to exemplify indie filmmaking, the term floats on unsteady ground, lending some interesting tensions to his relationship to the movement more generally. The film also plays an important role within the history of film genre, working within the neo-noir tradition that remains influential to this day and that rode a wave of popularity in American filmmaking in the 1970s and 1980s, as I examine in Chapter 4. In the history of cinematic form, *Trouble in Mind* holds an even more outsized place, founded as it is on a deeply conspicuous use of film style, visual as well as acoustic. Chapter 5 details how this creates impressionistic emotional resonances that outstrip any strictly plot-centered engagement with the film. Critics often describe Rudolph’s stylized look, feel, and mode of sto-

rytelling as self-contained and dreamlike, yet in Chapter 6 I show how *Trouble in Mind* peers out onto the harsh horizons of the American Dream in Reagan's America, five years into the Republican's presidency, providing commentary on what I call the "broken politics" of the 1980s. Here I explore the film in relationship to neoliberalism of the time, a term I use to refer to market-based policies enforced and characterized by tax breaks, a decline in government subsidies in general and for social programs in particular, lack of regulation (for banks, government, and trade agreements alike), and general forces that work against the interest of workers (such as union-busting) and "little people."

In that same chapter I also show how the film traveled alongside the decade's "postmodernist wave," a movement that thrived on blurred distinctions between high and low culture and between past, present, and future, and that upended the idea of fixed interpretations and stable meanings. For instance, Rudolph describes *Trouble in Mind* as taking place "where the past meets the future, but not in the present." Both visually and narratively, it situates itself within the postmodern 1980s, the neoliberal 1980s, the neo-noir 1980s, an ill-defined future, and a past conjured up by some of the 1940s film noir's more mythic elements. Even a quick look at the film's mixed-source soundtrack feeds into this tradition, roaming from the classic blues of the 1920s through jazz and rock to "new age" electronica. In Chapter 7, I go on to examine the film's marketing strategies and its initial critical reception and, in Chapter 8, its subsequent "afterlives" within the minds of critics, historians, and fans, as well in the archival holdings

in the University of Michigan Library, where the Alan and Joyce Rudolph Collection resides. Most of the research for this book was conducted at those archives, which, despite their relatively small size, contain gems of information for many of the contexts just described, particularly regarding *Trouble in Mind*'s initial reception with film critics.

The book's subtitle, *Tampering with Myths*, comes from a remark made by the director: "I find people get furious when I mess with their myths." Yet myth-messing is precisely what gives *Trouble in Mind* its power and cultural weight. *Trouble in Mind* takes hold of some of our most cherished myths: the allure of classic film noir; conventions of cinematic time; basic narrative exposition and character psychology; the usual "background" place assigned to music and visual style; conventions of cinematic romance and happy endings; and the American Dream. *Trouble in Mind* takes apart these myths and puts them back together in ways that, like Humpty Dumpty, don't return us to the originals so much as expose their cracks and fissures. (Rudolph leaves intact the considerable emotional force of the myths, however.) It shows that we cannot bring back the past. For instance, although its world creates much of the affective menace of old film noir, *Trouble in Mind* withholds the figure of the femme fatale from us, a significant variation on the genre—especially as evil femmes fatales were becoming increasingly successful in their ventures during the often feminist-phobic 1980s. As one reviewer of *Trouble in Mind* summed up its myth-tampering, *Trouble in Mind* "doesn't poke fun at old movies . . . it exploits the expectations old movies have given us."²⁵