

[Bruce Jackson & Diane Christian video introduction to this week's film](#)

DIRECTOR Robert Altman

WRITING Robert Altman and Brian McKay wrote the screenplay, based on the Edmund Naughton novel.

PRODUCERS Mitchell Brower and David Foster

CINEMATOGRAPHER Vilmos Zsigmond

EDITOR Lou Lombardo

MUSIC Leonard Cohen

The film was nominated for Oscars for Best Actress in a Leading Role. In 2010, the National Film Preservation Board entered the film into the National Film Registry.

CAST

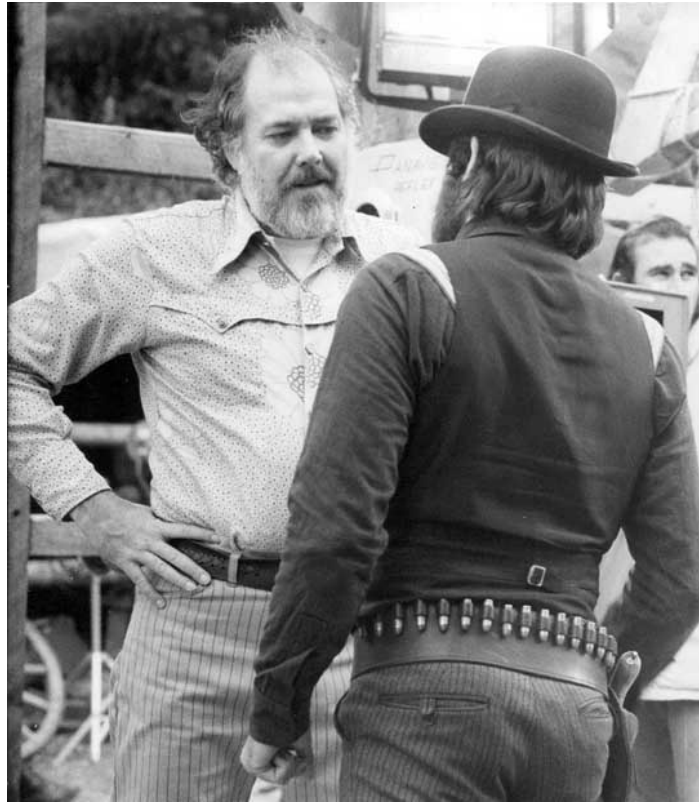
Warren Beatty...John McCabe
Julie Christie...Constance Miller
René Auberjonois...Sheehan
Michael Murphy...Eugene Sears
Antony Holland...Ernest Hollander
Bert Remsen...Bart Coyle
Shelley Duvall...Ida Coyle
Keith Carradine...Cowboy
Hugh Millais...Butler
Jace Van Der Veen...Breed
Manfred Schulz...Kid
Corey Fischer...Rev. Elliot
William Devane...Clement Samuels, Esq
John Schuck...Smalley
Jackie Crossland...Lily
Elizabeth Murphy...Kate
Carey Lee McKenzie...Alma
Thomas Hill...Archer
Linda Sorenson...Blanche



Elisabeth Knight...Birdie
Janet Wright...Eunice
Maysie Hoy...Maisie
Linda Kupecek...Ruth
Jeremy Newson...Jeremy Berg
Wayne Robson...Bartender
Jack Riley...Riley Quinn
Edwin Collier...Gilchrist
Robert Fortier...Town Drunk
Wayne Grace...Bartender
Rodney Gage...Sumner Washington
Lili Francks...Mrs. Washington
Wes Taylor...Shorty Dunn

ROBERT ALTMAN (b. February 20, 1925 in Kansas City, Missouri—d. November 20, 2006, age 81, in Los Angeles, California) found success in Hollywood later in life. By the time he became a celebrity at 45, it seemed he had already settled into

the role that suited him - the grand old man, cantankerous and wayward. In 1941, he attended the Wentworth military academy in Lexington, Missouri, then joined the US army air force as a B24 pilot. After the war, he spent some time in New York, trying his hand as an actor, a songwriter and a fiction writer; one of his stories became the basis of Richard Fleischer's film *Bodyguard* (1948). He also briefly set up a business tattooing dogs for identification purposes (Harry S. Truman's dog was tattooed by Altman). A long apprenticeship in cinema began when he returned to Kansas City and made industrial films; he made some 60 shorts, then tried his hand at commercials, and in 1953 made his first venture into television with the series *Pulse of the City*. He briefly directed on the television series *Alfred Hitchcock Presents*, then spent six years in television, on series including *Bonanza*, *The Millionaire* and *The Troubleshooters*. After years working in television, the rambunctious Midwesterner set out on his own as a feature film director in the late 1950s, but didn't find his first major success until 1970, with the antiauthoritarian war comedy *M*A*S*H*. Altman, a veteran of the U.S. Army Air Force during World War II, is rumored to have been radicalized by a trip to Vietnam to shoot footage of the war in the 1960s. He has never talked about this episode in his life and career; however, the *M*A*S*H* TV series didn't make the same anti-war point that he felt his film did. Immediately after *M*A*S*H*, Altman initiated a pattern that would run throughout his career—following a successful film with one that almost seemed calculated to deliver setbacks. *Brewster McCloud* (1970), mixing broad counter-culture satire and fairytale, lost him much of the credit he'd won from *M*A*S*H*. Yet the follow-up, *McCabe and Mrs. Miller* (1970), remains a masterpiece of the period, recasting the heroic myth of the old west as a somber



farce of failure and corruption, so mercilessly that John Wayne denounced *the film itself* as corrupt. After the success of 1975's panoramic American satire *Nashville*, Altman once again delved into projects that were more challenging, especially the astonishing, complex, Bergman-influenced *Three Women* (1977). Thereafter, Altman was out of Hollywood's good graces, though in the eighties he came through with the inventive theater-to-film Nixon monologue *Secret Honor* and the TV miniseries political satire *Tanner '88*. The double punch of *The Player* (1992) and the hugely influential ensemble piece *Short Cuts* (1993) brought him back into the spotlight, and he continued to be prolific in his output until 2006, when his last film, *A*

Prairie Home Companion, was released months before his death at the age of eighty-one. His movies are often large ensemble pieces containing overlapping dialogue, where several characters speak at once. Before he was established as a revered filmmaker, this style was misunderstood by some of his leading cast members. According to *Mental Floss*: "Altman spent a lot of time during the making of *M*A*S*H* cultivating his ensemble, directing background extras and bit players to create a kind of mural effect. It worked in the end, but it also annoyed stars Donald Sutherland and Elliott Gould, who felt they weren't being given enough attention by their director. Eventually, they approached producers in an attempt to get Altman fired from the film. 'Both Elliot and Donald went to the producers of the film and tried to have me fired,' Altman said. 'They said 'This guy is ruining our careers,' and they said that 'He's spending all of his time talking with all of these extras and these bit players, and he's not playing a lot of attention to us.' It was kept from me. Had I known that, no question, I would have quit the picture. I couldn't have gone on knowing that there were two

actors that I was dealing with that felt that way.’ Gould eventually apologized to Altman, and they went on to make four more films together, including *The Long Goodbye*. According to Altman, he and Sutherland never spoke about the dispute.” He’s also known for liberal use of the zoom lens and his film’s social commentary. Altman is also the only director to win first prize at the three major European film festivals: he won the Palm D’Or at the Cannes Film Festival for *M*A*S*H* (1970), the Golden Bear at the Berlin International Film Festival for *Buffalo Bill and the Indians*, or *Sitting Bull’s History Lesson* (1976) and Golden Lion at the Venice Film Festival for the Raymond Carver adaptation, *Short Cuts* (1993).



VILMOS ZSIGMOND (b. June 16, 1930 in Szeged, Hungary—d. January 1, 2016 (age 85) in Big Sur, California) was an Academy Award-winning cinematographer. He won the Oscar for Best Cinematography for Steven Spielberg’s *Close Encounters of the Third Kind* (1977), and he was nominated for Oscars for Best Cinematography for *The Deer Hunter* (1978), *The River* (1984), and *The Black Dahlia* (2006). These are some other films he worked on: *The Sadist* (1963), *Living Between Two Worlds* (1963), *The Market* (TV Movie documentary) (1965), *Futz* (1969), *McCabe & Mrs. Miller* (1971), *The Hired Hand* (1971), *Deliverance* (1972), *The Long Goodbye* (1973), *Scarecrow* (1973), *Cinderella Liberty* (1973), *The Sugarland Express* (1974), *Sweet Revenge* (1976), *Obsession* (1976), *Winter Kills* (1979), *The Rose* (1979), *Heaven’s Gate* (1980), *Blow Out* (1981), *Jinxed!* (1982), *Table for Five* (1983), *No Small Affair* (1984), *The Witches of Eastwick* (1987), *Fat Man and Little Boy* (1989), *The Two Jakes* (1990), *The Bonfire of the Vanities* (1990), *Sliver* (1993), *Maverick* (1994), *The Crossing Guard* (1995),

Jersey Girl (2004), *Melinda and Melinda* (2004), *Cassandra’s Dream* (2007), *Compulsion* (2013), and *Dance Lessons in Six Weeks* (2014).

LEONARD COHEN (b. September 21, 1934, Montreal, Quebec—d. November 7, 2016) was a Canadian singer-songwriter, poet and novelist who often explored themes of loneliness, broken hope, and the play of religious mysticism and sexuality. Cohen published his first book of poetry in Montreal in 1956 and his first novel, *Beautiful Losers*, in 1963. *Beautiful Losers* hardly sold any copies in America, but one of its readers was Andy Warhol protégé and Velvet Underground leader Lou Reed who, in 1966, meeting a fledgling musician Cohen at the bohemian New York club, Max’s Kansas City, exclaimed “you wrote *Beautiful Losers*,” and promptly introduced Cohen to Warhol and Velvet Underground collaborator Nico. His first album was *Songs of Leonard Cohen*, 1967, from which the songs used in this film come. The version of “The Stranger Song” that appears in the opening of the film differs from the version Robert Altman had apparently “played to death on successive copies” of Cohen’s debut. In the film opening, the first three verses of the album version appear interpolated by “a long, elegiac, Spanish-tinged guitar solo [...]. Then the album version returns for two verses, after which it doubles back to the capper of the second verse, with the final three verses saved for a later scene” (*Criterion*). He was a Companion of the Order of Canada and he was inducted into the Rock and Roll Hall of Fame on March 10, 2008. At the induction ceremony, Reed compared Cohen’s writing to William F. Burroughs and Allen Ginsberg.

WARREN BEATTY (30 March 1937, Richmond, Virginia,) has appeared in 34 films and television series, the most recent of which was *Rules Don’t Apply* (2016). Some of the others have been *Town & Country* (2001), *Bulworth* (1998), *Bugsy* (1991), *Dick Tracy* (1990), *Ishtar* (1987), *Reds* (1981), *Heaven Can Wait* (1978), *Shampoo* (1975), *The Parallax View* (1974), *McCabe & Mrs. Miller* (1971), *Bonnie and Clyde* (1967), *Mickey One* (1965), *Lilith* (1964), and *Splendor in the Grass* (1961). Some of the films he produced are *Bulworth*, *Bugsy*, *Dick Tracy*, *Ishtar*, *Reds*, *Heaven Can Wait*, *Shampoo* and *Bonnie and Clyde*. He wrote *Bulworth*, *Love Affair*, *Reds*, *Heaven Can Wait* and *Shampoo*. He directed *Bulworth*, *Dick*

Tracy and Reds. He won the 2000 Irving G. Thalberg Memorial Award. He won Oscars for *Reds* (Best Director, Best Picture, Best Screenplay) and has had eight other Oscar nominations.



JULIE CHRISTIE (b. April 14, 1940 in Chabua, Assam Province, British India [now Assam, India]) is a British actress who has appeared in six films that were ranked in the British Film Institute's 100 greatest British films of the 20th century. Christie's breakthrough film role was in *Billy Liar* (1963). She came to international attention for her performances in *Darling* (1965), for which she won the Academy Award for Best Actress, and *Doctor Zhivago* (1965). In the following years, she starred in *Fahrenheit 451* (1966), *Far from the Madding Crowd* (1967), *Petulia* (1968), *The Go-Between* (1971), *McCabe & Mrs. Miller* (1971), for which she received her second Oscar nomination, *Don't Look Now* (1973), *Shampoo* (1975), and *Heaven Can Wait* (1978). She has continued to receive significant critical recognition for her work, including Oscar nominations for the independent films *Afterglow* (1997) and *Away from Her* (2007). These are some of the other films (54 credits) she has acted in: *Crooks Anonymous* (1962), *Young Cassidy* (1965), *Nashville* (1975), *Demon Seed* (1977), *Heat and Dust* (1983), *Separate Tables* (1983 TV Movie), *Power* (1986), *DragonHeart* (1996), *Hamlet* (1996), *The Miracle Maker* (2000), *Troy* (2004), *Harry Potter and the Prisoner of Azkaban* (2004), *Finding Neverland* (2004), *New York, I Love You* (2008), *Red Riding Hood* (2011), *The Company You Keep* (2012), and *The Bookshop* (2017).

RENÉ AUBERJONIS (b. June 1, 1940 in New York City, New York—d. December 8, 2019, Los Angeles, CA) was born into an already artistic family,

which included his grandfather, a well-known Swiss painter, and his father Fernand, a writer. At an early age, Auberjonois was surrounded by musicians, composers and actors. Among his neighbors were Helen Hayes, Burgess Meredith and John Houseman, who would later become an important mentor. Houseman gave Auberjonois his first theater job at the age of 16, as an apprentice at a theater in Stratford, Connecticut. Auberjonois would later teach at Juilliard under Houseman. Auberjonois attended CarnegieMellon University and, upon embarking on his professional career, tried changing his surname to “Aubert” because casting directors were unable to pronounce “Auberjonois”. When he discovered that his new name caused just as much trouble, he decided to keep the real one. In 1969, he won a role in his first Broadway musical, *Coco* (with Katharine Hepburn), for which he won a Tony Award. Since then, Auberjonois has acted in a variety of theater productions, films and television presentations, including a rather famous stint as Clayton Endicott III on the comedy series *Benson* (1979), not to mention seven years on *Star Trek: Deep Space Nine* (1993) as Odo. He also had recurring roles on *Boston Legal* (2004-2008), *Archer* (2010-2013), and *Madame Secretary* (2016). He also turned down the role of John Bosley in *Charlie's Angels* (2000), which went to Bill Murray.

MICHAEL MURPHY (b. May 5, 1938 in Los Angeles, California) served a stint in the Marine Corps before getting his teaching credential. From 1962 to 1964, he taught high school English and drama in Los Angeles. His most notable appearance might be as Yale, the self-tortured adulterer, in Woody Allen's *Manhattan* (1979). The two had acted together earlier in Martin Ritt's *The Front* (1976) and had become good friends. Surprisingly, despite the excellent performance Murphy gave in the film, Allen hasn't used him again. Murphy's career as a first-rate supporting player has continued for four decades, with major parts in *An Unmarried Woman* (1978), which he calls “the first of the whining yuppies,” *The Year of Living Dangerously* (1982), and Oliver Stone's *Salvador* (1986). He also has worked with such significant directors as Elia Kazan in *The Arrangement* (1969), Tim Burton in *Batman Returns* (1992), and Paul Thomas Anderson in *Magnolia* (1999). Murphy recently co-starred in John Sayles' *Silver City* (2004). Murphy is perhaps best known for

his long collaboration with director Robert Altman that stretches back to the beginning of his career. “I was right out of the University of Arizona,” Murphy reminisced during a 2004 interview, “and a friend said, ‘Go to Bob. He’s using young guys for this Army thing.’” Altman was directing the World War II television series *Combat!* (1962), and cast him in the show without an audition. “Bob took me under his wing. He told me, ‘You’re never going to be a movie star. But you’ll do some interesting things.’” Murphy has worked for Altman on: *Countdown* (1967), *That Cold Day in the Park* (1969), *M*A*S*H* (1970), *Brewster McCloud* (1970), *McCabe & Mrs. Miller* (1971), *Nashville* (1975), and *Kansas City* (1996). Murphy has also appeared in Altman’s TV adaptation of Herman Wouk’s play *The Caine Mutiny Court-Martial* (1988) and in two cable-TV mini-series for him: *Tanner ‘88* (1988) and *Tanner on Tanner* (2004). Paul Thomas Anderson cast him in *Magnolia* (1999) because he admired the actor’s work. Anderson’s casting choice of Murphy was also an homage to Altman, *Magnolia* famously adhering to Altman’s large ensemble aesthetic. Murphy is the only prominent male actor in Hollywood besides Tommy Lee Jones to have appeared in both a live-action DC movie, *Batman Returns* (1992), and a live-action Marvel movie, *X-Men: The Last Stand* (2006). More recently, he appeared in the romantic comedy parody *They Came Together* (2014), with Paul Rudd and Amy Poehler. Overall, he has appeared in 114 films and television series.

SHELLEY DUVALL (7 July 1949, Houston, Texas) has acted in 49 films and tv series, the most recent of which was *Manna from Heaven* (2002). She was in many of Robert Altman’s films, such as the strange comic adaptation *Popeye* (1980), where she practically embodied Olive Oyl, *3 Women* (1977), *Buffalo Bill and the Indians, or Sitting Bull’s History Lesson* (1976), *Nashville* (1975), *Thieves Like Us* (1974), *McCabe & Mrs. Miller* (1971), and *Brewster McCloud* (1970). Her role in *3 Women* earned her Best Actress at Cannes. She appeared in iconic films for Woody Allen (*Annie Hall*, 1977), Terry Gilliam (*Time Bandits*, 1981), Stanley Kubrick (*The Shining*, 1980), Steven Soderbergh (*The Underneath*, 1995), and Jane Campion’s Henry James adaptation *The Portrait of a Lady* (1996). In the 1980s, Duvall ventured into producing television programming aimed at children and youth. Between 1982 and 1987,

she created, hosted, and appeared in *Faerie Tale Theatre*, a live-action anthology series based on popular fairy tales. She subsequently created and hosted *Tall Tales & Legends* (1985–1987), which earned an Emmy Award nomination in 1988, followed by the young adult-aimed horror series *Nightmare Classics* (1989), which she created and produced.



KEITH CARRADINE (8 August 1949, San Mateo, CA) has acted in 141 films and television programs, the first of which was *McCabe & Mrs. Miller* and the most recent of which are *The Power of the Dog* (filming), *Sallywood* (post-production), *The Daylong Brothers* (post-production), *Madam Secretary* (TV Series, 2014-2019), *The Big Bang Theory* (TV Series, 2010-2019), Robert Redford’s return to film *The Old Man & the Gun* (2018), the acclaimed Emily Dickinson biopic *A Quiet Passion* (2016), and the 2014-2015 season *Fargo* (TV Series). He also appeared in *Deadwood* (2004), as Wild Bill Hickock, *Mrs. Parker and the Vicious Circle* (1994), *The Ballad of the Sad Cafe* (1991), *Madonna: The Immaculate Collection* (1990), *The Long Riders* (1980), *Pretty Baby* (1978), *The Duellists* (1977), *Welcome to L.A.* (1976), *Nashville* (1975), *Thieves Like Us* (1974), and *Emperor of the North Pole* (1973). He won an Oscar for best original score for “I’m Easy” in *Nashville*.

WILLIAM DEVANE (September 5, 1939 (age 80), Albany, New York) is an American film and television actor (125 credits), known for his role as Greg Sumner on the primetime soap opera *Knots Landing* (1983–1993) and as James Heller on the Fox serial drama *24* (2005–2007), the role he reprised in

Live Another Day (2014). He is also known for his supporting roles in films such as *McCabe & Mrs. Miller* (1971), Alfred Hitchcock's *Family Plot* (1976), and *Marathon Man* (1976). He gained acclaim for his role as President John F. Kennedy in television docudrama *The Missiles of October* (1974) and when he played blacklisted radio personality John Henry Faulk in the Emmy Award-winning TV movie *Fear on Trial* (1975). Devane has also appeared in films, such as: *In the Country* (1967), *Lady Liberty* (1971), with Sophia Loren, *Rolling Thunder* (1977), written by Paul Schrader, John Schlesinger's *Yanks* (1979) and *Honky Tonk Freeway* (1981) *Timestalkers* (1987), with Lauren Hutton and Klaus Kinski, *Payback* (1999), *Hollow Man* (2000), *Space Cowboys* (2000), *The Badge* (2002), *Stargate Continuum* (2008), *Flag of My Father* (2011), Christopher Nolan's final Batman installment, *The Dark Knight Rises* (2012), as "The President," and *Interstellar* (2014). He has also appeared in many other television series, including: *Gunsmoke* (1973), *Hawaii Five-O* (1974), *The X-Files* (2002); in 2003, Devane, perhaps recalling acting with Martin Sheen 30 years prior as John and Robert Kennedy in *The Missiles of October*, appeared in several episodes of *The West Wing*; in 2004, Devane appeared in three episodes of *Stargate SG-1*; also *King of the Hill* (2010).

JOHN SCHUCK (b. February 4, 1940 (age 80), Boston, Massachusetts) is an American actor, primarily in stage, movies and television (95 film and television credits). He made his first theatrical appearances at Denison University, and after graduating continued his career at the Cleveland Play House, Baltimore's Center Stage, and finally the American Conservatory Theater, where he was discovered by Robert Altman. His first film appearance was the role of Capt. Walter Kosciuszko "Painless Pole" Waldowski in *M*A*S*H* (1970). As Painless, Schuck holds a place in Hollywood history as the first person to utter the word "fuck[ing]" in a major studio film. He went on to appear in several more Altman films: *Brewster McCloud* (1970), *McCabe & Mrs. Miller* (1971), and *Thieves Like Us* (1974). From 1971 to 1977, Schuck appeared as San Francisco Police Detective Sergeant Charles Enright in the television series *McMillan & Wife* and also starred as an overseer in the miniseries *Roots* (1970). In 1986, Schuck took the role of Klingon ambassador Kamarag in *Star Trek IV: The Voyage Home*. He

reprised the role in 1991 in *Star Trek VI: The Undiscovered Country*. He guest starred in 1994 on *Star Trek: Deep Space Nine* as Legate Parn, in 2000 on *Star Trek: Voyager* as Chorus #3, in 2005 on *Star Trek: Enterprise* as Antaak, and *Babylon 5* as Draal in "The Long, Twilight Struggle" (1995). He has also appeared in films and television series, such as: *All Light Will End* (2018), *Closer to God* (2014), *Law & Order: Special Victims Unit* (TV Series) (2004-2010), *Law & Order* (TV Series) (2001), *The Curse of the Jade Scorpion* (2001), *Arliss* (TV Series) (1999), *Hey Arnold!* (TV Series) (1997), *Project: ALF* (TV Movie) (1996), *NYPD Blue* (TV Series) (1995), *Tales from the Crypt: Demon Knight* (1995), *Pontiac Moon* (1994), *Rugrats* (TV Series) (1992), *Dick Tracy* (1990), *The Golden Girls* (TV Series) (1987), *MacGyver* (TV Series) (1987), *L.A. Law* (TV Series) (1987), *Matlock* (TV Series) (1987), *Murder, She Wrote* (TV Series) (1984-1986), *St. Elsewhere* (TV Series) (1984), *Finders Keepers* (1984), *Fantasy Island* (TV Series) (1978-1980), *Just You and Me, Kid* (1979), *The Love Boat* (TV Series) (1978), *Midway* (1976), *Blade Love* (1973), *American Style* (TV Series) (1972), *Hammersmith Is Out* (1972), *Bonanza* (TV Series) (1971), and *Mission: Impossible* (TV Series) (1970).



Matthew Dessem: “The making and unmaking of McCabe & Mrs. Miller (Dissolve)”

Robert Altman's unique style of filmmaking received its best summation toward the beginning of his 1970s heyday, in Pauline Kael's review of *McCabe & Mrs. Miller* in the July 3, 1971 issue of *The New Yorker*:

The classical story is only a thread in the story that Altman is telling... The people who drop in and out of the place—a primitive mining town—are not just background for McCabe and Mrs. Miller; McCabe and Mrs. Miller are simply the two most interesting people in the town, and we catch their

stories in glimpses, as they interact with the other characters and each other... Lives are picked up and let go, and the sense of how little we know about them becomes part of the texture; we generally know little about the characters in movies, but since we're assured that that little is all we need to know, and thus all there is to know, we're not bothered by it. Here we seem to be witnesses to a vision of the past...

It's an impressionistic description of Altman's impressionistic style, and it fits well with the public

image Altman was just starting to construct of himself: the slightly mad ringmaster of a circus of improvisation and collaborative filmmaking. As with most public images, it has a few elisions. Here are some words that do not appear in Kael's review



of the film, an adaptation of Edmund Naughton's novel *McCabe* with a screenplay written by Brian McKay and Robert Altman: "Screenplay." "Novel." "McKay." "Naughton." "Written." That's a shame, because looking at what Altman did with the texts he was given makes the radical nature of his contribution *more* apparent, not less.

The director himself was more forthright. Although he had a long tradition of minimizing writers' contributions to his films (ably documented in Patrick McGilligan's biography *Robert Altman: Jumping Off The Cliff*), he didn't pretend he came up with the idea behind *McCabe & Mrs. Miller*. He just pretended he came up with the *good* parts of the idea. Here's how he described the original story and the way his adaptation subverted it in a March 1971 profile by Ray Loynd for the *Los Angeles Times*:

This picture is the most ordinary common western that's ever been told. It's every event, every character, every western you've ever seen. I picked the story because it's the conventional thing.

A gambler takes over a town, a whore opens a whorehouse. It's her lack of communication with her lover the gambler. A neighboring mining company

tries to buy him out. He refuses to sell. They send in three killers to get him and he kills all of them and gets killed in turn. Now that's everything you've heard, every cliché. All I'm trying to say is, yeah, these things happened but they didn't happen that way.

The guy wasn't sure of himself. He was in over his head. The woman was a real whore. Which means she doesn't like it and doesn't like him particularly. She's a real whore and here is a guy

who's a bumpkin.

So that's what happened, according to Altman: He took an utterly conventional Western and inverted its tropes. But like the man says, yeah, these things happened, but they didn't happen that way. *McCabe* was an anti-Western from its first

incarnation; the miracle was that after making it through a studio development process, it remained an anti-Western.

First, it was a novel. Though biographical material on Edmund Naughton is hard to find, according to the back of his book, Naughton wrote *McCabe* in 1957 and 1958, while working as a police reporter in Louisville, Kentucky. It would be fair to call it a neglected novel—it hasn't been in print since 1991, and its last edition was a Leisure Books mass-market paperback with a tawdry cover. (Though it does have a blurb from *The New York Times* to class things up, faintly praising it as it "A CLASSIC OF ITS KIND.") Altman said it was conventional—on the DVD commentary, he went further, calling it "no great piece of writing." But this sells the book short. The great innovation of *McCabe & Mrs. Miller*, taking the role of the Western hero standing up for his small town against outside business interests, and casting a man wholly unequipped for the job, was Naughton's idea, not Altman's. It's all already there by the first two paragraphs:

The man who had been called Pudgy McCabe watched a drop of water form near the top of the square, white post. The post was one of four which supported the roof of the belfry. The drop formed in a crack and then ran down, until it merged with a line of water at the bottom of the post.

If you got to go out, then give them an A Number One performance, he thought. I never looked at it no other way.

McCabe is paying attention to the wrong thing, watching rain drip while people are trying to kill him. The voice is there already; the colloquialisms and the suicidal machismo Warren Beatty would make immortal. He's a gunfighter nicknamed "Pudgy," for God's sake. Beatty's blustery soliloquies are there as internal monologue, not dialogue, but they're there, too: "I got poetry in me, Constance, only I ain't the man for putting such things on paper. I ain't no educated man and I got the sense not to try." And Constance Miller appears much as she does in the final film: As an independent, intelligent woman who has a pretty good read on McCabe's abilities. And the other thing that makes *McCabe & Mrs. Miller* so different from most Westerns, which Altman didn't talk about—the vague, amorphous nature of the mining company that attempts to buy McCabe out, then sends three anonymous killers to murder him—is more pronounced in the novel than in any of the later versions of the story. Here's how McCabe's lawyer describes it to him:

Company is like any animal, organism: second it stops growing, it starts dying. Grows by corruption and fear; any man refuses to be bought—no matter that man's reason—man's a limit to that company's growth. You wouldn't be bought.

Which is standard Western pablum, albeit more anti-capitalist than usual. What's unique is the lawyer's plan: He takes McCabe to the company-controlled Marshal and has him take out a statement alleging coercion and corruption—not so he can fight

the company, but so there's a paper record of his existence that can be used in a civil suit after he's dead. Here's how he explains it:

"What do you think is going to happen?" [McCabe] asked.



He saw the lawyer fix his eyes on him. "I told you you're going to die," the lawyer said. "Everybody does. Achieve more dignity doing it than you have any right to expect." "Damned encouraging," said McCabe. "I'd like to shake your hand, sir."

...

Then McCabe asked the question he felt had never been answered;

"But why do you want to fight them so much?"

"I hate them all," the lawyer said, without looking at McCabe at all.

Whether or not that scene's any good, it's clearly not "the most ordinary common western that's ever been told." Neither is the showdown the novel builds toward. The first man McCabe believes has come to town to kill him turns out to be a kid looking for a warehouse. The three men who eventually arrive to do the job are strangers. The structure of the novel needed serious changes to become a film (seven of the novel's 18 chapters take place during the final gunfight), and Naughton's ending—McCabe dying in Mrs. Miller's arms; Mrs. Miller preparing to kill Sheehan for selling him out—was a serious misstep, but the characters and much of the feel of the movie are already fully formed.

Producer David Foster wasn't looking to buy *McCabe*. As [he explained](#) on the Movie Geeks United podcast in 2009, he was in Paris in 1968 to meet with Simone de Beauvoir in hopes of acquiring film rights to *The Mandarins*. Foster had never made a film before, and many other people had unsuccessfully tried to talk de Beauvoir into selling film rights, but Foster must have been extremely persuasive, because he made the deal. As he was leaving Paris, de Beauvoir's agent, Ellen Wright (the widow of novelist Richard Wright), gave Foster another novel she represented, Edmund

Naughton's *McCabe*. (Naughton used his advance on the novel to move to Paris, where he was writing for the *International Herald Tribune*.) According to Foster, Wright said both Roman Polanski and John Huston had "shown interest in it," but it was still available. He read the novel on the flight home, couldn't put it down, and called his attorney [Frank Wells](#) as soon as he'd landed to close a deal for both books. *Variety* announced that he and his partner Mitchell Brower had acquired *McCabe* on July 17, 1968. On the strength of the material he controlled, he was able to set up a two-picture deal at Fox in September, and on October 14, 1968, *Variety* reported that Ben Maddow had been hired to adapt the novel into a screenplay.

Maddow had by this time led several Hollywood careers, which Patrick McGilligan has [done his best to untangle](#). He started in the mid-1930s as a documentarian under the pseudonym David Wolff, worked under his own name while adapting *Intruder In The Dust* and *The Asphalt Jungle*, was blacklisted, then worked as a ghostwriter until he allegedly either collaborated with or paid off HUAC in the late 1950s and returned to the screen under his own name for films like *The Savage Eye* and *The Unforgiven*. The important thing about Maddow is that he'd been writing movies in one form or another for more than 30 years when he began work on *McCabe*. Here's Pauline Kael in her review of Altman's film, astutely identifying what was missing from *McCabe & Mrs. Miller*:

The fact is Altman is dumping square conventions that don't work anymore: the spelled-out explanations of motive and character, the rhymed plots, and so on—all those threadbare remnants of the "well-made" play which American movies have clung to.

At least some of those conventions had already been dumped in the novel, with its boneheaded hero, amorphous mining company, and anonymous killers.

Ben Maddow's approach was to put those explanations of motive and character and rhymed plots back into the story. The Academy's [Margaret Herrick Library](#) has two of Maddow's drafts, and they're positively ingenious in the way they convert the source material into a more conventional Hollywood Western.

The first major change does the most structural damage. Naughton's vision of the mining company as



a sort of faceless devouring worm is replaced in Maddow's screenplay by actual human beings with discernible motives, the "spelled-out explanations" Kael railed against. Maddow's version of lead assassin Butler is an active character, not a killer who appears out of nowhere to do the company's bidding. Early in the screenplay, Butler meets with several

representatives of the company (in a private railcar, naturally) and pitches them the idea of expanding operations into Presbyterian Church. Though a mining company official makes the initial offer to McCabe, he's working with Butler, and when Butler arrives in Presbyterian Church with his two lackeys, he has a personal stake in McCabe's death. What's more, he has a history with McCabe, by his own account having "run him out of White Fork, Boomtown, and Silver Hills." So their final confrontation is now personal, and Butler is fighting for control of Presbyterian Church and its mines, not simply working for a bounty.

The fight plays out a little differently, too, mostly in small ways that make McCabe more heroic. McCabe still stalks the Kid from behind down a muddy street, but where Naughton had him accidentally alert the Kid when his boot gets stuck in the mud, Maddow's McCabe can't quite stand to shoot him in the back, and deliberately makes a sound. In another concession to rhyming plots, Maddow plays up the hostility between McCabe and Sheehan, making it more of a betrayal when McCabe leaves Sheehan's to set up his own gambling

operation, and giving Sheehan a jealous interest in McCabe. As in the novel, Sheehan sells out to the mining company immediately, and tries to persuade McCabe to do the same. And again with the rhyming plots: Maddow lets Sheehan be the one to kill McCabe, watching the gunfight from a distance from an upstairs window and unloading with a shotgun when he realizes McCabe has killed Butler. This gives Mrs. Miller a clearer motive to shoot Sheehan at the end; in this version, Sheehan hires her after McCabe's death; she welcomes him in, and the audience hears a shotgun blast before seeing her riding out of town alone toward San Francisco.

But even if Maddow is the only person who lets Mrs. Miller leave Presbyterian Church, the other changes he makes to her are unforgivable. Maddow's version of Constance Miller has none of the strength or charm of Naughton's. His first draft opens with McCabe meeting Mrs. Miller in Bear Paw, as a client. He asks her to travel with him, as he's headed in the direction of San Francisco, and she refuses, which is nearly the only independent decision she makes. After McCabe has his gambling operation up and running in Presbyterian Church, *he* pitches *her* the idea that she should run the brothel he's planning to open. Most egregiously, rather than Naughton's story of two damaged people who can't admit they care about each other, in this screenplay, Mrs. Miller is practically loopy. Shortly after her arrival in Presbyterian Church, and immediately after sleeping together, she tells him, "I'm falling in love." McCabe replies, "Anybody I know?" and she answers, "I don't care if you believe me or not. But I find I can't stand for you to visit and I can't stand for you to leave." Giving all of the power in their relationship to McCabe—even if Mrs. Miller still understands the danger of the mining company better than he does—puts the script back in the tradition of Westerns that preceded it, with their reticent heroes and moony women. It also would have



made Julie Christie's luminous performance completely impossible.

Still, at least one part of Naughton's original concept is present in the first Maddow draft: McCabe is way out of his depth. This aspect is softened in the next version, labeled the "Revised First Draft" and dated March 14, 1969. (Although the first Maddow version is undated, I am fairly confident it predates the "Revised First Draft," because the undated version is

has

consecutively numbered pages, while the dated version has revision pagination—e.g., pages 6, 6a, 6b, 7—and shot numbers, which are usually added later in the writing process.) This is the most conventional version of the story, and it reads like an actor's draft, with the kind of changes a writer makes to attract a star. In *Adventures In The Screen Trade*, William Goldman spells out the problems the role of a loser like McCabe poses to a producer trying to attract a star:

The star will lose if—big if—we know he could win if he wanted to. As long as he can wink at the audience and have them know his cock is still the biggest around, he'll lose, and gladly... Because now we know he's still the same neat guy you loved on the Johnny Carson show.

Maddow's revised first draft reads like someone involved in the production took this advice to heart. The motives are even more spelled out now—instead of a line of dialogue revealing that Butler and McCabe have crossed paths before, this version opens with McCabe running a gambling table in the Chinese section of a mining camp, before Butler robs him and throws him out. (Butler has now been promoted to enforcer for the mining company, which wants a monopoly on gambling.) Shortly thereafter, despite having had his hat, gun, and boots stolen, McCabe outwits Butler and his gang the way only a

star can: by holding them up with a stick, which he pretends is a rifle. (Nobody turns around to check.) Whatever goodwill this bit of ingenuity gives him with the audience is slightly undercut by the fact that Maddow also has McCabe cut off a piece of Butler's scalp as a souvenir, like a psychopath. (Perhaps this was inserted in the draft as a sort of poison pill by a screenwriter—correctly—pissed off at having to make revisions that made the script weaker.) There's also a new, completely pointless scene in which McCabe wins a knock-down drag-out brawl with a gigantic, nameless miner, who shows up for the fight to give McCabe a chance to look heroic before vanishing forever. It couldn't be more of a sop to actorly vanity if Maddow had McCabe spend several minutes preparing for the fight by flexing his muscles and rubbing himself down with baby oil. But the changes to Butler are what really wreck the script: Now the final battle is a showdown years in the making, even if Sheehan still gets to end it with an anticlimactic shotgun blast.

So it was probably for the best that this version of the film collapsed. In summer 1969, *Variety* mentioned that Jack Smight was planning to direct the film, but in October, it reported that Robert Altman was now attached. (The way Foster tells the story, he kept the fact that he'd signed Altman under wraps until *M*A*S*H* was released—he hired him after being snuck into a composer's screening of the unfinished film—but he may have just meant until people around Hollywood started seeing it.) In any event, it wasn't until April 1970 that *Variety* reported Brian McKay would be working with Altman to revise the screenplay.

McKay was a fascinating figure—he was doing time for stealing money orders when Altman got to know him through his correspondence with Altman's wife, Kathryn Reed. They started collaborating when McKay got out of prison. He was a natural fit for adapting *McCabe*, and according to



McGilligan, produced a draft in five weeks, which everyone remembers as excellent. However, by this point, the relationship between Altman and McKay was strained (McGilligan's account of an earlier fight contains the ominous notes, "Their line of credit was rescinded, McKay came down with dysentery,") and between the first draft and the shooting draft, they had a fight over *Brewster McCloud*. Attempts to repair the relationship failed. McKay's original draft isn't readily available, but the shooting draft, dated July 27, 1970 and credited to McKay and Altman, [is online](#). It's unclear how much Altman rewrote McKay, but it is clear that most of

the major decisions about the film's structure and feel were made on paper, well before filming began in October 1970.

The strangest thing about the Altman/McKay script is that while virtually everything from Maddow's version has been jettisoned, someone clearly worked from his draft, because a few inconsequential passages (scene descriptions, mostly) have survived, as did the best scene Maddow invented, of Sheehan having his photo taken with McCabe's corpse. This draft, titled *The Presbyterian Church Wager*, opens with a shot of the present-day ruins of the town, before panning to McCabe's arrival. From there, it sticks much more closely to the feeling of the novel than Maddow had. Once again, Mrs. Miller has more agency than McCabe, the mining company is distant and inscrutable, and the killers who arrive are strangers. There's a sense of the chaotic feel Altman eventually created on set in the numbered lists of ad-libbed lines in crowd scenes. This is the first version that *feels* like *McCabe & Mrs. Miller*, structured around the construction of the town, and complete with Mrs. Miller's final retreat to the opium den. This version also has one of the film's highlights, the scene in which The Kid murders The Cowboy, which Noel Murray astutely [identifies](#) as "the moment in the film when it's clear there'll be no more negotiations." In *Easy Riders, Raging Bulls*,

Peter Biskind says McKay's script was "very much a conventional Western," but unless the July 1970 draft is a complete page-one rewrite, this doesn't seem possible. (It seems more likely that people were confusing Maddow's version with McKay's.)

The film itself doesn't match exactly, of course. McGilligan credits a number of other writers who worked on the script during production, including Julie Christie, Joseph Calvelli, and Robert Towne. In *Easy Riders, Raging Bulls*, Warren Beatty credits exactly one: Warren Beatty. But with one major exception (cross-cutting between the fire at the church and McCabe's lonely death), the structure matches. There are some sharp thematic additions, like changing McCabe's meeting with Butler into another failed negotiation, and one smart omission (the "Presbyterian Church Wager" of the title—McCabe betting on his own survival—which survived in every version of the story until the film). But mostly, these were cosmetic changes. Beatty later gave people the impression that all of his lines were his own, but most of the most famous ones are from McCabe's internal monologue in the novel, even though they disappeared and reappeared in different versions of the screenplay. (Credit where due, however: McCabe's riddle about the frog with wings and "Money and pain. Pain, pain, pain," are Beatty's.)

McKay once estimated that about half of his script ended up onscreen, and that seems about right, if you're only counting lines of dialogue. The only character who is completely reimagined from the shooting script is the lawyer. McKay and Altman wrote him the way Naughton had—as an ominous figure with strong feelings about capitalism. Someone else re-imagined him as a would-be senator with a belief in free enterprise. The effect of making him as much of an oblivious buffoon as McCabe is a clear improvement: It makes Mrs. Miller seem more aware that she's surrounded by idiots, and makes McCabe more responsible for his own fate. But other than the lawyer, the main characters may sometimes say different *words* than are in the script, but they *mean* the same thing. Altman didn't decide on location to make an anti-Western; he'd had one all along.

Not to say that after all that, the writing was the most crucial part of Altman's style in *McCabe & Mrs. Miller*. It was essential, but not sufficient. The real truth Kael was getting at by ignoring the writers is that a lot of how the film feels is found around the

margins. In the unimportant, half-captured dialogue. In the tiny scenes that go nowhere, while the main engine of the story moves along elsewhere. So although it's wrong to say Altman transformed a story that meant something different into *McCabe & Mrs. Miller*, it's entirely accurate to say he changed the way the story felt. Here's another summary of the plot Altman gave Ray Loynd, more accurate than his other story about how he took a conventional Western and turned it on its head:

'Presbyterian Church' is about a guy who is riding his bicycle with no hands down the street past his girlfriend's house and he gets hit by a Mack truck and killed, and she doesn't see him. She's on the telephone talking to another guy, and that's what it's about.

That answer reveals Altman's method: the bare emotional core that he could decorate with all the extravagant, elliptical details that make up the worlds of his films. *McCabe & Mrs. Miller* has a steam engine, not a Mack truck, but it's easy to imagine Altman making the movie he described to Loynd, and having it mean and feel the same. He'd need collaborators to figure out what should happen in each scene, what each line meant; what each character was like, what they did. But Robert Altman, more than any other director, could take a thin thread—a showoff on his bike and a distracted woman on the phone, say—and wander with his camera through a living world he'd built around it.



Adrian Danks: "Just Some Jesus Looking for a Manger: "McCabe & Mrs Miller" (Senses of Cinema, September 2000)

In Bruegel's Icarus, for instance: how everything turns away

*Quite leisurely from the disaster; the plowman may
Have heard the splash, the forsaken cry,
But for him it was not an important failure; the sun
shone
As it had to on the white legs disappearing into the
green
Water; and the expensive delicate ship that must
have seen
Something amazing, a boy falling out of the sky,
Had somewhere to get to, and sailed calmly on.*
(W.H. Auden, *Musee des Beaux Arts*)

There are two basic interlocking textual strategies that mark the cinema of Robert Altman. A panoramic form which encompasses multiple characters and stories and centres around a particular event, space or institution



(*Nashville* [1975], *Short Cuts* [1993]. *Kansas City* [1997]). A revisionist form which interrogates, critiques and pays homage to the genres and archetypes of classical Hollywood cinema (*The Long Goodbye* [1973], *Buffalo Bill and the Indians, or Sitting Bull's History Lesson* [1976], *The Player* [1992]). On the surface these might seem to be distinct types or strategies; one protagonist orientated and the other ensemble based, one a critical dialogue with classical narration, and the other representative of a move on to other modes of narrative exposition. One with its roots in classical American cinema, and the other inching closer to the forms of European art cinema. And yet these distinctions and definitions make little sense of the shared ground of most of Altman's films. For example, *McCabe and Mrs. Miller* follows the coordinates of the most rudimentary of westerns; full of archetypal and cliched characters and situations such as the loner/stranger (in this case Warren Beatty as McCabe) who shakes up a frontier town and the whore-with-the-heart-of-gold (Julie Christie's as Mrs. Miller). But these classical or archetypal elements are undermined by the film's opaque view of its

characters, its foregrounding of atmosphere and place (including the 'atmosphere' of place, weather), and a technique which captures characters (both their bodies and voices) within pictorial tableaux that emphasise their relativity to the unfolding drama. In this respect, parts of, and indeed images within *McCabe and Mrs. Miller* resemble a painting by the sixteenth century artist Pieter Bruegel; broken up into interlocking tableaux and brought up to date (i.e. into cinema) by the deployment of favourite Altman devices like the zoom, the pan and multi-tracked sound – these

devices serving to distance the events and characters from the viewer while opening up the frame, and the relationship between frames, to the scrutiny of the spectator.

Altman's films and the individual frames within them truly

encounter the notion of the canvas and the opportunities that the breadth of such a canvas offers its audience for the activities of scanning and choosing. Altman's style is akin to a painting style that retains its imperfections, flaunts its brushstrokes and provides a tapestry of observations rather than a balanced or obviously composed image. As in the films of Jacques Tati, this choice of focus or emphasis, this relative democracy, is deeply circumscribed by the stylistic choices of the films. However, Altman's films take an almost opposite tack to Tati's, in that they depend upon the improvisation of dialogue and performance, an intuitive response to place and situation – muddying and expanding the soundscape rather than separating out elements – and insist on the varying planes and emphases of the pan and zoom rather than the locked-off shot and deep focus. Tati produces a sense of choice (and life) through the obvious mediation of everything that is seen and heard (including the meticulous construction of a city in *Play Time*), while Altman produces the same effect by opening up the film to other voices, sounds, characters and narrative foci (while still constructing a town in *McCabe*).

It is possible to argue that Altman is the most significant and emblematic director of post-classical American cinema. This argument can be made in terms of how his films set up a model of filmmaking and narrative exposition (see the influence on Paul Thomas Anderson's *Magnolia* [1999]), how they revisit earlier narrative and genre models (and thus establish a dialogue and intertextual relationship with the past), how his body of work offers a model of independence (and of how to keep making films when so few are commercially successful), and how to do all this within the context of contemporary American cinema (Altman moves fluidly between the studios, the independents, public and network television). *McCabe* was made early on in Altman's film career, and not long after his move out of television. As much as one can place his films within the context of the New Hollywood (and the explicit revisionism of directors like Arthur Penn, Martin Scorsese and Brian de Palma) or European art cinema, they can also be seen in light of his television work of the '50s and '60s. His command of, and to some degree boredom with, the framework of genres such as the western can be traced back to his work on such programs as *Bonanza*, and the ways in which such television programs rely upon the most basic formulae of these genres to enable quick and streamlined production. Altman extends this approach to the widescreen feature film by following the conventions of character and situation that define each genre – for example, if I was to tell you the basic story of *McCabe* you might think that it represents the most conventional of western forms and stories. But it is the emphasis that Altman places upon ambience, atmosphere and the transgressive potential of such generic elements and formulae that proves to be transformative. It is here that his films, and *McCabe* is no exception, become iconoclastic and start to probe the structures, ideologies and basic content of

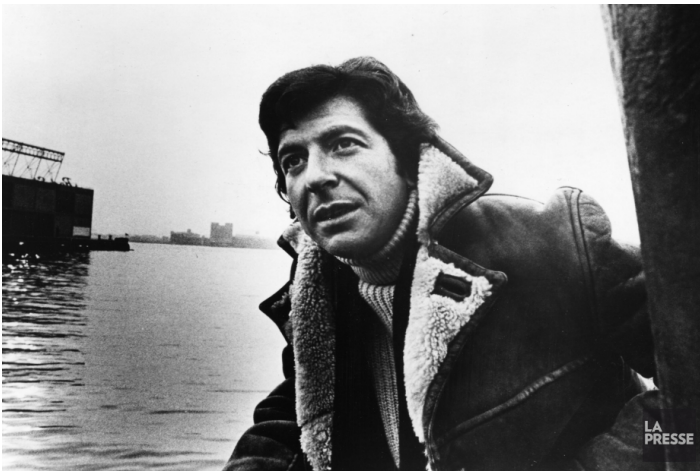


established forms. This iconoclasm also lies in elements of characterisation such as the endless mumblings of Beatty's McCabe and the ways in which the film de-emphasises and cuts away from what might appear to be the central concerns of the narrative. This is particularly evident in the closing stages of the film, where the beautiful and brutal snow-bound fight to the death between McCabe and the 'bounty' hunters is shown in 'cold' long-shot, and is interspersed with images of the townspeople attending their burning church and, eventually, Mrs. Miller drifting away into an opium haze. In these scenes the film finds an analogue to the intricately detailed multi-narrative canvasses of Bruegel – as McCabe fights his inevitable battle, other folks, and indeed the film itself through the use of crosscutting between scenes and situations that never come together, look elsewhere.

Like many westerns of the last forty years *McCabe and Mrs. Miller* can be considered as a kind of anti-western. Its characters' romantic hopes and dreams flounder against the vicissitudes of 'progress' and big business. In this respect the film is reminiscent of John Ford's *The Man Who Shot Liberty Valance* (1962) and pre-emptive of Jim Jarmusch's *Dead Man* (1995). It also shares many of the concerns, landscapes and geography of Anthony Mann's *The Far Country* (1955), a film equally concerned with the fading or dying of particular myths and territories. Rather than focus upon the myths of frontier, individualism and the destruction of the wilderness by 'civilisation', *McCabe* contrasts various models of entrepreneurship, situating McCabe's failure as being largely the result of the mundanity of his business acumen and vision (and not his choice of business as a warehouse manager).

Another remarkable element of this film is its use of music, and more generally, of sound. Much of the opening thirty minutes of the film is difficult to follow and requires both an attentive eye and ear, or at

least a recognition that the film won't do everything for you. *McCabe* is famous for disorientating many of its early audiences when the soundtrack was even muddier than it became in the subsequent release prints. Meanwhile, Leonard Cohen's songs, often criticised as banal or half-baked, are integral to the tone and structure of the film. They drift in and out, sometimes coalescing with the images or story, while at other times providing a rough counterpoint. At no time is this relationship solid and clearly marked and the music (along with the washed-out, extremely yellow imagery intended to simulate late nineteenth century photography) also contributes to the dream-like quality of the film. Despite its firm placement within the revisionist frames of the New Hollywood, and Altman's own seemingly systematic revisiting of genre cinema, *McCabe* is amongst the most classical of anti-Westerns (and like many of Altman's films its subject is ostensibly the meaning of the term 'America'). Counter to the acid westerns of Hopper or the ultra-violence of much Peckinpah, *McCabe* sits alongside *The Ballad of Cable Hogue* (Sam Peckinpah, in a more wistful mode, 1970) as an autumnal, almost wintry, western – less country than folk, imperfectly but perfectly scored by the melancholy and broken tenor of Cohen's voice.



Robert Christgau: “Stranger Songs: The Music of Leonard Cohen in *McCabe & Mrs. Miller*”
(Criterion notes)

McCabe & Mrs. Miller has such a striking look that anyone recalling it will immediately visualize an image or two—for me, it's an exterior shot that conveys the moistness of the woody, perpetually overcast forest mining town the film never leaves for two hours and four roughly denoted seasons, so verdant where most cowboy settings are

so sere. But high on anyone's list of associations with this film is the music of Leonard Cohen, which suffuses it in memory, an impression nailed down by “The Stranger Song,” which plays over the titles for five leisurely minutes as the protagonist, an affably inscrutable gambler named McCabe (Warren Beatty), rides one horse and leads another up a mountain and across a rude bridge toward the shelter of the local saloon. Many reviewers complained about this musical tactic. The *New York Times*'s Vincent Canby linked the film's “tired symbolism” to “a folk-song commentary on the soundtrack that recalls not the old Pacific Northwest but San Francisco's Hungry i,” and John Simon doubled down in a *Times* feature: “There is not much to see in the film and even less to hear—often no more than a pretentious ballad by Leonard Cohen, the Rod McKuen of the coach trade, which has nothing to do with the matter at hand.”

The film version of “The Stranger Song” differs from the one Altman had played to death on successive copies of the Canadian singer-songwriter's late-1967 debut album *Songs of Leonard Cohen*—produced, as it happens, by another John Simon (rather too schlockily, Cohen always thought). After starting off with the first three verses of the album version, the soundtrack interpolates a long, elegiac, Spanish-tinged guitar solo—amplified acoustic, I think—by David Lindley, for forty years now a go-to multi-instrumentalist but at the time merely a member of the California band Kaleidoscope, who were handpicked by Cohen to play behind him on the record only to be cut off at the pass by Simon the producer. Then the album version returns for two verses, after which it doubles back to the capper of the second verse, with the final three verses saved for a later scene. Thus the mood-setter ends: “That is curling up like smoke above his shoulder/It is curling just like smoke above his shoulder/He was just some Joseph looking for a manger/He was just some Joseph looking for a manger.”

When Simon the critic claims “The Stranger Song” “has nothing to do with the matter at hand,” he's prevaricating with his customary brio. Not that Altman's film or Cohen's song invites one-dimensional interpretation. But both posit a protagonist who's a stranger and also a gambler, with the word “dealer” and the image “smoke above his shoulder” hinting at the opium that consoles the film's smartest and strongest character, the madam who becomes McCabe's business partner, Mrs. Miller

(Julie Christie). More generally, both song and film gauze over a dark romantic pessimism, paradoxically inducing us to dream a happy ending neither song nor film ever actually implies is within reach. The hushed world-weariness of Cohen's practiced sprechgesang—"Villon with frostbite," a wag at *Time* joked; his "drone," an Altman scholar declared decades later—proffers a tenderness that can't endure; Lindley's guitar conjures a

lyricism whose melancholy conquers all. Before Altman even tried to negotiate permissions, he laid Cohen's songs over his footage, and the mesh amazed him. "I think the reason they worked was because those lyrics were etched



in my subconscious, so when I shot the scenes I fitted them to the songs, as if they were written for them. I put in about ten of them at first—of course, we way overdid it—and then we ended up with the three songs that were finally used, and I thought they were just wonderful."

Although Cohen has long been world-famous, he was strictly a cult figure when Altman tapped him—*Songs of Leonard Cohen* never charted above sixty-three. Nor did the skeptically reviewed and sparsely attended *McCabe & Mrs. Miller* boost his sales—*Songs of Love and Hate*, released a month after it in 1971, topped out at 145. But before too long the film was gathering serious acclaim, and its status burnished that of Cohen, though he wouldn't hit his stride as a legend until the eighties, when his European success combined with his steadily accruing body of work to help him achieve critical mass. Nonetheless, he doesn't pervade the soundtrack as much as we're inclined to believe, as a few calculations make clear. The second Cohen song Altman retains is "Sisters of Mercy," which plays for four minutes in four segments during the eight minutes when the whores arrive and get settled. That brings us just twenty-seven minutes into the film,

however. For the next hour and a half, Cohen's music doesn't disappear—"Winter Lady," linked to Mrs. Miller as "Sisters of Mercy" is to her girls and "The Stranger Song" is to McCabe, plays behind several scenes, although more sparingly. But for ninety minutes Cohen's songs are mostly a memory as subtler music sidles in—music you really have to listen for. Just as Altman muffles so much crosstalk in

this film, the non-Cohen music is so organic it seems incidental, almost ambient.

All over the place is fiddler Brantley Kearns, occasionally playing pizzicato but usually bowing, present even when half-heard in many snatches at many junctures, most memorably

inspiring the ice dance that precedes the film's most brutal murder, although his "Beautiful Dreamer" is a lovely touch. Then there's Mrs. Miller's music box—checking in with Brahms' Lullaby, tinkling out a "Silent Night" transformed by her clientele into dance music, framing an opium high. There's environmental Lindley guitar apropos of nothing and ominous Lindley guitar announcing the assassins and literally elegiac Lindley guitar reprising "The Stranger Song" at the close, where Bart Coyle's funeral hymn, "Death of the Righteous" a.k.a. "The Last Repose," also makes a repeat appearance.

Without question, Leonard Cohen dominates the soundtrack of *McCabe & Mrs. Miller*. It's hard not to suspect that something about his cultivated murmur seeped into Altman's ideas about barely overheard dialogue, which come to fruition in this film and determine its aural gestalt more than Cohen does, rendering it as groundbreaking sonically as it is visually. But it's worth remembering that definitive in some respects though Cohen's songs are, they're far from the only music in *McCabe & Mrs. Miller*—and that consciously heard or not, every bit of that music is both gorgeous and meaningful.

BUFFALO FILM SEMINARS SPRING 2020, SERIES 40

Apr 14 Martin Scorsese *King of Comedy* 1983

Apr 21 Wim Wenders *Land of Plenty* 2004

Apr 28 Wes Anderson *Isle of Dogs* 2018

May 5 Pedro Almodóvar *Pain and Glory* 2019

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