

November 8, 2022 (XLV:11)

Martin Scorsese: **GOODFELLAS** (1990, 146 min)

URL for Introduction Vimeo: <https://vimeo.com/767675804>

URL for 7:00 Tuesday discussion zoom: <https://vimeo.com/748377120>



Director: Martin Scorsese

Writing: Martin Scorsese and Nicholas Pileggi. Based on Pileggi's 1985 book *Wiseguy*

Producers: Irwin Winkler, Bruce Pustan (associate producer), and Barbara DeFina (executive producer)

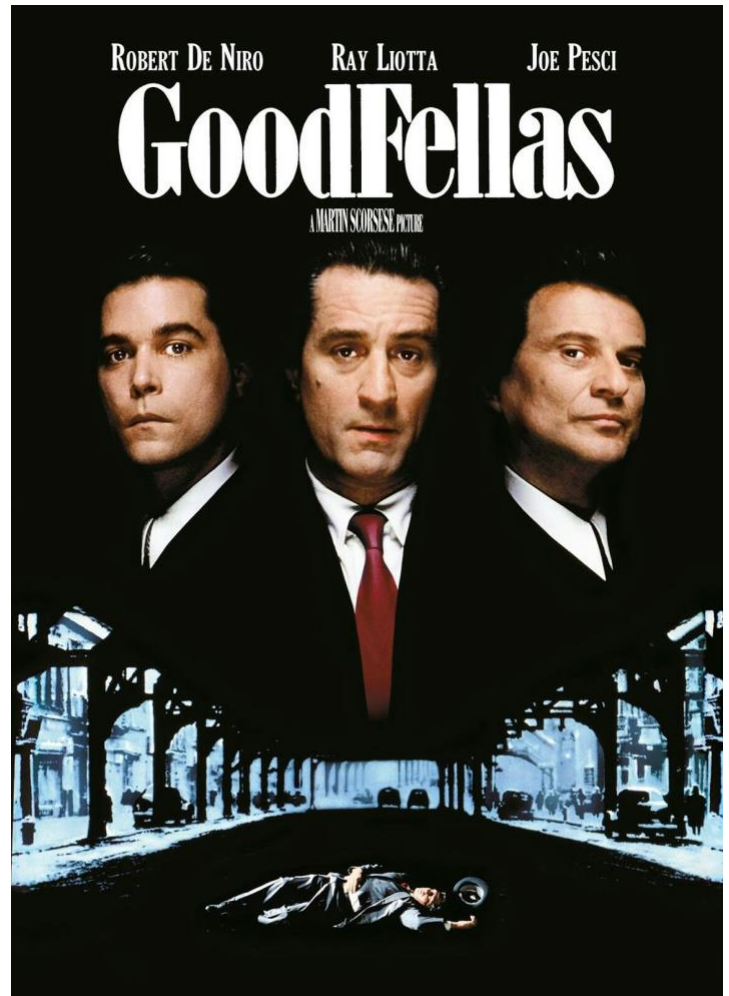
Cinematography: Michael Ballhaus

Music: Christopher Brooks

Editing: Thelma Schoonmaker and James Y. Kwei

Joe Pesci's performance as Tommy DeVito won an Oscar for Best Actor in a Supporting Role, and the film was nominated in five other categories: Best Picture (Irwin Winkler), Best Actress in a Supporting Role (Lorraine Bracco), Best Director (Martin Scorsese), Best Writing, Screenplay Based on Material from Another Medium (Nicholas Pileggi and Martin Scorsese), and Best Film Editing (Thelma Schoonmaker). It was nominated for five Golden Globes: Best Motion Picture - Drama, Best Director - Motion Picture (Martin Scorsese), Best Performance by an Actress in a Supporting Role in a Motion Picture (Lorraine Bracco), Best Performance by an Actor in a Supporting Role in a Motion Picture (Joe Pesci) and Best Screenplay - Motion Picture (Nicholas Pileggi and Martin Scorsese). It was entered into the National Film Registry by the National Film Preservation Board in 2000.

Dances with Wolves won Oscars for best directing, best editing, and best pictures. We note Oscar nominations in these notes because often they're



deserved. Sometimes the actual awards are, as they were for 1990's films, absurd.

CAST

Robert De Niro...James Conway

Ray Liotta...Henry Hill

Joe Pesci...Tommy DeVito

Lorraine Bracco ...Karen Hill

Paul Sorvino...Paul Cicero

Frank Sivero...Frankie Carbone

Tony Darrow...Sonny Bunz

Mike Starr...Frenchy

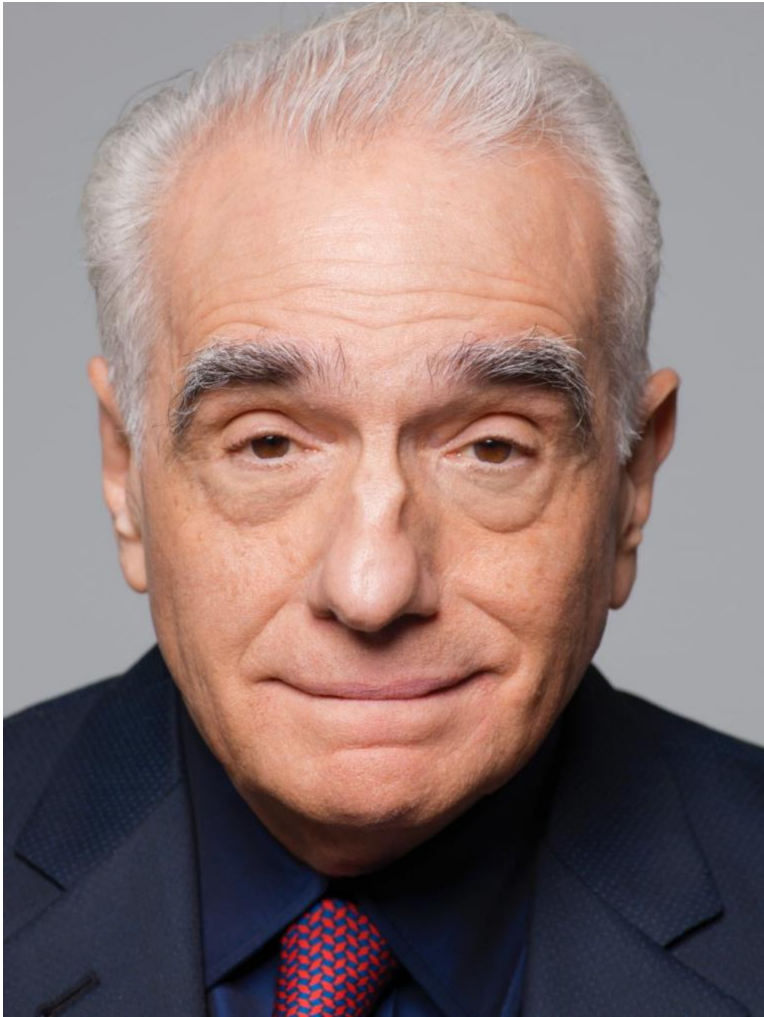
Frank Vincent...Billy Batts

Chuck Low...Morris Kessler

Frank DiLeo...Tuddy Cicero

Henny Youngman...Henny Youngman

Gina Mastrogiacomo...Janice Rossi
 Catherine Scorsese...Tommy's Mother
 Charles Scorsese...Vinnie
 Suzanne Shepherd...Karen's Mother
 Debi Mazar...Sandy
 Margo Winkler...Belle Kessler
 Welker White...Lois Byrd
 Jerry Vale...Jerry Vale
 Michael Imperioli...Spider



MARTIN SCORSESE (b. November 17, 1942 in Queens, New York City, New York) is distinct among American filmmakers in that he is also a film scholar. He has been involved in film preservation efforts, made films about film history, and he has taught film history (one of his notable former students at NYU is Spike Lee). He has frequently made documentaries about various topics: *Italianamerican* (1974), about his parents; *The Last Waltz* (1978), documenting the 1970s rock outfit The Band's farewell concert, including a performance by Bob Dylan that the 2016 Nobel Laureate requested Scorsese not to shoot; years after going against Dylan's wishes, he was recruited to

direct and produce *No Direction Home: Bob Dylan** for PBS's *American Masters* series in 2005; he also directed and produced *The 50 Year Argument* (2014),* about the *New York Review of Books*. A recurring theme in many of his films is the human capacity for violence. He made the definitive film about the lone wolf bent on acting out on his rage in the 1976 film *Taxi Driver*, for which he won the elite Palme d'Or at Cannes that year. He had been nominated for the same award in 1974 for *Alice Doesn't Live Here Anymore* (1974). He examined the intersection of violence and rage as sport and in the domestic sphere in 1980's *Raging Bull*, for which he was nominated for an Academy Award for Best Director in 1981. In 1983, he was once again nominated at Cannes for the Palme d'Or for *The King of Comedy* (1982). In 1986, he won Best Director and was nominated for the Palme d'Or for *After Hours* (1985) at Cannes. His eye for violence (and perhaps his early intention to become a priest) has also been directed at religious themes. In 1989, he was nominated for an Academy Award for Best Director for *The Last Temptation of Christ* (1988), an adaptation of Nikos Kazantzakis's 1955 novel. In 2016, Scorsese returned to religious themes, exploring colonial cruelty intersecting with the aims of seventeenth-century Jesuit missionaries in *Silence*.*** In 1990, he turned his critique of violence onto organized crime in *Goodfellas*,** for which he was nominated for Academy Awards for Best Director and for Best Writing, Screenplay Based on Material from Another Medium in 1991. He also has a flair for a sober American nostalgia, adapting Edith Wharton's 1920 novel *The Age of Innocence* (1993),** for which he was nominated for an Academy Award for Best Writing, Screenplay Based on Material Previously Produced or Published in 1994. In 2002, his interest in violence, crime, and American nostalgia led to an examination of Irish immigrant life in *Gangs of New York*, for which he was, again nominated for an Academy Award for Best Director in 2003. While in the 1970s to the 1990s, he was known to frequently make use of Robert De Niro, making some of his most iconic work, in the 2000s and 2010s, he has frequently made use of actor Leonardo DiCaprio: in the *The Aviator* (2004),* a film that turned the sober nostalgic gaze to the early Hollywood studio system of film production and a film for which Scorsese was nominated in 2005 for an Academy Award for Best Achievement in Directing, *The Departed* (2006),* *Shutter Island* (2010),* and *The Wolf of Wall Street* (2013).* He finally won his long-awaited Academy

Award for Best Achievement in Directing in 2007 for *The Departed*. In 2012, he was nominated for Academy Awards for Best Achievement in Directing and for Best Motion Picture of the Year for *Hugo* (2011), and he was nominated in 2014 for Academy Awards for Best Achievement in Directing and for Best Motion Picture of the Year for *Wolf of Wall Street*. His penchant for sober nostalgia has also perhaps guided his forays into television production: producing and directing for television series documenting the rise of corrupt American institutions, such as the rise of Atlantic City as a casino district in *Boardwalk Empire* (2010)* and, more recently, the 1970s recording industry in *Vinyl* (2016).* In 2018, he won the Carosse d'Or at Cannes, an award honoring a lifetime of distinguished filmmaking recognized “for the innovative qualities of his films, for his audacity and independence” (*pour les qualités novatrices de ses films, pour son audace et son indépendance*). He has 72 credits as a director, 93 as a producer, and 34 as an actor. Some of the other films he has directed include *Vesuvius VI* (1959 Short),* *It's Not Just You, Murray!* (1964 Short),** *Who's That Knocking at My Door* (1967),** *Boxcar Bertha* (1972), *Mean Streets* (1973),** *New York, New York* (1977), *The Color of Money* (1986), *Michael Jackson: Bad* (1987 Video short), *Cape Fear* (1991), *Casino* (1995),** *A Personal Journey with Martin Scorsese Through American Movies* (1995 TV Movie documentary),*** *Kundun* (1997), *Bringing Out the Dead* (1999), *The Blues* (2003 TV Series documentary),* *The Key to Reserva* (2007 Short), *Shine a Light* (2008 Documentary), *George Harrison: Living in the Material World* (2011 Documentary),* *The Irishman* (2019)*, *Rolling Thunder Revue* (2019), *Pretend Its A City* (TV Series, 2021), *Killers of the Flower Moon* (2023), *The Wager: A Tale of Shipwreck, Mutiny, and Murder* (pre-production), and *Gangs of New York* (TV Series, pre-production)

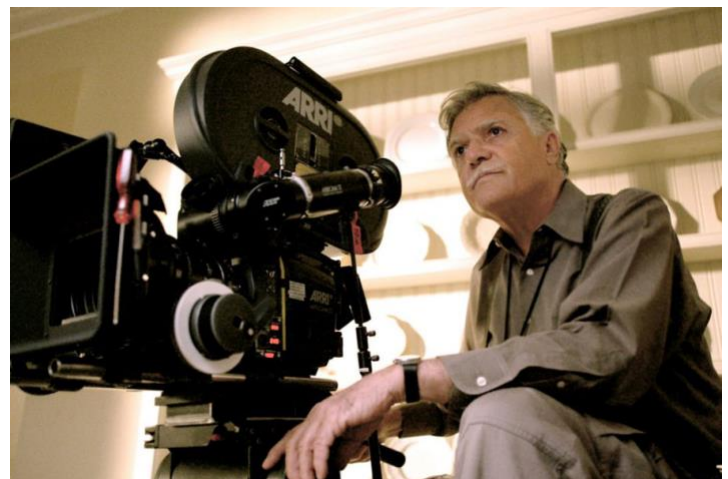
***Producer**

****Writer**

*****Producer and writer**

NICHOLAS PILEGGI (b. February 22nd, 1933 in New York City) was promoted to reporter by the Associated Press in 1956, with a specialty in covering organized crime. In 1968, he became the “crime expert” for New York magazine, where he would work for the remainder of his journalistic career. Throughout his decades of journalistic work, he accumulated a useful trove of connections which would later become

useful in his other writing. In 1986, he published *Wiseguy: Life in a Mafia Family*, an account of mobster Henry Hill’s life. This would later be adapted into Martin Scorsese’s *Goodfellas*, for which he would be credited as writer and, alongside Scorsese, nominated for the Academy Award for Best Adapted Screenplay. He published his next book, *Casino: Love and Honor in Las Vegas*, in October 1995—just one month before the release of its film adaptation, *Casino*, yet again directed and co-written by Martin Scorsese. He would go on to create the television shows *Michael Hayes* (1997-1998) and *Vegas* (2012-2013), both of which he also wrote for and served as executive producer. His other writing credits include *Loyalty and Betrayal: The Story of the American Mob* (TV Documentary, 1994, also producer), *City Hall* (1996), *Kings of South Beach* (TV Movie, 2007, also producer), and *The Meyer Lansky Diaries* (TV Series, 2019). Other production credits include *Father Hood* (1993), *Vendetta* (TV Movie, 1999), *American Gangster* (2007), and *The Irishman* (2019). He has several projects in various stages of development, including *Wise Guys*, a mob drama starring Robert De Niro and directed by Barry Levinson, for which he wrote the screenplay. Despite the film’s title, star, and writer, it allegedly has nothing to do with *Goodfellas*. A Showtime series is currently in development that takes Pileggi’s work as its subject.



MICHAEL BALLHAUS (b. August 5, 1935 in Berlin, Germany—d. April 11, 2017) was a German cinematographer best known for his collaborations with [Rainer Werner Fassbinder](#) and [Martin Scorsese](#). He was nominated for Academy Awards for Best Cinematography in 1988 for *Broadcast News* (1987), in 1990 for *The Fabulous Baker Boys* (1989), and in 2003 for *Gangs of New York* (2002). He did

cinematography for 126 films, including: *Alt-Heidelberg* (1959 TV Movie), *Die Nachbarskinder* (1960 TV Short), *Große Liebe* (1966 TV Movie), *Beware of a Holy Whore* (1971), *The Bitter Tears of Petra von Kant* (1972), *Summer Guests* (1976), *The Stationmaster's Wife* (1977 TV Movie), *Despair* (1978 director of photography), *The Marriage of Maria Braun* (1978), *Bourbon Street Blues* (1979 Short), *Big and Little* (1980), *Looping* (1981), *Sheer Madness* (1983), *Baby It's You* (1983 director of photography), *Old Enough* (1984), *Heartbreakers* (1984 director of photography), *After Hours* (1985), *** *Madonna: Papa Don't Preach* (1986 Video short), *Madonna: True Blue* (1986 Video short), *The Color of Money* (1986 director of photography), *** *The Glass Menagerie* (1987), *The Last Temptation of Christ* (1988 director of photography), *** *Dirty Rotten Scoundrels* (1988 director of photography), *Working Girl* (1988 director of photography), *Goodfellas* (1990 director of photography), *** *Postcards from the Edge* (1990 director of photography), *What About Bob?* (1991), *The Mambo Kings* (1992), *Bram Stoker's Dracula* (1992 director of photography), *The Age of Innocence* (1993 director of photography), *** *Outbreak* (1995), *Sleepers* (1996 director of photography), *Air Force One* (1997), *Primary Colors* (1998 director of photography), *Wild Wild West* (1999), *The Legend of Bagge Vance* (2000 director of photography), *Something's Gotta Give* (2003 director of photography), *The Departed* (2006 director of photography), *** and *3096 Days* (2013). He also directed 6 and produced 4 films.

***Directed by Michael Ballhaus**

****Directed and produced Michael Ballhaus**

*****Directed by Martin Scorsese**

CHRISTOPHER BROOKS (unknown birthday and whereabouts) has worked in the music department for 139 films and TV shows, taking on roles such as music editor, score producer and co-producer, and music supervisor. Some of these films include *Goodfellas* (1990), *The Iron Giant* (1999), *Pirates of the Caribbean: The Curse of the Black Pearl* (2003), *Beauty and the Beast* (2017), and *Howard the Duck* (1986). On the soundtrack for *Goodfellas*, he had this to say in a 2015 *Esquire* interview: “If you want to hold up one film as a film that works purely by the construction of songs to create a soundtrack, it's the one. And there's only one reason for it, and that's Marty Scorsese. I asked him early on how did this come about and he said he knew every one of those

songs two years before he shot a frame of film. He knew what was going to be in the film. So that was really it. It was all him. There was no music supervisor on the film. It's a very funny situation because I happened to be in New York working on another film. And I went in to meet him and [editor] Thelma [Schoonmaker]. They said, ‘Could you come in and meet with us? We have a few little things that we need some help with.’ And I said ‘sure’ and they showed me and I went ‘no problem’ and kind of in my spare time I did that in my cutting rooms on the other film. And I'm sure I got paid for it, but I don't remember that part. You never remember that part. Every time Thelma would run into a rough spot that she couldn't solve, she'd give it to me. So every time I would walk into my hotel room, just checking in, either the phone would ring or there would be a message at the desk, and it was from the assistant in Marty's cutting room: ‘Can you come in?’ But eventually it did happen where they must have tried to call me at the Ritz-Carlton and I wasn't there. And so they called me in L.A. and they said, ‘Uh, could we just FedEx you something?’ Sure enough they FedExed me something. This is back on film, so it was all bulky and it wasn't like you just put a clip in Dropbox. So my work on that film was all about putting out fires. I must have recut the opening title sequence 15 times as titles kept shifting and footage kept changing. But he still had very specific desires for that. And it ended up great. [...] The reason that I think that soundtrack works is because there are two distinctly different functions of music that all those or nearly all those songs fulfill. They fulfill, first of all, establishing time and place. They do that really, really well. But they also fulfill a dramatic need, too. They underscore the scenes and that was because Marty shot those scenes with those songs in mind. So that's really it. And that's very, very difficult to do with songs because, first of all, a song can have a thousand different meanings. There are all of these buttons along the spectrum that can be pushed by any one piece of music, any one song. Songs tell their own stories. If you're going to put that story on top of your story, you better well be sure that its overriding powers are common and universal enough to be successful.”

THELMA SCHOONMAKER (January 3, 1940 in Algeria) began her film career editing Mary Ellen Bute's (a largely forgotten filmmaker known in the 1930s to 1950s for abstract musical shorts) screen adaptation of Mary Manning Howe's dramatization of James Joyce's impenetrable final tome *Finnegans*

Wake. Bute's film that Schoonmaker edited *Passages from James Joyce's Finnegans Wake* was screened at Cannes in 1965, taking home Best Debut of the Year. In 1970, while editing Michael Wadleigh's documentary of the epochal 1969 Woodstock festival, she was also a second-unit director with Martin Scorsese. Her work on *Woodstock* earned her first Academy Award nomination for Best Film Editing in 1971. She has first worked on one of Scorsese's own projects in his 1970 documentary *Street Scenes** and then became a consistent editor for his films starting with *Raging Bull* (1980)*. She won her first Academy Award for Best Film Editing for her work on *Raging Bull* in 1981. She was nominated for Academy Awards for Best Film Editing in 1991 for *Goodfellas* (1990)* and in 2003 for *Gangs of New York* (2002)*. She took home Academy Awards for Best Achievement in Film Editing in 2005 for *The Aviator* (2004)* and in 2007 for *The Departed* (2006)*. She was, once again, nominated for Best Achievement in Film Editing in 2012 for her work on *Hugo* (2011)*. She has 38 editing credits. These are some of the other projects she has edited: *Who's That Knocking at My Door* (1967), *The King of Comedy* (1982)*, *After Hours* (1985)*, *The Color of Money* (1986)*, *Michael Jackson: Bad* (1987 Video short)*, *The Last Temptation of Christ* (1988)*, *Cape Fear* (1991)*, *The Age of Innocence* (1993)*, *Casino* (1995)*, *Kundun* (1997)*, *My Voyage to Italy* (1999 Documentary)*, *Bringing Out the Dead* (1999)*, *The Aviator* (2004)*, *Shutter Island* (2010)*, *Hugo* (2011)*, *The Wolf of Wall Street* (2013)*, *Silence* (2016)*, *The Snowman* (2017)*, *The Irishman* (2019)*, and *Killers of the Flower Moon* (2023)*.

***Directed by Martin Scorsese**

****Produced by Martin Scorsese**

ROBERT DE NIRO (August 17, 1943 in New York City, New York) is an American actor (129 credits), producer (36 credits), and director (2 credits). He has won Oscars for Best Actor in a Leading Role twice for *The Godfather: Part II* (1974) and *Raging Bull* (1980).

De Niro's first major film roles were in the sports drama *Bang the Drum Slowly* (1973) and Scorsese's crime film *Mean Streets* (1973). He earned Academy Award nominations for the psychological thrillers *Taxi Driver* (1976) and *Cape Fear* (1991), both directed by Scorsese. De Niro received additional nominations for Michael Cimino's Vietnam war drama *The Deer Hunter* (1978), Penny Marshall's drama *Awakenings* (1990), and David O. Russell's romantic comedy-drama *Silver Linings Playbook* (2012). These are some of his other films: *Three Rooms in Manhattan* (1965), *Young Wolves* (1968), *Greetings* (1968), *The Wedding Party* (1969), *Bloody Mama* (1970), *Hi, Mom!* (1970), *Jennifer on My Mind* (1971), *Born to Win* (1971), *The*



Gang That Couldn't Shoot Straight (1971), *Bang the Drum Slowly* (1973), *1900* (1976), *The Last Tycoon* (1976), *New York, New York* (1977), *True Confessions* (1981), *The King of Comedy* (1982), *Once Upon a Time in America* (1984), *Brazil* (1985), *The Mission* (1986), *Angel Heart* (1987), *The Untouchables* (1987), *Midnight Run* (1988), *Jacknife* (1989), *We're No Angels* (1989), *Stanley & Iris* (1990), *Goodfellas* (1990), *Backdraft* (1991), *Night and the City* (1992), *Mad Dog and Glory* (1993), *This Boy's Life* (1993), *A Bronx Tale** (1993), *Mary Shelley's Frankenstein* (1994), *One Hundred and One Nights* (1995), *Casino* (1995), *Heat* (1995), *The Fan* (1996), *Sleepers* (1996), *Marvin's Room* (1996), *Cop Land* (1997), *Jackie Brown* (1997), *Wag the Dog* (1997), *Ronin* (1998), *Analyze This* (1999), *Men of Honor* (2000), *Meet the Parents* (2000), *The Score* (2001), *Showtime* (2002), *Analyze That* (2002), *Godsend* (2004), *Shark Tale* (2004), *Meet the Fockers* (2004), *The Bridge of San Luis Rey* (2004), *The Good Shepherd** (2006), *Little Fockers* (2010), *Killer Elite* (2011), *Last Vegas* (2013), *American Hustle* (2013), *Heist* (2015), *Joker* (2019), *The Irishman* (2019) and *Killers of the Flower Moon* (2023).

***Also directed**

RAY LIOTTA (b. December 18, 1954 in Newark, New Jersey—May 26, 2022) was an American actor and producer best known for his roles in *Field of Dreams* (1989) and *Goodfellas* (1990).

After studying acting at the University of Miami, where he performed in several musicals, he moved to New York City. There, he bartended for the Shubert Organization, using that connection to land acting roles in the city. He made his

screen debut with the soap opera *Another World* (1978–1981) and would mostly act in television until 1983. One notable role from this period is his performance as Sacha for 1983's *Casablanca*, a short-lived series that acted as a prequel to the classic film of the same name. He made his film debut with 1983's *The Lonely Lady*, and his first major acting role was for Jonathan Demme's *Something Wild* (1986). When he heard Martin Scorsese was casting *Goodfellas* (1990), he specifically fought for the part of Henry Hill, which he received, and the film's success made him a star. He has 126 acting credits, among them *Cocaine Bear* (2023), *The Many Saints of Newark* (2021), *Marriage Story* (2019), *Shades of Blue* (TV Series, 2016–2018), *The Identical* (2014), *The Iceman* (2013), *Killing Them Softly* (2012), *The Son of No One* (2011), *Wild Hogs* (2007), *Revolver* (2005), *Narc* (2002), *Hannibal* (2001), *The Rat Pack* (TV Movie, 1998), *No Escape* (1994), and *Unlawful Entry* (1992).

JOE PESCI (b. February 9th, 1943 in Newark, New Jersey) began appearing in New York plays by the time he was five years old. However, when it came time to pick a vocation, he initially chose to be a barber (like his mother) and a musician. He played guitar in several bands, including Joey Dee and the Starlites, and released his debut album *Little Joe Sure Can Sing!* as Joe Ritchie. From 1970 to 1976, he would perform in a comedy duo with Frank Vincent that would eventually take him to Broadway for the short-lived show *The New Vaudevillians* in 1975. He would make his film debut with the 1976 low-budget crime film *The Death Collector*; after seeing this film, Martin Scorsese and Robert De Niro would cast him in *Raging Bull* as Joey LaMotta. He has since accumulated a total

of 42 acting credits, among them *The Irishman* (2019), *Love Ranch* (2010), *The Good Shepherd* (2006), *Lethal Weapon 4* (1998), *8 Heads in a Duffel Bag* (1997),



Casino (1995), *A Bronx Tale* (1993), *Lethal Weapon 3* (1992), *My Cousin Vinny* (1992), *JFK* (1991), *Home Alone* (1990), *Goodfellas* (1990), *Lethal Weapon 2* (1989), *Once Upon a Time in America* (1984), and *I'm Dancing as Fast as I Can* (1982).

LORRAINE BRACCO

(born October 2, 1954 in Bay Ridge, Brooklyn) is an American actress perhaps best known for portraying Jennifer Melfi in the HBO series *The Sopranos* (1999–2007). Fresh out of high school in 1974, she moved to France from her native Brooklyn. There, she became a fashion model for Jean-Paul Gaultier. Through her modeling, she was offered a major role in a film adaptation of Marc Camoletti's *Duos sur canapé*, released in 1979. She found the experience of acting to be dreadfully boring compared to her other career, so subsequent small roles were merely “for the money.” She continued modeling, as well as working as a radio disc jockey, but was ultimately converted to acting through a transformative experience filming *Camorra* (1986) with Lina Wertmüller. Since then, she has been nominated for an Academy Award, four Emmy Awards, four Golden Globe Awards, and three Screen Actors Guild Awards. She has 62 credits, and some films and television shows she has appeared in include *Jacir* (2022), *The Perfect Recipe* (TV Movie, 2022), *Jerk* (TV Series, 2019–2021), *Blue Bloods* (TV Series, 2017–2018), *I Married a Mobster* (TV Series, 2011), *The Basketball Diaries* (1995), *Traces of Red* (1992), and *Medicine Man*.

PAUL SORVINO (b. April 13, 1939, Brooklyn, New York—d. July 25th, 2022) was an American actor, pasta sauce tycoon known for playing authority figures in crime films and television shows, on the sides of law enforcement and criminality alike. Born in Brooklyn, he studied voice and acting before taking up theater, making his Broadway debut with the 1964 musical *Bajour*. He first appeared onscreen for 1970's *Where's Poppa?*, marking the start of his lengthy career in film and television. He has 174 on-screen acting credits,

some of which include *Nixon* (1995), *The Firm* (1993), *The Rocketeer* (1991), *Law and Order* (1991), *The Stuff* (1985), *Reds* (1981), *I Will, I Will... for Now* (1976), *Bert D'Angelo/Superstar* (TV Series, 1976), *It Couldn't Happen To A Nicer Guy* (1974), *The Gambler* (1974), and *A Touch of Class* (1973). He directed *Wheelbarrow Closers*, a 1976 Broadway play by Louis La Russo II. He also helped found the American Stage Company, a group that launched several successful off-Broadway shows, in 1986. Before screening his film *Once Upon a Time in Queens* at the Florida Film Festival in Orlando in April 2014, Sorvino revealed that he practiced New Formalist poetry, reciting one of his own poems as an example.



CATHERINE SCORSESE (b. April 16, 1912 in Little Italy, Manhattan—d. January 6, 1997) is the mother of acclaimed director Martin Scorsese, best known for acting in his films and elsewhere. However, her son wasn't her first connection to show business: her father worked in theater as a stage coordinator and her husband, Luciano Charles "Charlie" Scorsese, was an actor. With Luciano, she had three children, including Martin. She made her acting debut with her son's short film *It's Not Just You, Murray!* She amassed 17 acting credits throughout her life, including roles in *Mean Streets* (1973), *Taxi Driver* (1976), *The King of Comedy* (1982), *Easy Money* (1983), *The Muppets Take Manhattan* (1984), *After Hours* (1985), *Wise Guys* (1986), *China Girl* (1987), *Moonstruck* (1987), *Goodfellas* (1990) *The Godfather Part III* (1990), *Cape Fear* (1991), *The Age of Innocence* (1993), *Men Lie* (1994) and *Casino* (1995).

DEBI MAZAR (b. August 13, 1964 in Queens, New York) skipped college and went to work as a makeup

artist in NYC, where she became a fixture on the 1980s downtown club scene, much of which can be seen in her first film *Downtown 81*, which follows a day in the life of artist Jean-Michel Basquiat. It was doing make-up for videos where she befriended a then-struggling Madonna, who convinced Mazar to get into acting (the two remain best friends to this day). Recently, Mazar is most known for her work as press agent Shauna Roberts on the HBO series *Entourage*. She also starred on the Cooking Channel, along with her husband, Gabriele Corcos, on the show *Extra Virgin*. She has acted in 122 films and TV shows, such as *The Pentaverate* (TV Miniseries, 2022), *Younger*, (TV Series, 2015-2021), *Happy!* (TV Series, 2017-2019), *Arde Madrid* (TV Miniseries, 2018), *She's Funny That Way* (2014), *Return to Babylon* (2013), *Lovelace* (2013), *Entourage* (2004-2011, TV Series), *Law & Order: Special Victims Unit* (2008, TV Series), *Be Cool* (2005), *NYPD Blue* (2005, TV Series), *CSI: Miami* (2004, TV Series), *Collateral* (2004), *Deception* (2003), *Friends* (2002, TV Series), *Marry Me or Die* (1998), *Frogs for Snakes* (1998), *Trees Lounge* (1996), *Batman Forever* (1995), *Burke's Law* (1995, TV Series), *Bullets Over Broadway* (1994), *L.A. Law* (1993-1994, TV Series), *Money for Nothing* (1993), *So I Married an Axe Murderer* (1993), *Malcolm X* (1992), *Singles* (1992), *Little Man Tate* (1991), *Jungle Fever* (1991), *Goodfellas* (1990) and *Downtown 81* (1981).

JERRY VALE (b. July 8, 1930 in the Bronx, NYC—d. May 18, 2014) was an American singer, songwriter, and actor best known for his pop success in the 1950s and 1960s. He began his show business career in high school while working at a barbershop: though his job was to shine shoes, he sang while he worked, and his boss enjoyed the sound so much that he paid for Vale to take music lessons. Soon after, Vale would sing in school musicals and at a local nightclub. Following a three-year residency at The Enchanted Room in Yonkers, he signed a contract with Columbia Records, launching his career. Of Italian descent, he sang many of his songs in Italian, and several of these songs were used in soundtracks to Scorsese films. He made cameo appearances in both *Goodfellas* (1990) and *Casino* (1996).

The best online source of information about *Goodfellas* is the [Cinephilia & Beyond compilation](#). It contains, essays, text and video interviews with Scorsese, Schoonmaker, Balhaus and others, [a link](#)

[to a documentary on the real Henry Hill](#), documentaries on the making of *Goodfellas*, production stills, the shooting the script, and more.



Tim Pelan: “‘Goodfellas’ at 30: Martin Scorsese’s Anthropological Goodlife Through a Lens” (Cinephilia & Beyond)

... *Goodfellas* is based on the true-life story of Henry Hill (played by Ray Liotta), a low-level gangster from boyhood to manhood stretching through the 1960s and 1970s, turned FBI informer, as related by him to crime reporter Nicholas Pileggi in his book, [Wise Guy: Life in a Mafia Family](#). The author collaborated with Scorsese on the screenplay. The Irish American Hill’s crimes escalated from stealing cigarettes for local Italian American kingpin Paulie (Paul Sorvino) to larger scale robberies, selling stolen goods, loan sharking, hijacking, arson and eventual drug dealing, which would be his downfall. It’s funny how (!) the mob is so squeamish about drug dealing. Hill’s secrecy and sampling of his product cause severe paranoia and sloppiness, leading to his own downfall and actual salvation, although he can’t see it that way. Parallel and complicit to all this is his tumultuous life with his wife Karen (Lorraine Bracco) for whom he converts from Catholicism to Judaism. Not to mention several mistresses along the way.

Research hound Robert De Niro, who played Jimmy “The Gent” Conway, mentor and murderous friend to Hill, kept in contact with the real deal. “I would call Henry Hill every couple of days and check with him. I would just say, ‘I need to talk to Henry,’ and they would find him wherever he was. He was in a witness protection program at the time.” *Goodfellas* really opened the lid on the garrulous gangsters we’re familiar with today, like *The Sopranos*, many of that

shows cast members having appeared in the film also. [The Godfather](#) was stately, secretive, a closed house. Here, it’s open house, where it’s all fun and games in wild nights out or after-hours card games until somebody loses an eye, or an arm. Or “Here’s a wing!” as Hill’s Italian-born hair-trigger friend Tommy DeVito (Joe Pesci) quips, when the trio of brothers in arms are burying Billy Batts (Frank Vincent) who’s ragging of Tommy (“Now go home and get your fuckin’ shine box!”) went a little too far. An anthropological Goodlife through a lens.

Here are a couple of quotes from Scorsese that sum up both the style and the message of the film:

“I was interested in breaking up all the traditional ways of shooting the picture. A guy comes in, sits down, exposition is given. So the hell with the exposition—do it on the voiceover, if need be at all. And then just jump the scene together. Not by chance. The shots are designed so that I know where the cut’s going to be. The action is pulled out of the middle of the scene, but I know where I’m going to cut it so that it makes an interesting cut... In this film, actually the style gave me the sense of going on a ride, some sort of crazed amusement-park ride, going through the Underworld, in a way.”

And how he uses Hill “as a mirror of American Society”:

“Yeah, the lifestyle reflects the times. In the early sixties, the camera comes up on Henry and he’s waiting outside the diner and he’s got this silk suit on and he hears ‘Stardust.’ And he’s young and he’s looking like all the hope in the world ready for him and he’s going to conquer the world. And then you just take it through America—the end of the sixties, the seventies, and finally into the end of the seventies with the disillusionment and the state of the country that we’re in now. I think his journey reflects that. That wasn’t planned. But there’s something about the moment when his wife says, ‘Hide that cross,’ and the next thing you know, he’s getting married in a Jewish ceremony, and wearing a Star of David and a cross—it doesn’t make any difference. Although I didn’t want to make it heavy in the picture, the idea is that if you live for a certain kind of value, at a certain point in life you’re going to come smack up against a brick wall. Not only Henry living as a gangster: in my feeling, I guess it’s the old materialism versus a spiritual life.”

Scorsese uses several long takes, holding on the action playing in background, subtext, and written across faces. The infamous “Funny how?” exchange was first improvised, then tightly scripted, drawn from

a childhood recollection of Joe Pesci's. Scorsese said "it was really finally done in the cutting with two cameras. Very, very carefully composed. Who's in the frame behind them. To the point where we didn't have to compromise lighting and positions of the other actors, because it's even more important who's around them hearing this."

The most astonishing long take, or sequence shot, as it conveys everything the film needs to tell you about Henry's access and power at an early point in the

movie, is his and Karen's first real date, as he sweeps her through the side entrance, back corridors and kitchen of the Copacabana club to the dining area. Henry tips and jokes with staff, guiding Karen through the kitchen. He is focused, in control of the moment, the camera



gliding along in his wake. A waiter whisks a white-clothed table in front of them and places it right in front of the stage, Henry and Karen settling back into likewise magically appearing chairs ("Hey, how come we can't get a table?" someone is overheard off camera). At the time, this was the longest ever Steadicam shot in a film, at two minutes, 59 seconds, scored to the evocative [Then He Kissed Me](#) by The Crystals. It reflects Henry's acceptance into that world, his seduction of the innocent too—"What do you do?" Karen wonders aloud. In actuality there were several strata to the seating arrangements—the footsoldiers like Henry sat in the lower area by the stage, the bosses up by the rail. Each family sat in their own designated areas. "The camera just glided through this world," Scorsese reflected. "All the doors opened to him. Everything just slipped away, it was like heaven. Then to emerge like a king and queen—this is the highest he could aspire to."

The Copa shot was blocked, lit and filmed in half a day, nailed on the eighth take. Steadicam operator Larry McConkey on the process, via [Filmmaker Magazine](#):

"We did our first walkthrough in the late afternoon—the idea was that we would shoot it at night. Lorraine Bracco and Ray Liotta were there, and Marty said that he wanted it to start with this big close-up of the tip being given to somebody to watch Ray's car, and then we would walk and follow them. So we walked across the street, went down the stairs (of the Copa's back entrance), around the corner and down a long hallway. Now, Marty may have just thought that he would have voiceover overtop of the shot, but I was kind of

looking at my watch and thinking, 'This is already the worst case of shoe leather in the history of cinema.

There's no way this will ever work.' We got to the kitchen and Michael Ballhaus said, 'Marty, we have to go into

the kitchen.' Marty said, 'Why would they go into the kitchen?' And Ballhaus said, 'Because the light is beautiful.' 'OK, we go in the kitchen.' So we turned the corner and went into the kitchen and then back out the same door. Finally, we get into the club and there's some dialogue and some action, but I'm thinking the first two minutes of this shot are going to be awful. There's no way they'll ever use it. They're going to cut it to hell.

There are technical problems when you're trying to do an uncut shot. You want the wide and you want the tight in the same shot, but how do you connect the two? Do you just wait while the camera trundles in? You can't do that. So we essentially had to invent a way to edit it in the shot. I had to be wide to follow (Ray and Lorraine) down the stairs, because otherwise it would be a shot of the tops of their heads, but when they got to the bottom of the stairs they turned a corner and they would disappear if I didn't catch up to them. So I said, 'Ray, we have to figure out a way for you to stall at the bottom of the stairs so I can catch up to you.' Joe Reidy said, 'We have a lot of extras so we can have a doorman and Ray could talk to him.' Then someone came up with the idea 'You know what, Ray should give him a tip.' Now we're echoing a theme

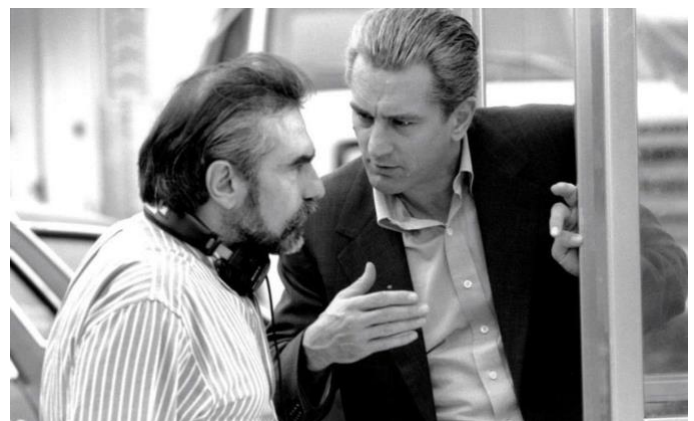
that's built into the character and built into the movie. Then walking down the hallway I said, 'Ray, I really want to see your face now. So we've got to figure out a reason for you to turn around.' He said, 'Well, I can talk to somebody else in the hall.' So we brought in a couple who were making out and Ray would turn and say, 'Every time, you two.' So we structured events within the shot that covered the limitations of not being able to cut in order to give it pace and timing. What I didn't expect, and what I only figured out later, was that all those (interactions) ended up being the heart and soul of the shot. Because Ray incorporated his character into those moments, those moments actually became what the shot was about instead of being tricks or being artifices."

Another sequence shot shortly after this one during Henry and Karen's courtship further illuminates Henry's character, and her acceptance of it. She calls him in tears, after being manhandled out on a drive by the young guy from across the street. Henry picks her up and takes her home, checks if she's okay, tells her to go inside, all the while eyeballing the preppy prick and his friends in their driveway around a red sports car. There's no music this time, just the diegetic suburban soundscape of barking dogs, birds and sprinklers. Henry, sporting a tan leather jacket that practically screams "hood" this time around does most definitely not belong in this world, as he stalks wordlessly across the street, the camera in front of his approaching menace, then swiveling to take in what follows—he pistol-whips the arrogant kid in an unflinching intrusion of primal pummeling. He warns the guy if he ever touches her again he's dead, then stalks back across the street, teeth still bared, and tells Karen to hide the bloodied gun. Her voice over is the kicker: "I know there are women, like my best friends, who would have gotten out of there the minute their boyfriend gave them a gun to hide. But I didn't. I gotta admit the truth: it turned me on."

Scorsese had invaluable collaborators on *Goodfellas*—stalwart editor Thelma Schoonmaker; the gorgeous cinematography of Michael Ballhaus; and the production design of Kristi Zea. Not to mention the astounding era-straddling [music selection](#), from do-wop numbers to outstanding paranoia "day in the life" selection [Jump Into The Fire](#) by Harry Nilsson. It plays as Henry juggles a (real, flesh and blood) family dinner preparation, leaving his kid brother to stir the sauce while he tries to make a gun deal and deliver drugs, his coked-up, pasty, red-eyed visage craning through the

windscreen at that friggin' helicopter that's right on his ass. And the [Layla \(Piano Exit\)-scored montage](#) as Jimmy, deep in his own paranoiac greed and security-minded ruthlessness, has everyone involved in the Lufthansa heist systematically offed, their bodies turning up as a sad ignominious refrain to the music beats—Scorsese had the number played live on set. Remember that David Thomson quote at the top of the essay? De Niro's Jimmy, when he first contemplates this path, is "like a cobra scrutinizing a charmer," as the camera closes in on him at the bar, ruminating. He even considers later offing Karen, leading her out the back, down to some alley to pick up some good. Wisely, she gets the jitters and bolts. How in the hell, when the film is this deep in the filth, can it be said to glamorize crime? Mind you, Henry is initially prepared to keep schtum over Jimmy's purge. Although he was complicit in disposing of Billy Batts, a made guy. When revenge comes knocking for Tommy, there's not a damn thing he or Jimmy can do about it. That's a line crossed too far.

Henry upends Jimmy's advice ("Never rat on your friends and always keep your mouth shut") to literally save his own skin. "I think Henry realizes the horror he's brought upon himself, how they're all living, and it's way too late. The only thing to do is get out of it. And how can you get out?" Scorsese reflected. By turning everyone in and becoming another nobody "in a neighborhood full of nobodies." That startling breaking of the fourth wall when Henry steps off the witness stand and addresses us? There's no real remorse there, only relief (modestly perhaps, Scorsese says he couldn't think of any other way to end it). As Nev Pierce recalls in his *Empire* [Movie Masterpieces](#) essay, "'We were treated like movie stars with muscle,' he (Henry) says fondly. 'Today, everything is different. There's no action. I have to wait around like everyone else...' Caught between suburbia and Satan: anonymity and gory glory. Either way, he's lost."



Gavin Smith: “Interview with Martin Scorsese,”
***Film Comment*, 1990)**

What was it that drew you to the Goodfellas material?

I read a review of the book; basically it said, “This is really the way it must be.” So I got the book in galleys and started really enjoying it because of the free-flowing style, the way Henry Hill spoke, and the wonderful arrogance of it. And I said, oh, it would make a fascinating film if you just make it what it is—literally as close to the truth as a fiction film, a dramatization, could get. No sense to try to whitewash, [to elicit] great sympathy for the characters in a phony way. If you happen to feel something for the character Pesci plays, after all he does in the film, and if you feel something for him when he’s eliminated, then that’s interesting to me. That’s basically it. There was no sense making this film [any other way].

You say dramatization and fiction. What kind of a film do you see this as being?

I was hoping it was a documentary. [Laughs]. Really, no kidding. Like a staged documentary, the spirit of a documentary. As if you had a 16mm camera with these guys for 20, 25 years; what you’d pick up. I can’t say it’s “like” any other film, but in my mind it [Has] the freedom of a documentary, where you can mention 25 people’s names at one point and 23 of them the audience will not have heard of before and won’t hear of again, but it doesn’t matter. It’s the familiarity of the way people speak. Even at the end when Ray Liotta says over the freeze-frame on his face, “Jimmy never asked me to go and whack somebody before. But now he’s asking me to go down and do a hit with Anthony in Florida.” Who’s Anthony? It’s a mosaic, a tapestry, where faces keep coming in and out. Johnny Dio, played by Frank Pellegrino, you only see in the Fifties, and then in the Sixties you don’t see him, but he shows up in the jail sequence. He may have done something

else for five or six years and come back. It’s the way they live.

How have your feelings about this world changed since Mean Streets?

Well, Mean Streets is much closer to home in terms of a real story, somewhat fictionalized, about events that occurred to me and some of my old friends.



[Goodfellas] has really nothing to do with people I knew then. It doesn’t take place in Manhattan, it’s only in the boroughs, so it’s a very different world—although it’s all interrelated. But the spirit of it, again, the attitudes. The morality—you know, there’s none, there’s none. Completely amoral. It’s just wonderful. If you’re a young person, 8 or 9, and these people treat you a certain way because you’re living around them, and then as you get to be a teenager and you get a little older, you begin to realize what they did and what they still do—you still have those first feelings for them as people, you know. So, it kind of raises a moral question and a kind of moral friction in me. That was what I wanted to get on the screen.

How did you feel about Married to the Mob, which satirized the Mafia lifestyle?

I like Jonathan Demme’s movies. In fact, I have the same production designer, Kristi Zea. But, well, it’s a satire—it’s just too many plastic seat-covers. And yet, if you go to my mother’s apartment, you’ll see not only the plastic seatcovers on the couch but on the coffee table as well. So where’s the line of the truth? I don’t know. In the spirit of Demme’s work I enjoyed it. But as far as an Italian-American thing, it’s really like a cartoon. When he starts with “Mambo Italia no,” Rosemary Clooney, I’m already cringing because I’m Italian-American, and certain songs we’d like to forget! So I told Jonathan he had some nerve using that, I said only Italians could use “Mambo Italiano” and get away with it. There might be some knocks at his door [Laughs].

Do Goodfellas and Mean Streets serve as an antidote to The Godfather's mythic version of the Mafia?

Yes, yeah, absolutely. Mean Streets, of course, was something I was just burning to do for a number of years. [By the time I did it,] The Godfather had already come out. But I said, it doesn't matter, because this one is really, to use the word loosely, anthropology—that idea of how people live, what they ate, how they dressed. Mean Streets has that quality—a quote “real” unquote side of it. Goodfellas more so. Especially in terms of attitude. Don't give a damn about anything, especially when they're having a good time and making a lot of money. They don't care about their wives, their kids, anything.



The Godfather is such an overpowering film that it shapes everybody's perception of the Mafia—including people in the Mafia.

Oh, sure. I prefer Godfather II to Godfather I. I've always said it's like epic poetry, like Morte d'Arthur. My stuff is like some guy on the street-corner talking.

In Goodfellas we see a great deal of behavior, but you withhold psychological insight.

Basically I was interested in what they do. And, you know, they don't think about it a lot. They don't sit around and ponder about [laughs]. “Gee, what are we doing here?” The answer is to eat a lot and make a lot of money and do the least amount of work as possible for it. I was trying to make it as practical and primitive as possible. Just straight ahead. Want. Take. Simple. I'm more concerned with showing a lifestyle and using Henry Hill (Ray Liotta) as basically a guide through it.

You said you see this as a tragic story.

I do, but you have a lot of the guys, like [real-life U.S. attorney] Ed McDonald in the film or Ed Hayes [a real defense attorney], who plays one of the defense attorneys, they'll say, “These guys are animals and

that's life,” and maybe not care about them. Henry took Paulie [Paul Sorvino] as sort of a second father; he just idolized these guys and wanted to be a part of it. And that's what makes the turnaround at the end so interesting and so tragic, for me.

In Scorsese on Scorsese you said that, growing up, you felt being a rat was the worst thing you could

be. How do you feel about Henry and what he did?

That's a hard one. Maybe on one level, the tragedy is in the shots of Henry on the stand: “Will you point him out to me, please?” And you see him look kind of sheepish, and he points to Bob De Niro playing Jimmy Conway. And the camera moves in on Conway. Maybe

that's the tragedy—what he had to do to survive, to enable his family to survive.

This is “Henry Hill” as opposed to Henry Hill—purely an imaginative version of this guy?

Yes. Based on what he said in the book and based on what [co-writer] Nick [Pileggi] told me. I never spoke to Henry Hill. Towards the end of the film I spoke to him on the phone once. He thanked me about something. It was just less than 30 seconds on the phone.

You use him as a mirror of American society.

Yeah, the lifestyle reflects the times. In the early Sixties, the camera comes up on Henry and he's waiting outside the diner and he's got this silk suit on and he hears “Stardust.” And he's young and he's looking like all the hope in the world ready for him and he's going to conquer the world. And then you just take it through America—the end of the Sixties, the Seventies, and finally into the end of the Seventies with the disillusionment and the state of the country that we're in now. I think his journey reflects that. That wasn't planned. But there's something about the moment when his wife says, “Hide that cross,” and the next thing you know, he's getting married in a Jewish

ceremony, and wearing a Star of David and a cross—it doesn't make any difference. Although I didn't want to make it heavy in the picture, the idea is that if you live for a certain kind of value, at a certain point in life you're going to come smack up against a brick wall. Not only Henry living as a gangster: in my feeling, I guess it's the old materialism versus a spiritual life.

Goodfellas is like a history of postwar American consumer culture, the evolution of cultural style. The naivete and romanticism of the Fifties... There's a kind of innocent mischief mid charm to the worldliness. But then at a certain point it becomes corrupt.

It corrupts and degenerates. Even to the point (that) some of the music degenerates in itself. You have "Unchained Melody" being sung in a decadent way, like the ultimate doo-wop—but not black, it's Italian doowop. It's on the soundtrack after Stacks gets killed and Henry comes running into the bar. Bob tells him, "Come on, let's drink up, it's a celebration," and Tommy says, "Don't worry about anything. Going to make me." And over that you hear this incredible doo-wop going on, and it's sort of like even the music becomes decadent

in a way from the pure Drifters, Clyde McPhatter singing "Bells of St. Mary's," to Vito and the Salutations. And I like the Vito and the Salutations version of "Unchained Melody." Alex North wrote it along with somebody else—it was from this movie made in the early Fifties called *Unchained*. And it's unrecognizable. It's so crazy and I enjoy it. I guess I admire the purity of the early times and... Not that I admire it, but I'm a part of the decadence of what happened in the Seventies and the Eighties.

Pop music is usually used in films, at least on one level, to cue the audience to what era it is.

Oh, no, no, forget that, no. In *Mean Streets* there's a lot of stuff that comes from the Forties. The thing is,

believe me, a lot of these places you had jukeboxes and, when The Beatles came in, you still had Benny Goodman, some old Italian stuff, Jerry Vale, Tony Bennett, doo-wop, early rock 'n' roll, black and Italian... There's a guy who comes around and puts the latest hits in. [But] when you hang out in a place, when you are part of a group, new records come in but [people] request older ones. And they stay. If one of the guys leaves or somebody gets killed, some of his favorite music [nobody else] wants to listen to, they throw it away. But basically there are certain records that guys like and it's there. Anything goes, anything goes.

Why Sid Vicious doing "My Way" at the end?

Oh, it's pretty obvious, it may be even too obvious. It's period, but also it's Paul Anka and of course Sinatra—although there's no Sinatra in the film. But "My Way" is an anthem. I like Sid Vicious' version because it

twists it, and his whole life and death was a kind of slap in the face of the whole system, the whole point of me—because eventually, yeah, they all did it their way. [Laughs] Because we did it our way, you know.

Goodfellas' vision of rock 'n' roll style colliding with a fetishized gangster attitude made me

think of Nic Roeg's *Performance*, which was about the dark side of the Sixties too.

Oh I like *Performance*, yeah. I never quite understood it, because I didn't understand any of the drug culture at that time. But I liked the picture. I love the music and I love Jagger in it and James Fox—terrific. That's one of the reasons I used the Ry Cooder [song] "Memo to Turner"—the part where Jimmy says, "Now, stop taking those fucking drugs, they're making your mind into mush." He slams the door. He puts the guns in the trunk and all of a sudden you hear the beginning of this incredible slide guitar coming in. It's Ry Cooder. And I couldn't use the rest of it because the scene goes too quick. The Seventies drug thing was important because I wanted to get the impression of that craziness.



Especially that last day, he starts at six in the morning. The first thing he does is gets the guns, takes a hit of coke, gets in the car. I mean, you're already wired, you're wired for the day. And his day is like crazy. Everything is at the same importance. The sauce is just as important as the guns, is as important as Jimmy, the drugs, the helicopter. The idea was to stylistically try to give the impression—people watching the film who have taken drugs will recognize it—of the anxiety and the thought processes. And the way the mind races when you're taking drugs, really doing it as a lifestyle.

The film's first section presents a kind of idealized underworld with its own warmth and honor-among-thieves code. This gradually falls away, reflected in the characters of Tommy and Jimmy.

True, true. But Jimmy Conway was not Mafia. The idea was, you signed on for that life, you may have to exit that life in an unnatural way, and they knew that. I'm not saying, oh, those were the good old days. In a funny way [laughs]—not that funny—but in a way there's a breakdown of discipline, of whatever moral code those guys had in the Fifties and Sixties. I think now with drugs being the big money and gangsters killing people in the government in Colombia, the Mafia is nothing. They'll always be around, there'll always be the organized-crime idea. But in terms of the old, almost romantic image of it typified by the Godfather films, that's gone.

The Seventies sequence is about losing control, about disintegration.

Totally. Henry disintegrates with drugs. With Jimmy Conway, the disintegration is on a more lethal level, the elimination of [everybody else]. Earlier there's so many shots of people playing cards and at christenings and weddings, all at the same table. If you look at the wedding, the camera goes around the table and all the people at that table are killed by Jimmy later on.

Unlike all your other protagonists, Henry seems secure in his identity. What is his journey, from

your point of view?

You know, I don't know. I don't mean to be silly; I guess I should have an answer for that. Maybe in the way he feels through his voiceover in the beginning of the film about being respected. I think it's really more about Henry not having to wait in line to get bread for his mother. It's that simple. And to be a confidante of people so powerful, who, to a child's mind, didn't have to worry about parking by a hydrant. It's the American Dream.

Once he has this status lifestyle, what's at stake for him?

Things happen so fast, so quick and heavy in their lifestyle, they don't think of that. Joe Pesci pointed out that you have literally a life expectancy—the idea of a cycle that it takes for a guy to be in the prime of being of wiseguy—the prime period is like maybe eight or

nine years, at the end of which, just by the law of averages, you're either going to get killed or most likely go to jail. And then you begin the long thing with going back and forth from jail to home, jail to home. It begins to wear you down until only the strongest survive. I



think Henry realizes the horror he's brought upon himself, how they're all living, and it's way too late. The only thing to do is get out of it. And how can you get out?

He remains an enigma—untainted by what he's done and at the end achieving a kind of grace as just a regular guy like everybody else. What were you trying to do with the ending?

It's just very simply that's the way the book ended and I liked what he said, I liked his attitude: "Gee, there's no more fun." [Laughs] Now, you can take that any way you want. I think the audience should get angry with him. I would hope they would be. And maybe angry with the system that allows it—this is so complex. Everything is worked out together with these guys and with the law and with the Justice Department.

It'll be phony if he felt badly about what he did. The irony of it at the end I kind of think is very funny.

Why do you have him addressing the camera at the end?

Couldn't think of any other thing to do, really. Just, you know, got to end the picture. Seriously.

How did you conceptualize the film stylistically? Did you break the film down into sequences?

Yeah, as much as possible. Everything was pretty much storyboarded, if not on paper, in notes. These days I don't

actually draw each picture. But I usually put notes on the sides of the script, how the camera should move. I wanted lots of movement and I wanted it to be throughout the whole picture, and I wanted the style to kind of break down by the end, so that by his last day as a wiseguy, it's as if the whole

picture would be out of control, give the impression he's just going to spin off the edge and fly out. And then stop for the last reel and a half. The idea was to get as much movement as possible—even more than usual. And a very speeded, frenetic quality to most of it in terms of getting as much information to the audience—overwhelming them, I had hoped—with images and information. There's a lot of stuff in the frames. Because it's so rich. The lifestyle is so rich—I have a love-hate thing with that lifestyle.

I don't think I've ever seen freeze frames used in such a dramatic way—freezing a moment and bringing the narrative to a halt.

That comes from documentaries. Images would stop; a point was being made in his life. Everybody has to take a beating sometime, BANG: freeze and then go back with the whipping. What are you dealing with there? Are you dealing with the father abusing Henry—you know, the usual story of, My father beat me, that's why I'm bad. Not necessarily. You're just saying, "Listen, I

take a beating, that's all, fine." The next thing, the explosion and the freeze frame, Henry frozen against it—it's hellish, a person in flames, in hell. And he says, "They did it out of respect." It's very important where the freeze frames are in that opening sequence. Certain things are embedded in the skull when you're a kid. The freeze frames are basically all Truffaut. [The style] comes from the first two or three minutes of Jules and Jim. The Truffaut and Godard techniques from the early Sixties that have stayed in my mind—what I loved about them was that narrative was not that important: "Listen, this is what we're going to do right

now and I'll be right back. Oh, that guy, by the way, he got killed. We'll see you later." Ernie Kovacs was that way in the Fifties in TV. I learned a lot from watching him destroy beautifully the form of what you were used to thinking was the television comedy show. He would stop and talk to the camera and do strange things; it



was totally surreal. Maybe if I were of a different generation I would say Keaton. But I didn't grow up with Keaton, I grew up with early TV.

Or if you're my generation it would be Pee Wee's Playhouse.

Yeah, again, breaking up a narrative—just opens up a refrigerator, there's a whole show inside, and closes the door. That's great. I love Pee Wee Herman. I tape the show. We had them sent to Morocco when we were doing Last Temptation; on Sundays we'd watch it on PAL system. Yeah. [Laughs]

Goodfellas uses time deletions during many scenes: you see someone standing by the door, then they're suddenly in the chair, then—

It's the way things go. They've got to move fast. I was interested in breaking up all the traditional ways of shooting the picture. A guy comes in, sits down, exposition is given. So the hell with the exposition—do it on the voiceover, if need be at all. And then just

jump the scene together. Not by chance. The shots are designed so that I know where the cut's going to be. The action is pulled out of the middle of the scene, but I know where I'm going to cut it so that it makes an interesting cut. And I always loved those jump cuts in the early French films, in Bertolucci's *Before the Revolution*. Compressing time. I get very bored shooting scenes that are traditional scenes. In this film, actually the style gave me the sense of going on a ride, some sort of crazed amusement-park ride, going through the *Underworld*, in a way. Take a look at this, and you pan over real fast and, you know, it kind of lends itself to the impression of it not being perfect—which is really what I wanted. That scene near the end, Ed McDonald talking to [the Hills]—I like that, [it's as if the movie] kind of stops, it gets cold and they're in this terrifying office. He's wearing a terrifying tie—it's the law and you're stuck. And they're on the couch and he's in a chair and that's the end of the road. That's scary.

When you're shooting and editing, how do you determine how much the audience can take in terms of information, shot length, number of cuts, etc.?
Over the past decade our nervous systems have developed a much greater tolerance of sensory overload.

I guess the main thing that's happened in the past ten years is that the scenes have to be quicker and shorter. Something like *The Last Emperor*, they accept in terms of an epic style. But this is sort of my version of MTV, this picture. But even that's old-fashioned.

Is there a line you won't cross in terms of editing speed, how fast to play scenes?

The last picture I made was *Life Lessons in New York Stories*. And that's pretty much the right level. *Goodfellas* lends itself to a very fast-paced treatment. But I think where I'm at is really more the *New York Stories* section. Not *Last Temptation*. *Last Temptation*, things were longer and slower there because, well, of a certain affection for

the story and for the things that make up that story. And the sense of being almost stoned by the desert in a way, being there and making things go slower; a whole different, centuries-earlier way of living. *New York Stories* had, I think, maybe a balance between the two. The scenes went pretty crisp, pretty quickly. There were some montage sequences. But still I'd like to sustain [the moments]. In *Goodfellas*, that whole sequence I really developed with the actors, Joe Pesci's



story and Ray responding to him, it's a very long sequence. We let everything play out. And I kept adding setups to let the whole moment play out. But if what the actors were doing was truthful or enjoyable enough, you can get away with it.

The “What’s so funny about me?” scene in the restaurant between Liotta and Pesci was improvised?

Totally improv—yeah. It's based on something that happened to Joe. He got out of it the same way—by taking the chance and saying, “Oh, come on, knock it off.” The gentleman who was threatening him was a friend, (but) a dangerous person. And Joe's in a bad state either way. If he doesn't try laughing about it, he's going to be killed; if he tries laughing about it and the guy doesn't think it's funny, he's going to be killed. Either way he's got nothing to lose. You see, things like that, they could turn on a dime, those situations. And it's just really scary. Joe said, “Could I please do that?” I said, “Absolutely, let's have some fun.” And we improvised, wrote it down, and they memorized the lines. But it was really finally done in the cutting with two cameras. Very, very carefully composed. Who's in the frame behind them. To the point where we didn't have to compromise lighting and positions of the other actors, because it's even more important who's around them hearing this.

What about the continuation of the scene with the restaurant owner asking for the money?

Oh, that's all playing around, yeah. That kind of dialogue you can't really write. And the addition of

breaking the bottle over Tony Harrow's head was thought of by Joe at lunchtime. I got mad at him. I said, "How could you—why now, at lunch? Now we've got to stop the shooting. We've got to go down and get fake bottles." He said, "Well, couldn't we maybe do it with a real bottle?" "No." "Well, maybe we could throw it at him." "No, no, that's not as good." "How about a lamp? Let's hit him with a lamp." So we tried hitting him with different things. It was actually one of the funniest days we ever had. Everybody came to visit that day. And I don't like

visitors on the set, but that was a perfect time to have them visit because most of the laughter on the tracks that you hear is people from behind the camera, me and a lot of Warners executives who showed up. The real improvs were done with Joe and

Frank Severa, who played Carbone, who kept mumbling in Sicilian all the time. And they kept arguing with each other. Like the coffee pot: "That's a joke. Put it down. What, are you going to take the pot?"—he was walking out with the pot. It's more like telling him, even as an actor, "Are you out of your mind? Where are you going with the coffee? We don't do that." Another killing, Joe says, "Come on, we have to go chop him up." And Frank starts to get out of the car. And Joe says, "Where are you going, you dizzy motherfucker? What's the matter with you? We're going to go chop him up here." Frank's impulse was to get out of the car. So Joe just grabbed him and said, "What are you doing?" They improvised.

Did you ever get feedback from the underworld after *Mean Streets*?

From my old friends. A lot of the people that the film is about are not Mafia. Nick mentioned that the real-life Paulie Cicero never went to the movies, never went out, didn't have telephones, you know. So one night the guys wanted to see this one particular movie, and they just grabbed him and threw him in the car and took him to see the film. It was *Mean Streets*. They loved it. So that was like the highest compliment,

because I really try to be accurate about attitude and about way of life.

From "Martin Scorsese's Goodfellas: A Complete Oral History" (GO.Com) Click on the link for the full article.

Michael Imperioli (*Spider*): I don't know if I would have had the same career had I not done *GoodFellas*. Probably not. Would I have been cast on *The*

Sopranos? Who knows if there would have been a *Sopranos*?

Frank Vincent (*Billy Batts*): Wherever I go, anytime I go anywhere, they tell me to go home and get my shine box.

Illeana Douglas (*Rosie*): They don't make movies that way anymore. I was told that *GoodFellas* is the most expensive

movie soundtrack in history. Marty used like thirty seconds of a Rolling Stones song; he had to have it. Vincent Gallo was an extra in that film, and people like John Turturro would come by and put sunglasses on and try to be an extra.

Paul Sorvino (*Paul Cicero*): I had a sense of elevation the entire time I was making it. I've never had that before or since, making a movie. Felt I was three feet in the air.

Nicholas Pileggi (*co-writer*): Mob guys love it, because it's the real thing, and they knew the people in it. They say, "It's like a home movie."

Martin Scorsese (*director; co-writer*): I'd seen Ray in *Something Wild*, Jonathan Demme's film; I really liked him. And then I met him. I was walking across the lobby of the hotel on the Lido that houses the Venice Film Festival, and I was there with *The Last Temptation of Christ*. I had a lot of bodyguards around me. Ray approached me in the lobby and the bodyguards moved toward him, and he had an interesting way of reacting, which was he held his ground, but made them understand he was no threat. I



liked his behavior at that moment, and I saw, Oh, he understands that kind of situation. That's something you wouldn't have to explain to him.

Lorraine Bracco (*Karen Hill*): One of the things that worked for me with Marty was I was brought up in a Jewish neighborhood. So I could relate to Karen Hill as a young girl. Like, I got it: She lives in a Jewish home dominated by the mother—to me, it was all rebellion. Marty wanted to see what Ray and I looked like together.

Liotta: Lorraine is a mighty presence—how she feels, whether it's good or bad, she's very free with who she is. We met in Marty's apartment on West 57th Street, right next to the Russian Tea Room. He was on the fiftieth floor, something high.

Bracco: I thought Ray was really good-looking and very sexy. We all had a drink and we talked about the script

and the book and blah blah blah and that was that.

Liotta: Then we all went to Rao's, this restaurant in Harlem. It's so exclusive that people have set times and days when they go to eat there.

Pileggi: We'd put the word out [to the Mob guys]: "Anybody who wants to be in the movie, come." He must have hired like half a dozen guys, maybe more, out of the joint.

Liotta: During dessert, it was like they started auditioning. "I knew a guy who beat somebody up." "I knew a guy who stole this, who stole that." They seemed to be talking about themselves, and they kept topping each other....

Pileggi: Warner Bros. now had to put them on the payroll, and they wanted their Social Security numbers. The wiseguys said, "1,2,6, uh, 6,7,8, uh, 4,3,2,1,7,8—" "No, that's more numbers than you need!" They just kept reciting numbers until they were over. Nobody ever figured out where that money went or who cashed the checks.

Christopher Brooks (*music editor*): Marty once told me that he knew what all of the songs were going to be three years before he shot the film. There was no music supervisor. Marty is the music supervisor.



Douglas: Music really helps Marty tell the story. It starts to kick in the juices. And his timing is unbelievable. When he was in the editing room, he would time the beat. He snaps a lot. If he knows the beats of the music, he can anticipate what the cuts are going to be.

Scorsese: When I talk about recreating the spirit of that world, the music is as important as the dialogue and the behavior. From 1947 on, music scored what

was happening in the streets, the back rooms. And it affected, sometimes, the behavior of the people, because this music was playing in the streets. Jukebos were brought out during the summer. Windows were open, and you could hear what everybody else was listening to. It expresses the excitement of the time. Simply, it's the way I saw life. The way I experienced life.

Liotta: Marty would tie my tie every day. There was a certain way that he wanted it done.

Zea: Early in the shoot, Lorraine and Ray are in the bed together—I think we were in Brooklyn—and we suddenly had a kind of drama on our hands. Lorraine was very upset that the set-dresser jewelry wasn't real.

Robert Griffon (*prop master*): Lorraine was just not coming in until there was real jewelry in the room.

Zea: I had to run out to parts of Queens and rent as many pieces of garish real gold as I could find. She needed to know that she was wallowing in wealth, and it was important to Marty that she feel confident.

Joseph Reidy (*first assistant director*): We're talking about major, really expensive jewels that came with an armed guard.

Bracco: I had to fight for Karen. She was the princess, and princesses have real stuff.

Griffon: The only guy who uses real money in the movie is De Niro. He had like \$5,000 cash in his pocket. I went to the bank and took out a couple thousand dollars of my own, but you had to keep track of it. Like the scene in the casino, he's throwing \$50 and \$20 bills around. And as soon as they cut, we're trying to get them all back: "Everybody freeze!"

De Niro: That's kind of a classic Mob-guy thing. They carry cash rolled up instead of in a wallet.

Griffon: Every one of De Niro's outfits had a watch and a pinkie ring to go with it. We had a vintage-watch guy on Madison Avenue who would lock the door, so he could pick out another five or six watches in peace. He's Robert De Niro. Whatever he asks you to get, you go get it.

Zea: Marty had his mom cooking for the scenes where they were eating Italian food, because he wants his actors to feel like they're in the real place doing stuff for real.

Ballhaus: Marty cast non-actors because these strange people knew more about the sense of the movie than maybe an actor does.

Mazar: The short answer is yes, a lot of the extras were gangsters.

Douglas: Let's say we had a lot of set visits...from certain people. There were a lot of people in the film where it was, nudge-nudge, wink-wink, "Make sure she gets on camera, otherwise Local 19 is going to be a little upset with us." There was a great sense of blurring the lines.

Mike Starr (*Frenchy*): There was a detective in this movie, Louis Eppolito [who played a wiseguy, Fat Andy]. He was later convicted of carrying out hits for the Mob.

Zea: Sometimes the verisimilitude got too real. Somebody started pushing our counterfeit money, you know, the \$100 bills.

Reidy: Marty gave me a heads-up about dealing with the people. When I say "the people," I mean people who were more real than actors. I learned very quickly to show respect and to treat them well. Certainly we did favors without expecting anything in return, I'll put it that way.

Pileggi: Voiceover, I think, is the key to that movie. Marty said, "When he slams the car trunk down, and he's looking out, I'm going to freeze-frame, and then: 'As far back as I can remember, I wanted to be a

gangster..." It's very unusual to have a voiceover on a dead screen, except for the guy's face. But it works. A lot of movies go to voiceover almost as a crutch, after the fact. Voiceover doesn't work unless you have really great voices over, with the nuance and flavor of the character. I would talk to Henry Hill all the time when we were writing the movie, and all that dialogue is almost verbatim stuff.

Liotta: Nick Pileggi gave me I don't know how many hours of cassettes of himself interviewing Henry Hill, and I would listen to them continuously. Henry would

be telling what happened, and it was so casual: "Oh, yeah, and then this one got whacked." The whole time he's eating potato chips, talking with food in his mouth.

Pileggi: As bizarre as it sounds, Henry is the moral center of the movie. He is with a collection of totally amoral, aberrational sociopaths. And he is with them during the early years, when they

are the most charming, funny, great guys. They make it so he doesn't have to go to school; when he gets arrested and he doesn't say anything and he comes out of court, they're all waiting for him and cheering him. It was like his birthday, like his confirmation. But you pay a price. The world of the child ends.

Larry McConkey (*Steadicam operator*): The impression I had when Marty walked us through the Copacabana shot was that this is going to be the most boring, worst thing I've ever done. We're walking across the street, down the stairs, down a hallway, in the kitchen.... What is this shot about?

Douglas: They didn't know that the Copacabana tracking shot was going to be such a big deal. It wasn't like, "Okay, we're going to do the greatest Steadicam shot in history."

Reidy: It's probably the hardest orchestrated single shot I've ever been involved in.



McConkey: There were 400 or more absolutely precise timing moments. It was totally impossible, mathematically.

Zea: This was the mating dance. Henry's arrival into the Copa, the way he came in, and how the whole thing was designed to impress the hell out of Karen. You wanted the audience to be part of her being impressed.

Johnny "Cha Cha" Ciarcia(*Batts's crew number one*): Marty Scorsese was in trouble for extras, so one of the casting directors called me. I live on Mulberry Street. I know the whole world. I went and I made a deal for \$10 a person. We had five busloads of people on Fifth Avenue for the Copa. I set it all up.

Zea: He wanted a long preamble before they get into the space. The

Copa didn't have a long enough walk before they actually get into the nightclub. So we had to build a hallway, and we literally took the walls away while the camera was in motion, so that they were gone by the time Ray and Lorraine showed

up in the main room. The delivery of the camera into that big space had to be done like a ballet. Henry is saying hi to everyone, everyone knew who he was. And then the table flies across the camera and lands smack dab in front of Henny Youngman, and suddenly there's champagne coming over courtesy of these other guys.

McConkey: Marty watches the first rehearsal, and the only thing he said was, "No, no! When the table comes in, it's got to *fly* in! I came here as a kid and I saw this!" They'd flip on a tablecloth, the lamp goes on top of it, somebody plugs it in, they put down the plates... It was like a magic act.

Douglas: I believe they only did like seven takes. I've been involved in Steadicam work where you literally work all day to achieve what Marty achieved in that shot.

Liotta: One take was because at the end of it, Henny Youngman forgot his joke.

Zea: "Take my wife..."

Ballhaus: He forgot his line that he had said about 2,000 times!



Douglas: Brian De Palma had just done this incredibly long Steadicam shot in *The Untouchables*, and Marty said it would be funny to try to do it one minute longer than De Palma's. The world perceives this as "Oh, the Copacabana scene!" But what it really is, is directors behind the scenes having fun fucking with each other.

Ciarcia: Sylvia Fay was the extras-casting person, may she rest in peace. She said, "We'll give you a part in the movie." I said, "Read my lips. I don't give a shit about a part in the movie. At ten bucks a head [for the extras], I figure you owe me \$4,000. Just give me the \$4,000 and I'll be happy. And a casting credit." She says, "I can't give you a casting credit, I can't give you the \$4,000, but I could give you a part in the movie." I says, "As long as it pays \$4,000, we got a deal." Two weeks later, I get my check in the mail. It was \$1800. I called up Warner Bros., I said, "My deal was for \$4000. If I don't get the

balance of my money, I'll be on set tomorrow and I'll break all the cameras." They called me back: "Mr. Cha Cha, we apologize. You're right! Accounting made a mistake."

Douglas: He creates an environment on-set where you literally did not know the difference between when the camera was on and when the camera was off, this environment where nobody feels as if they're embarrassed or did something wrong. When we were filming the bar scene [where everyone is celebrating the Lufthansa heist], it was like this huge tracking thing, very, very elaborate. I was doing sketch comedy and had no real clue what I was doing, so I was thinking, When the camera comes to me, I'll give my line a button by taking a sip of wine: ba-dum-bum! The shot had taken two hours to set up, and as soon as I did the wine, I was like, "Why did I do that? That was so misguided." But Marty came over waving his arms. "Hold it, hold it! Camera problem. Sorry, everyone." And he came really close to me and whispered in my ear, "Don't—" and I said, "I know." To me, that's a

classic Marty thing. I've been on a million sets where people say, "What is she doing?"

Thelma Schoonmaker (*editor*): The whole film was improvised, really. *[laughs]* Scorsese always tells them they have to begin a certain place and end a certain place, but what they want to do in between is okay. For example, when Pesci shoots Spider.

Imperioli: The only line in that scene that was actually scripted was the last one Spider says, which was "Go fuck yourself."

Liotta: For the scene at Tommy's mother's house, I don't think Marty gave his mom a script. I remember Joe saying, "Mom, I need this knife. We hit a deer, we got to cut off its—" and he can't remember it, and Bob jumps in as he's eating "—hoof." There was a lot of improv. And then they're talking about the guy [with the dogs] in the painting. Joe says, "One dog goes one way, and the other dog goes the other way. And this guy's saying, What do you want from me?" I don't know where the fuck that came from. To this day, it's really funny.

David Chase (*creator, The Sopranos*): Maybe that's my favorite line in the whole movie. I might as well have been back in my uncle's kitchen around a Formica tabletop at midnight. There was also something in the movie in which Pesci as Tommy is dressed to go out, and he comes into the scene, and Mrs. Scorsese as his mother says, "You're home?" *[laughs]* And he says, "Home? I'm leaving!" It was obvious that someone had lost their place there, and that was so clearly improvised. And it just worked. A lot of people might've cut and said, "That's a mistake, let's go back." A guy talking to his mother who's in her sixties, it was so perfect.

Scorsese: When I asked Joe to be in the film, he didn't want to do it. We went up to my apartment, and he said, "Let me tell you a couple of stories. If you could find a place for this sort of thing, then I think we could make it special."

Liotta: Joe was working at some restaurant in the Bronx or Brooklyn. He said to some wiseguy, "You're funny," and the guy kind of turned it on him.

Scorsese: Joe acted it out. Then we did a rehearsal with Ray and Joe and put it on audiotape, and I constructed the scene from the transcripts and gave it to them to hit those levels, the different levels of questioning and how the tone changes. It was never in the script.

Scorsese: I shot it with just two cameras. Medium shots, no close-up, because the body language of the people around them was as important as their own.

Ballhaus: You cannot move the camera in a scene like that, because it will take attention away from what's happening.

Jacobs: I remember there were a few takes when

Scorsese was like squirming in pain and kind of laughing sadistically, because it was like, "Ooh, this is going to be good."

Scorsese: The turning point is Billy Batts. Killing Billy Batts locks it in. They didn't have to do that. And Jimmy didn't have to join in.

Vincent: Billy Batts is celebrating being released from prison, and they're throwing him a party. When you're around a made guy, he's the fucking boss. Now, Tommy is a young punk trying to look good in the face of a superior. That's what pissed Billy off.

Ciarcia: Billy Batts was breaking his balls. He was a little bit out of order, Billy.

Vincent: You mean when he says, "Go home and get your fuckin' shine box"? No, he just gave him a verbal slap. Billy didn't insult Tommy. His patience ran out, and he showed his power. He just taught him a lesson. Then Joe came back, out of rage, and then they made a big mistake.

Frank DiLeo (*Tuddy Cicero*): Marty said to make it cold when I shoot Tommy. That scene supposedly gave the movie an X rating. His forehead blows off. They had to find a way to cut that a little bit.

De Niro: One of the hard scenes for me was when I heard that Joe's character was killed—to be crying and



emotionally really upset. I tried my best. I might have wanted to get even further than I did in it—not expressing just the anger but the emotional distraughtness, if you will. For my character, for him, because they were close.

Ballhaus: I think we shot that scene only once. He was so much into it that you couldn't do it again.

De Niro: It takes a lot out of you emotionally, the things that you're trying to...it takes so much effort and energy. Either you're there or you're trying to get there, but both of those processes take a lot out of you.

Garfield: I remember the makeup people were very depressed. There were continuity pictures up on the wall with these hideously gory things they had to create. They were saying it was really beginning to get to them.

Ballhaus: I wouldn't have done this movie with another director. These discussions—whether there is

enough brain in the blood—are so absurd that you almost want to throw up.

Lupard: When you do a scene like that you have to clean up. When you have to clean up blood it always takes forever.

Chase: The sequence in *GoodFellas*—moving the cocaine, making the Sunday gravy, and taking care of the brother in the wheelchair, and dodging helicopters—the way music and film are used there, so that you actually feel you're high on coke? I don't think anybody's ever done that before or since. It's beautiful filmmaking.

Corrigan: He samples like fifty different pieces of music in a minute. George Harrison and the Rolling Stones. Muddy Waters. The Who.

Brooks: Ooh, that was an expensive scene.

Spike Lee (director): He's one of the few people who knows how to match music and picture. It's not just about taking a great record and just slapping it up in there. That scene is directed, obviously, by someone who's used cocaine! Simple as that. And used it a lot. And if you've never tried cocaine, which I haven't, now I know what it feels like, after watching that scene.



Pileggi: In that last scene, "My Way," instead of the triumphant Sinatra version, is sung by the Sex Pistols in that whiny, ironic way. Henry did it his way—clearly. But his dreams wind up in disaster.

Scorsese: He has no change of heart, except that he's bitter about having fallen. Which is probably more accurate, you know?

White: I think it's very hard to capture, to have a movie where you're really pulling for someone whose actions you deplore. From the time he's a little kid, there's no point in which you think he's doing the right thing. And yet you can't help but want something for him, I don't even know what.

Julia Judge (*assistant to Martin Scorsese*): Thelma Schoonmaker's husband died during the editing of *GoodFellas*—Michael Powell, who directed *The Red Shoes* and *The Life and Death of Colonel Blimp*. He was a lot older than Thelma, but

it was like the love of her life.

De Fina: Marty, who was a big fan of Michael's movies from when he was a child, had re-discovered him; I think they had a hard time finding him. We tried to have a lot of his movies restored.

Schoonmaker: Michael Powell had taught so much to Scorsese about filmmaking, and here was Marty who gave back to him by bringing the films back to the world, and making him feel alive again. And when I had to take my husband back to England, Marty arranged everything for that—limousines, private planes, ambulances. All my husband could think about, when I was taking him back, was Marty's artistic freedom. He was obsessed with it. Marty shut down the editing of the film for two months while I took my husband home. And then after he died, I had to come back to help finish it. I didn't want to do anything; I didn't want to live.... And so it saved my life, really.

De Fina: The previews were scary. By the time Spider gets killed, the audience would get angry. The audience wanted to go back to having fun. The movie was taking them someplace they weren't sure they wanted to go. A lot of people didn't like the part when he was on drugs; it would agitate them. At one point, we wound up hiding in a bowling alley because the

audience was so angry. One guy wrote FUCK YOU all over the comment card.

Pileggi: They had the screening in Southern California for an audience of Orange County, white, conservative people. They started seeing people getting shot in the

trunks of cars and guys stabbed and about seventy people walked out. The Warner Bros. bosses were sitting there, they said, "Holy shit. We've got a bad movie. We've got problems."

Bob Daly (former chairman, Warner Bros.): Let me just say this: It wasn't the best time I ever had after a preview, sitting in a restaurant having a cup of coffee with a filmmaker. We all were a little depressed. But we also knew that it was a good movie.

Pileggi: Bob just wore the rating agency down. Meanwhile, marketing says, "Seventy walkouts? What are we doing?" As a result, we were supposed to open in maybe 2,000 movie theaters. We opened in about 1,000. And they can put your movie in an A theater or they can put it in a B theater with fewer seats, a grungier place. They really thought they had a bomb.

Daly: I don't have any recollection of that. I do know that we might have determined from that screening that

this is a movie that has to get word-of-mouth. And that does dictate how you open a movie. I think we went to less theaters.

Pileggi: Then the reviews started coming in. It was like the cavalry. There were people at the studio I know

who were pissed off at the reviewers, because now it was apparent that they were wrong. And every day they got wronger, until suddenly, they were buried in shit. You couldn't get us into bigger theaters, you couldn't do anything. There we were, stuck behind *Dances with Wolves*, which was a huge winner.



Douglas: I said to Marty, "I think you know that *Dances with Wolves* is going to win Best Picture, and you're going to win Best Director." I even got him a little table where he would put his Oscar. We were romantically involved at the time. When he lost, that was again like a condemnation of the film. I remember him saying, "They put me in the front row with my mother, and then I didn't win," which is such an Italian thing to say. He came home: "They don't like me. They really, really don't like me."

Imperioli: When was the last time you rented *Dances with Wolves*?

THE FALL 2022 BUFFALO FILM SEMINARS XLV:

August 30 William Wellman *Wings* 1927

Sept 6 Jean Renoir *Rules of the Game* 1939

Sept 13 Michael Curtiz *Casablanca* 1942

Sept 20 Nicholas Ray, *In a Lonely Place* 1950

Sept 27 Luis Buñuel *Viridiana* 1961

Oct 4 Orson Welles *Chimes at Midnight* 1966

Oct 11 Mel Brooks *Young Frankenstein* 1974

Oct 18 Arthur Penn *Night Moves* 1975

Oct 25 Sydney Pollack *Tootsie* 1982

Nov 1 Akira Kurosawa *Ran* 1985

Nov 8 Martin Scorsese *Goodfellas* 1990

Nov 15 Hiayo Miyazaki *The Wind Rises* 2013

Nov 22 Ava Duvernay *Selma* 2014

Nov 29 Pedro Almodóvar *Parallel Mothers* 2021

Dec 6 Ang Lee *Crouching Tiger, Hidden Dragon* 2000

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From *The Great Train Robbery*, 1903

