

00:00:00	Music	Transition	“Switchblade Comb” by Mobius VanChocStraw. A jaunty, jazzy tune reminiscent of the opening theme of a movie. Music continues at a lower volume as April introduces herself and her guest, and then it fades out.
00:00:08	April Wolfe	Host	<p>Welcome to <i>Switchblade Sisters</i>, where women get together to slice and dice our favorite action and genre films. I’m April Wolfe, recording in my home office with special guest appearances from my cat, Chicken, probably, and maybe the wild parrots next door. It’s pretty smokey outside, we don’t really know.</p> <p>Every week, I invite a new female filmmaker on. A writer, director, actor, or producer, and we talk—in depth—about one of their fave genre films. Perhaps one that’s influenced their own work in some small way. Today, I’m very excited to have writer-director Rachel Lee Goldenberg here with me. Hi!</p>
00:00:37	Rachel Lee Goldenberg	Guest	Hello. Hello, hello.
00:00:40	April	Host	<p>Um, so for those of you who would like a refresher on Rachel’s life and career, this is it.</p> <p>Rachel is an Emmy award winning producer, director, and writer. She began her career directing B-movies for a Roger Corman-esque company called The Asylum—which our listeners are probably more familiar with than any other places—um, where she was able to delve into many different genres and earn her ten thousand hours, which is very important.</p> <p>Her forte then became uh, sometimes oddball, risky and artfully camp comedy, which she’s honed by directing TV shows including <i>The Mindy Project</i>, <i>Looking for Alaska</i>, <i>I’m Sorry, Divorce</i>, <i>Everything’s Gonna Be Okay</i>, and <i>Man Seeking Woman</i>. Her first feature was the wild meta-Lifetime TV movie, <i>A Deadly Adoption</i>, starring Will Ferrell and Kristen Wiig.</p> <p>In 2014, while serving as the White House liaison for <i>Funny or Die</i>, she won a Primetime Emmy award for producing <i>Between Two Ferns</i> with President Obama. Her directing work at <i>Funny or Die</i> includes <i>Snackpocalypse</i> starring Michelle Obama, <i>Mary Poppins Quits</i> with Kristen Bell, promoting minimum wage increases, and <i>Modern Office</i> starring Christina Hendricks advocating for workplace equality for women, to name just a few.</p> <p>She most recently directed MGM’s <i>Valley Girl</i>, a musical remake of the 1983 cult classic, that <i>Hollywood Reporter</i> called “a totally bitchin’ guilty pleasure.”</p> <p>Up next, Goldenberg directed and go-wrote one of HBO Max’s first original film features, <i>Unpregnant</i>. It’s available now, while you’re listening to this, on HBO Max. Um, the film is based on the 2019 novel of the same name by Ted Caplan and Jenni Hendriks, and produced by Greg Berlanti, Sarah Schechter, and Eric Feig. It tells the story of a teenage girl who needs to get across state lines for an</p>

abortion, and the only one she can turn to for help is her weird ex-best friend.

So, uh, you got a lot of things going on, and I love the movie that you chose to talk about today, because it's gonna be able to easily intersect with your work, and specifically with *Unpregnant*. But, Rachel, the movie that you chose to talk about today is *Thelma & Louise*. Can you give us a little explanation on why this is one of your fave genre films?

- 00:02:48 Rachel Guest Yes. I mean, it's no um, it's no accident that it is easy to talk about with the movie that I made recently, because one of the things that got me excited about making that film is that *Thelma & Louise* is one of my absolute favorite movies, and I would say one of the few movies, I think, might be perfect. Uh, I just—the performances, the plotting, the cinematography is beautiful. It's just uh, easier to say things I don't like about it than things I do.
- [Both laugh.]
- 00:03:19 April Host Well, we'll be saying mostly the things that you do like about it.  
[Laughs again.]
- 00:03:22 Rachel Guest Yes. Well, it's just we don't have time for me to say everything I like about it, so, you know, I can just give my one note and then we can move on, and, you know.
- 00:03:30 April Host It's great, it's a perfect movie. Um, but, for those of you who haven't seen it yet, *Thelma & Louise*, today's episode will give you some spoilers, but that shouldn't stop you from listening before you watch. As always, my motto is that it's not what happens, but how it happens that makes a movie worth watching. Still, if you would like to pause and watch *Thelma & Louise* first, this is your shot.
- 00:03:48 Music Music "Main Title (Film Version)" off the album *Thelma & Louise: Original MGM Motion Picture Score* by Hans Zimmer
- 00:03:50 April Host And now, let me introduce *Thelma & Louise* with a quick synopsis.
- Written by Callie Khouri and directed by Ridley Scott for release in 1991, *Thelma & Louise* stars Geena Davis as Thelma and Susan Sarandon as Louise. Best friends in rural Arkansas, heading off on a short vacation to a cabin, to escape Thelma's dumb husband and Louise's on-again-off-again boyfriend.
- On the way, they stop at a bar, where Thelma dances with a man who then attempts to rape her in the parking lot. Louise breaks it up with a gun, threatening to shoot him.
- 00:04:21 Clip Clip [Gun cocks.]
- Louise:** You let her go, you fucking asshole, or I'm gonna splatter your ugly face all over this nice car.
- 00:04:26 April Host He relents, but then hurls insults at them and says he should have raped Thelma. Louise then turns around and shoots him out of anger. And he's dead.

The women return to the car knowing something has irrevocably changed their lives. The women assess the situation. If they go to the police, the attempted rape might not be believed. Their only choice is to flee to Mexico, so they head west.

00:04:48	Clip	Clip	<b>Louise:</b> God damn it, Thelma, every time we get in trouble you just get blank or—or plead insanity or some such shit. Not this time. I mean this time, things have changed. Everything's changed. But I'm going to Mexico. I'm going.
00:05:07	April	Host	On the way they meet JD, played by Brad Pitt, who hitches a ride with the women.
00:05:10	Clip	Clip	<b>JD:</b> Trying to get back to school. My ride fell through, and well I'm kinda stuck here like stink on stink. So I was thinking that, uh, you're going my way or I'm going your way... <b>Thelma:</b> I think we're going to Oklahoma City— <b>JD:</b> Perfect. <b>Thelma:</b> —but I'm not sure <b>JD:</b> Yeah, well, I'd appreciate it much.
00:05:26	April	Host	Louise calls her boyfriend and has him wire her life savings to her, but he shows up in person instead, with cash in hand, and asks her to marry him.  Meanwhile, Thelma is sleeping with JD, who is discovered to, uh, be a thief, which makes it not surprising that he has taken off with the cash the next morning.
00:05:42	Clip	Clip	<b>Thelma:</b> I've never been lucky, not one time... shit! That son of a bitch burgled me, I don't believe it.
00:05:52	April	Host	Thelma feels fucking terrible for letting this happen, so she takes a few tips from JD's exploits, and robs a store to get money.
00:05:58	Clip	Clip	<b>Thelma:</b> Let's see who will win a prize for keeping their cool. Sir, would you do the honors? Take all cash out of that girl and put it in a paper bag. <b>Man:</b> Yes, ma'am. <b>Thelma:</b> You're going to have an amazing story to tell all your friends. That, or you'll have a tag on your toe. You decide.
00:06:09	April	Host	Unfortunately, the FBI is closing in on them. So, this only kind of flashes them on their radar a little more. Enter Arkansas investigator Hal Slocumb, played by Harvey Keitel, who's hot on their tails. But he's also very sympathetic to their struggles. He gets it. They didn't come forward because they didn't trust the justice system. Hal's able to get Louise on the phone eventually, and try to persuade her to turn herself in.
00:06:34	Clip	Clip	<b>Hal:</b> You're getting in deeper every moment you're gone.

**Louise:** Would you believe me if I told you this whole thing was an accident?

**Hal:** I do believe you. That's what I want everybody to believe. Trouble is, it doesn't look like an accident, and you're not here to tell me about it. I need your help here. Get Harlan Puckett—

**Louise:** I don't want to talk about it.

**Hal:** You want to come on in?

**Louise:** Don't think so.

**Hal:** Then I'm sorry. We're gonna have to charge you with murder.

00:07:01	April	Host	But he's unsuccessful. The damage has been done. The two women get in deeper and deeper, locking an officer in the trunk of his car when he pulls them over. Taking joy in blowing up a rude truck driver's rig, too.
00:07:13	Clip	Clip	<b>Truck Driver:</b> <i>[Screaming]</i> Ahhh, you bitches from hell! God damn it!
00:07:18	April	Host	It is, perhaps, the most freedom they've ever had, and yet the two aren't quite open and honest with one another. Louise has a painful history not worth quite bringing up completely. At the edge of the Grand Canyon, the FBI finally catches up with them. Hal tries to take control of the situation, but the FBI shoos him away. The women decide that instead of being captured, they're going to keep going.
00:07:38	Clip	Clip	<b>Thelma:</b> Let's keep going. <b>Louise:</b> What do you mean? <b>Thelma:</b> Go. <b>Louise:</b> You sure? <b>Thelma:</b> Yeah.
00:07:58	April	Host	They kiss, and accelerate over the cliff, and we freeze frame on their glorious moment. And that's the end.  Um, this movie has uh, a really wonderful story, and it's one of those films where it was so popular, had such a great box office, and you thought, "Oh, there's gonna be so many more to follow." Like, obviously Hollywood would—no.  So, this is kind of like, a case study of um, Hollywood at a certain moment and of this time too, of um, something that is wildly successful, built for a kind of female audience, that crosses over, is just beloved by many people, um, and yet it kind of couldn't escape its microcosm.  Um, but the idea came to Callie Khouri, who wrote it, one day late in

1987. Um, it was when she was a producer on pop music videos. She hadn't written a script before, but she pulled into her driveway on the way home from work, and she wrote down, in her notebook, like the idea just came to her, "Screenplay idea: two women go on a crime spree. They're leaving town, both leaving behind their jobs and families. They kill a guy, rob a store, get hooked up with a young guy." End quote.

*[Both laugh.]*

00:09:14 Rachel Guest I mean, what an idea!

*[April confirms.]*

Yeah, you gotta run with that. If you have that idea, run with it.

00:09:19 April Host It's like, inspiration strikes, you're in your driveway, and you like, hate your job, and you've never written a script before, but you're like, "God damn it. I know how to tell a story."

00:09:29 Rachel Guest Yeah, it's so—it does feel inspired. It just feels so um, so untethered by the rule—the laws of society. You know, just to—it sort of—just being able to think that big. And not that big, like, "Oh, we'll add monsters and an alien attack," but just, that big to buck social constraints is—I mean, it's exciting, you know?

00:09:53 April Host Um, I am very curious to know your thoughts on writing kind of messy women characters, 'cause I feel like you're, you know, probably going to get a lot of either praise or kind of backlash against, you know, two young women who are going off to procure an abortion. Um, but I think that one of the things that really struck me about Callie Khouri talking about this film in particular is how so many people did not accept these very messy, human female characters.

She said, quote: "I hear people getting their knickers in a big twist about what this movie is supposed to be. There's so much talk about whether it's a feminist screenplay, whether it's a male-bashing movie. It's none of those things. I am a feminist, so clearly it is going to have my point of view. But this is a movie about outlaws, and it's not fair to judge it in terms of feminism.

"People say Thelma and Louise are not role models. Well, they were never intended as role models, for God's sake. I don't want anybody doing anything they saw in this movie. They are outlaws who should be punished and are. I do not justify their actions." End quote.

And I think it's an interesting thing that she had to kind of speak on behalf of these characters and say like, "Yeah, they're not role models, why would—*[Through laughter]* why would I have to tell you that?"

00:11:14 Rachel Guest Yeah. Yeah, when I'm working on writing a character or bringing a character to life as a director, I'm not really thinking so much about, should this be a messy character or not? I'm just trying to make them feel real to me, you know? And so knowing that, sort of,

there's a really simplistic version of this duo, where one's sort of uptight and—you know, kind of a classic odd couple. Like, one's uptight and one's crazy, and that's—and they're gonna drive each other crazy. Watch this.

Um, but then—and I think that dynamic is funny and works in a great source of comedy, but then making their—finding more depth than that, and finding ways that I can relate to both characters, understand where they're coming from and see why they act the way they do, and show, you know, no one fits into simple boxes. Um, so trying to bring out depth and life to the characters.

00:12:03 April

Host

You know, and speaking about like, bringing out depth and life to the characters. Yes, there's the things that you see on screen—er, I'm sorry, on the page that your actors will get when they read the script and all that, but of course there's always going to be um, you know, some character studies sometimes, some scene work that kind of brings out those character studies. Sometimes people like, write whole backgrounds about their characters.

But the way that Geena Davis was talking about, in terms of working with Callie Khouri on this, it was a very, very detailed um, uh, process that she had with Callie Khouri, of like, figuring out down to like, the smallest, smallest thing this character does, what brand of a product that they buy.

She said, quote: "I'd been hearing about this great script, with not one but two great parts for women, which is a very unusual event. I first saw it about a year before we began shooting, and just loved both the parts. It's not often you see parts for two fully-realized women characters and have a movie be about women's adventures and journeys, and from the way that Callie Khouri writes, you could tell she knew these characters inside and out. I knew that if I needed to find out the color of the toothpaste Thelma used, I could call Callie and she would know." End quote.

And that's something also that um, that Ridley Scott was saying, is that Callie Khouri would be taking very late-night phone calls from both actresses, just being like, "Oh, I need to ask you about this," and then Callie Khouri would be like, "Of course I know the answer." *[Laughs.]*

00:13:40 Rachel

Guest

I'm sure Callie did. I'm really good at coming up with an answer very quickly when needed. *[Laughs]* So uh, you know, I feel like um, uh—hopefully nine times out of ten, when the actors and I are talking about something, it's something that i've already thought of.

But also I think it's, um, important for people to feel like they're in good hands, and so, you know, so they'll be—there's times when it's nice to talk through things and figure them out, and there's times where I think it's better to sort of just be the authority of—of the movie and what's supposed to be happening and show that there's confidence and it's coming from a perspective.

So, you know, working with Haley Lu Richardson, she has—she really goes deep with character, and she—we did scriptwork once

she came on board, 'cause there were certain questions that she had, and certain things she wanted to bring out of her character, which were only helpful, because I think that's such a cool thing about collaborating with actors or really with any crew member is that, you know, I'm thinking about the big picture, but having someone have to dig so deeply into the granular of their particular element.

There's no way that I could have thought of every costume as much as our costumer did, or uh, you know, every—every angle of every part of the backstory of Veronica like Haley did. And so having people bring more elements and be able to talk through those and change it is really—is beneficial.

But then also, because she does things so deeply, there were times where she would feel a little bit lost, because she, uh, she's thinking about the truth of the character, and I'm thinking about the tone of the film. I'm thinking about the movie.

*[April affirms.]*

And so, there were—there were a lot—many times when we had to sort of wrestle together with how she could do a—how she could bring this character to life, and bring her truth to it, and still have it fit in this movie. Um, and we did end up doing it, but—and I love Haley and will work with her again, uh, as soon as—as soon as I can. But it was like, a real creative wrestling that was happening to sort of find right—for her to find the right tone and for me to help guide her there, and for me to create truth for her in the scenes that still felt like the movie I knew I was making.

00:15:57 Music Transition “Switchblade Comb” by Mobius VanChocStraw.

00:16:00 April Host Uh, we're gonna take a quick break. When we come back, we'll talk more *Thelma & Louise* and *Unpregnant* and a bunch of other stuff that Rachel Lee Goldenberg has done. And we'll be right back.

*[Music fades.]*

00:16:13 Promo Promo **Music: Three bouncy beats.**

**Graham Clark:** Hi! My name's Graham Clark, and I'm one half of the podcast *Stop Podcasting Yourself*, a show that we've recorded for many, many years. And, uh, at the moment, instead of being in person, we're recording remotely. And, uh, you wouldn't even notice. You don't even notice the lag.

*[Long pause.]*

**Dave Shumka:** That's right, Graham! And, uh, the great thing about this—

**Graham:** Uh—

**Dave:** Go ahead.

**Graham:** No, you go ahead.

**Dave:** Okay, and—

**Graham:** Okay, go ahead.

*[Someone stifles laughter.]*

**Dave:** And you can listen to us, uh, every week on [MaximumFun.org](http://MaximumFun.org).

**Graham:** Or wherever you get your podcasts.

**Dave:** Your podcasts.

**Music:** Three bouncy beats.

00:16:55 Music Transition “Switchblade Comb” by Mobius VanChocStraw.

00:17:02 April Host Welcome back to *Switchblade Sisters*. I’m April Wolfe, and I’m joined today by Rachel Lee Goldenberg, and we’re talking about *Thelma & Louise*.

Um, so something that we’ve talked about in other episodes where Ridley Scott was the director, specifically *Alien* and *Blade Runner*, um, is the fact that he has a production design background, and so he’s very into storyboarding.

Um, now this movie came after both of those films, and so um, when, you know, I was looking through the interviews of how his process had changed, it had changed quite a bit. Back then, he was still doing like, almost solely his own storyboarding. Um, he wasn’t—he wasn’t kind of relinquishing the reigns to other people. And at this point in his career, with *Thelma & Louise*, he was.

He said, quote: “Storyboards are a key factor in the way I work. I storyboard everything. I start out with a blank page and simply begin to draw. Once I’m halfway through the first frame, the whole scene opens up in my head. I now do thumbnails and hand them in to a real storyboard artist, because they become a blueprint. They’re not for me. The storyboards are xeroxed, handed to the first AD, cameraman, prop department, who look at it and figure out where they come in. It’s a hugely important and useful preparation for me.” End quote.

Um, and so you know, he’s allowing that control a little bit to someone else. He still does like, the initial, kind of like, shitty sketches of it. But it is essentially the easiest way for him to get his crew on the exact same page, that he knows what he’s going to shoot that day and how.

Um, ‘cause he does stick to those storyboards quite a bit, unless there’s like, some kind of thing with lighting that catches his eye, and she’s just like, “Oh shit, this is amazing!” Um, but those storyboards are very much the blueprint.



Um, and I know some indie directors do like doing storyboards. Some like doing photographs, where you actually just go into the space and kind of like, do blocking and photograph it that way. How do you tend to set up shots and convey that to your crew and cast?

00:19:03 Rachel Guest You know, it's funny that you say that—that Ridley Scott is a big storyboarder, because he started in commercials, and the only time I do storyboards is when I'm in commercials, because they're mandatory in commercials.

And they—they, um—in commercials, they're uh, sort of restrictive. It's like, this is your to-do list for the day, and if you don't complete this, then you're in trouble. And people, you know, and clients will point to them and say, "But in the storyboard, we could see a little more of her outfit." And you know, they become like, this gospel that's sort of very annoying to me. *[Laughs]* And uh, and has never been that attractive to me.

Um, if I—if I was an excellent artist, perhaps I would get excited about storyboarding, but I am not a fine artist whatsoever. Um, I have—there's a Herzog quote that, "Storyboards are for cowards," that I sort of hold onto.

*[April affirms and laughs.]*

00:20:01 Rachel Guest Um, I love shot listing. I get really detailed with shot listing. I do it with my cinematographer, and we look at the scene, and many times I've already sort of got a rough idea, but then pitch that and they hit back with better ideas. Or we do overhead sketches, and then picture how the blocking could go, and shot list from there.

But, depending on the scene, it really—the scene really dictates how specific the visuals need to be or not, to me. So, something like the um, the train scene, where the girls in *Unpregnant* are running for the train. Because—because we're trying to do sort of a specific genre-y action thing, we're building excitement, I knew exactly the type of coverage that we needed for that. I knew we needed a ton of angles. I knew that we needed specific angles to make the train feel fast and the train feel big and the girls feel chaotic. Um, and so that was really specific.

But then, something like uh, like their fight scene. I knew that I just wanted to be able to crash shoot, and let them—we planned out blocking, but really let them find it, and let them go, and have the angles, and be able to be sort of loose with it.

And, you know, and I will always go in with a shot list then, depending on the scene. It'll depend how much we actually stick to it or how much we create something totally different once we see it, or once you know, time is slipping by. The sun is going down, or whatever it is.

00:21:33 April Host Oh, yeah. For sure. I mean—it—this also, uh, I'm—am I right to assume that you had—that you were working with one camera on this, or did you have multiple cameras on this?

00:21:43 Rachel Guest We were two cameras.

*[April repeats in affirmation.]*

Uh, two cameras the whole movie, and then for the racetrack scene and for the car chase scene we had more cameras. I think we had four, maybe, for each of those.

00:21:55 April Host Yeah. And I think, um, you know, the Scott brothers both really—and Tony—have—you know, RIP Tony—but, um, they are huge proponents of shooting multiple cameras on every scene, all the time. Um, specifically because of what you're talking about, of just like, if the light's going here, and you're just trying to hurry and all that kind of thing.

Um, that's something, for instance, whenever the women were like, sitting at a table together or a booth, there was always the two camera setup. Um, and so that means that they were lighting specifically, usually for like, one—kind of one side of their face, so that half of their face would be in shadow, and the other half would have a nice kind of like, golden sun on them. And—and so the cameras were usually about three inches out of frame at any point in time. So like, you don't have much wiggle room, you're just kind of doing a back and forth and—and hoping that like, the scene remains beautiful.

Um, but the way that Ridley Scott said was, quote: "We had two cameras working opposite each other, because the lighting was all coming from the back. So the light on their faces was beautiful." And this was for that beautiful scene in the um, in the diner, where they're just sitting and there's like, golden sun after Michael Madsen's left.

Um, "and it's why the scene looked so good. We didn't do everybody one way first, then jimmy the other way next. What frequently happens when you do one camera at a time, you spend two and a half hours one way, and come around, the actors come off camera for awhile and run out of steam, so it's terrible." End quote.

And I think that that's, in terms of—I think a—I think a good director can probably keep their actors' energy up, even if you have to do a setup that's like, reversed. I think that that's like a part of the deal.

But also, I understand exactly what Ridley Scott is saying in terms of, you see how that scene cuts together, how beautifully that light is shining onto them, and their performances. It's just like you can tell that the performances that they have are, um, that they got in the edit are from the same take. And that's something that's really beautiful.

How do you feel about that kind of thing when it comes to, you know, catching dialogue? Trying to keep things moving in scene, allowing the actors some room to work in that way?

00:24:07 Rachel Guest I generally don't prefer cross-shooting in most cases. I think—I think

that the thing about having multiple cameras is making sure that you're prioritizing one shot and then seeing what else you can get. And so, sometimes there's two shots on your shot list that will work perfectly in tandem, and you can shoot them at the same time. But if not, I—I push back against ever saying, "Well, why don't we just sort of do the not-quite-as-good version of this other shot that you have on the shot list? We'll just use the second camera to get that." It's like, no, I don't—I don't want to do that.

*[Both laugh.]*

Um, I want the shots to be good. So uh, so—so that's really what it is. It's working backwards from, "What's the—let's figure out—what are A cameras doing right now, and then let's figure out something to do with B camera." And if there's not something that I was thinking of to get with it, if you have—if you have strong operators—I have a couple operators who, you can just say, "Can you just find some cool shit while we're doing this? Can you get some shots that I never would've thought of?" And you get these really interesting shots, 'cause they have to find some weird corner to tuck in, and it's some angle that I never would've thought of that ends up being really interesting and fun. Um, it's just sort of a bonus.

And in terms of the energy of the actors, I totally agree. I hate having everybody go back to their trailer for long periods of time. It's my least favorite thing. But that's usually—the way I tackle that is the cinematographer and I have a conversation about setups not being that long. And knowing, okay there's a few things. There's a giant carnival scene. You know, don't have the actors come in for hours, 'cause we're gonna do a big lighting sequence on it. But then in between shots—

00:25:47 April Host Yeah, and they're gonna get fucking tired.

00:25:48 Rachel Guest Yeah. Everyone's gonna be miserable and cold by the end anyway. But, but you know, making sure that our turn arounds are pretty quick. And I'm also just sort of an impatient person, uh, by nature. And so I will be always just sort of wandering around set saying, "Hey, are we close? Can we get going soon? Do you think we're almost ready?" And uh, and hopefully uh, not annoying people too much, though I'm sure I do.

But, you know, I think it's—I think the energy in a pace is as important as um, as anything else, really. And coming from working from silent movies, silent movies where we have, you know, ten page days, twelve page days, I'm used to really flying. So, when we only have five pages a day to shoot, that feels easy to me, or manageable certainly.

And so, I really just like to keep the energy. You know, the nice thing about those really, really low budget movies is that everyone's all hands on deck all the time, and then the farther you get from that—I don't love shooting on stages. Like, I've done it on a lot of TV shows. 'Cause I feel like people sort of just get relaxed and sort of, "Well, we'll get to it when we get to it, and now we're ready for the actors." And like, that's not really the energy I like. I like, like, "We're

all in it together. We've got to keep moving. What are we doing next?"

If we have a really big day, I'll walk the actors through the entire day. Even sometimes, if it's something more action-y, up to the angle, so that we're all on a team. "Okay, now here's when we're going to do this part of it." To just keep momentum and keep everyone on team movie.

- 00:27:20 April Host I mean, that's—when you're working on a TV set though, that's—I feel like, as a director, it seems like you might not have the most control over trying to get that energy maintained, and that kind of standard that you want.
- 00:27:36 Rachel Guest Yeah, I mean, I think also it's just, it's unfair to expect people who are working on a show for ten months of the year to have the same energy that they would working on six weeks. And so, I've just had to learn to accept those as different mediums, and that—it's just a different—it's just a different energy coming in. It's a different—I've learned to accept the differences in the energy, and uh, and film is a little more my speed, but I have fun on TV when I can sort of accept what the vibe is of the set.
- 00:28:09 April Host Yeah, they're not gonna come in today and be like, "Oh, I heard Rachel Lee Goldenberg's here. We better be on our best behavior!"  
*[Laughs.]*
- 00:28:15 Rachel Guest Yeah, or like, "Oh, my god! Like, season four, episode three, this is gonna be the best one yet! We're ready!" You know? There's just like—that energy's really hard to capture. And you know, people are—people are great. I'm not saying anything about the people. It's just that the mood, you know, you just can't maintain that energy. No one can—
- 00:28:34 April Host It's a job! Yeah.
- 00:28:35 Music Transition "Switchblade Comb" by Mobius VanChocStraw.
- 00:28:36 Rachel Guest —in the same way that you can when you come in for a movie, and then separate and get time off in between, and, you know.
- 00:28:40 April Host Yeah. We're gonna take another break. When we come back, we'll talk more *Thelma & Louise* with Rachel Lee Goldenberg, and uh, and a bunch of other stuff. We'll be right back.  
  
*[Music fades out.]*
- 00:28:52 Promo Promo **Music:** Upbeat, sci-fi sounding music plays.  
  
**Dan McCoy:** Hey! I'm Dan McCoy.  
  
**Stuart Wellington:** I'm Stuart Wellington.  
  
**Elliott Kalan:** And I'm Elliott Kalan. Together, we are *The Flop House*.  
  
**Dan:** A podcast where we watch a bad movie and then talk about it!

**Elliott:** Movies like—*Space Hobos! Into the Outer Reaches of the Unknown and the Things That we Don't Know: The Movie*, and also—*Who's That Grandma?*

**Stuart:** *Zazzle-Zippers! Breakdown 2* and *Backhanded Compliment*.

**Dan:** *Elvis is a Policeman!*

**Elliott:** *Baby Crocodile and the Happy Twins!*

**Dan:** *Leftover Potatoes?*

**Stuart:** *Station Wagon 3*.

**Elliott:** *Herbie Goes to Hell*.

**Dan:** New episodes available every other Saturday!

**Elliott:** Available at [MaximumFun.org](http://MaximumFun.org) or wherever you get your podcasts.

**Dan, Elliott, and Stuart:** *[In unison]* Bye!!!

00:29:40 Music Transition

“Switchblade Comb” by Mobius VanChocStraw.

00:29:45 April Host

Welcome back to *Switchblade Sisters*. I'm April Wolfe, and I'm joined today by Rachel Lee Goldenberg, and we're talking about *Thelma & Louise*.

Um, you know, you mentioned earlier that you have a train scene, as does this scene. There's a train scene. They have like, a very uh, long conversation, Thelma and Louise, in the car, as a train passes. Um, and I thought that was interesting, that in the commentary, actors and Ridley Scott were talking about how that's actually a really difficult kind of thing to shoot.

He said, quote: “This is a difficult scene, 'cause you can't have the train going by while we're doing the dialogue. So I have to have both actresses shouting. I had to fake it with a wind machine and have them both screaming their heads off at each other, so later we can mix the train over them and still hear the dialogue. Party scenes are a nightmare too, 'cause you have to put loud music up, and everyone has to shout at each other.” End quote.

And Geena Davis was saying that they had uh, little earpieces in that played very loud train sounds.

00:30:45 Rachel Guest

Oh, that's so funny.

00:30:46 April Host

Like, he was just like—he just like, made a collection of train sounds, and they put like, you know, earpods in before earpods. And uh, so the whole time that they were shooting that, they actually couldn't hear, even though there was no train. It was just a wind machine they were using.

00:30:58 Rachel Guest

Oh, I've never heard of doing that! That's such a good idea!

00:31:01 April Host Isn't it great?

00:31:02 Rachel Guest I love that!

00:31:03 April Host Because then—

00:31:04 Rachel Host I think it's probably very annoying for the actors, but helpful, maybe.  
*[Laughs.]*

00:31:06 April Host Yeah, they said it was helpful, and they said it was just like, they were just like, kind of like screaming themselves hoarse. But it was the—they were able to find the right volume and like, authenticity of having to shout over a noise to make it seem correct.

But I didn't ever really think about that, because I—I think the way that the shot is so composed of that wind machine blowing and then also kind of like, shadows passing over their face, it's just like, "Oh, it's beautiful. Fucking movie magic. Like, this is amazing."

Um, but, you know, party scenes I've heard, and other shows, the episodes that we've done, the party scenes are often just total bullshit. *[Laughing]* They're very hard to shoot.

*[Rachel affirms.]*

Um, how did you—how have you, historically, handled things like this?

00:31:52 Rachel Guest So, *Unpregnant* has two scenes, the train scene—two that I'm thinking of right now, at least. The train scene and the racetrack scene, uh, were both scenes that we picked our angles really carefully, that we would have the actor and the action in the same frame, and then isolate our angles, um, where we could actually get good takes on the dialogue, and know they would be clean.

And we did a similar uh—I hadn't even remembered about that *Thelma & Louise* train scene when we were shooting, but we did the same thing with um, with a wind machine and with the passing—shadows passing by, you know, some grip waving a flag really fast past them, um, to make it feel like it was running by.

And then, you know, but that was after—I think, you know, the important thing is just having the actors understand what the scene would feel like, and then doing the fakey part second. So, we did—we shot everything with the train. And the very first take that we did of the train was with them running up to the train. We figured out the safe distance that they could be from the train, and we picked a lens that made it feel like they were close to the train, and really had them run up to it and scream and you know, and be scared.

I mean, it was one of those things where, uh, you know, it's such a movie thing to jump on trains. And then I was talking to Haley and Barbie about it. I was like, "Look at this train! Like, look how hard and scary it would be to jump on this train."

*[April laughs.]*

You know, we watched it drive—fly by us during rehearsal. It was like, “Picture that jump! That’s gonna be terrifying!” They were like—you know, I had to keep sort of reminding them how scared to be, to not get ahead of the fact that they’re never going to jump on a train, spoiler alert.

Um, because it’s insane. It’s like, what’ you’re gonna just grab onto something? It doesn’t—like, it feels impossible. Um, uh, but yeah, so I think, you know—but so they got to have the wind rushing by then, and Doug, the cinematographer, and I got to see what it looks like when the train’s rushing by them. And then we, you know, then we give the train a break and we shoot with them with all our movie magic.

00:33:58 April Host Yeah. Man, movie magic. Just that simulation. I thought that that was—

00:34:01 Rachel Guest It’s my favorite. I have one. I can’t take credit for it. I think I was producing this. But one Asylum movie that had the best like, just I remember being like, “Movies are amazing.”

00:34:11 April Host What was it?

00:34:12 Rachel Guest Which was this—this scene where—I forget the name of it—it’s like, you know, *Snowpocalypse* or something. It’s like uh, some sort of ice-y, ice age-something. Ice age attacks the country.

But there’s a scene where this uh, this SUV is supposed to uh, drive into a lake, and then the ice cracks and it sinks. And we had the wind machine going and some fake snow going, and then they just lifted a board with ice, like, up over—it’s like a you know, two-by-four foot board that just has a little layer of fake ice on it, and they just lifted it up and rose over the window.

And it like—and you look at camera and it sold perfectly. It was insane, and it just felt like the, you know, the cheapest, easiest, most fun special effect thing.

00:35:04 April Host Yeah. I mean, that’s what Asylum does. *[Laughing]* And does really well. As a factory, almost.

*[Rachel affirms.]*

I mean, that—I still feel like—I think that kind of school of filmmaking has to be the most kind of exceptional, wonderful kind of school, I think. Like, more than film school. Just like, how do you do this in—in the wild?

00:35:29 Rachel Guest Yes. You get to mess around a lot. You get to just try shit. Like, it’s just uh, you know, also because anyone who’s working there probably hasn’t worked on anything bigger than that. This is the biggest thing you’ve worked on, so you’re—you don’t have models for things. So it’s like, every script you get, you’re just starting from scratch, of like, “Okay, this is an epic *Lord of the Rings* style battle. How does one shoot that? Like, what do you—”

*[April starts laughing.]*

“What do you do?” And we have—and we have twenty—a total of twenty extras for what’s supposed to be like this war of civilizations. Alright, how do we make that look like a lot of people? Let’s figure it out, you know?

So this sort of like, roll up your sleeves aspect of it is really exciting, and something that’s hard to replicate. You know, traces of that are in everything I do, but how pure that is, of just looking at this insane script knowing you have zero money and you don’t know, really, what you’re doing, and digging in. It’s just like, such a pure form of exhilaration.

00:36:29 April

Host

And I—there’s one thing that I want to bring up, too, when it comes to like, capturing that like, impromptu Americana that I am very curious, your thoughts on, because of the dance numbers that you had to film in *Valley Girl*. But, the line dancing sequence in *Thelma & Louise* was something that was really interesting to me, especially after listening to the commentary, because Ridley Scott said, quote:

“I had all these expert dancers, and during the lunch break, Charlie, on the guitar, was bashing away on the stage. And I witness this line dancing take place. I’d never seen this before, and one of the old die-hards in the bar said to me, ‘This is something we do now. It’s a lot of fun.’ And I said, ‘Okay, show me.’ So the whole room jumped up and did it. And because it’s not rehearsed, it’s ragged, but I like it ragged. The danger is if we choreograph it, it would look too perfect.” End quote.

Um, and the choreographer of this, the person who was taking on like, the dance choreography that they did have, was Patrick Swayze’s mother, very accomplished dancer in her own right, Patricia, I believe. Um, and uh, you know, she did an amazing job, but they wanted to have this very kind of rugged thing.

And so, like, you can feel the energy, where he’s just like, got the camera, going through these lines of this line dancing. You know, it’s just like, yeah, this is what’s actually happening. We could choreograph something, we could do a two-step, or we could do what’s actually happening in America.

*[Rachel affirms.]*

And I just appreciate that kind of willingness to kind of go with it.

00:37:57 Rachel

Guest

Yeah. So, on *Valley Girl*, we did have a mix, because we had, of course, our wonderful choreographer, Mandy Moore, did very specifically choreograph a number of our sequences. But then, there were also—there were—we had sort of an ethos that the Valley should be more choreographed and Hollywood should be less choreographed, um, unchoreographed, and sort of more wild. And so, uh, she got dancers to do some of that and gave them very little instruction.

But then, the other thing is that I went to punk clubs around Los Angeles, um, like, everything from this—this little venue, The Smell,



downtown, to literal warehouses, like in Redondo. Just as underground of punk shows as I could find, and ended up just going up to teenagers there and asking if they would be in my movie, because they were dance—the way that they dance was so specific and so wild and so, just, personal, that it, you know, it's hard to replicate that, or tell someone, "Dance really crazy." And if you're not feeling it, or you're not in that mode, you know, it's hard to bring that across.

So we did end up having um, a handful of those—of those you know, real punk teens come out and mosh in some of our moshing scenes and stuff.

Not only were they fantastic to watch, but I think they really sort of inspired all the rest of our dancers and actors of what they, you know, what they can be doing, and what they should be doing. You know, their sort of bold—their ability to put themselves out there was—was helpful and inspiring for everyone, I think.

00:39:39 April Host Yeah, and it also kind of goes into what you were saying before, just like, you would like to have a certain kind of energy on set. You don't want it to be dull on set, because then it might be dull on screen. And the last thing you want for a *[Through laughter]* dance number musical movie is for us to be like, low energy.

00:39:57 Rachel Guest Yes. A hundred percent.

00:39:59 April Host Um, something that I uh, remembered from uh, my research on *Thelma & Louise* was that um, originally Callie Khouri had been kind of uh, potentially thinking about making this a more serious film before Ridley Scott got involved. She was kind of going back and forth. Like, she had always had some humor in it, but never quite knew what tone Hollywood was going to perceive. Um, and Ridley Scott was the one who kind of encouraged her, and was just like, "No, we can make this fun."

And he said, quote: "Thelma could have been handled in two ways. Serious silk would, and it would have become too documentary, too serious. I know at one stage, Callie was angling in that direction, saying, 'Why not?' And I was saying, 'Because it could also be fun. And if it can be fun, it can reach a wider audience.' And after all, that's what movies are about. Movies are an expensive medium, so my goal is to get as many bums in the seat as possible. Part of my job is giving the studio their cake and eating it, but also getting my cake and eating it." End quote.

Um, and that was kind of his guiding ethos of just like, this is gonna have serious themes in it, but it's also gonna be something with like, quotable lines, characters that just make you smile when they show up on screen, and that kind of like, almost Spielbergian take of like, you need to put people in the seats. Like, it has to be seen, it has to be a Blockbuster. And I'm always curious to get directors' thoughts on that kind of thing. Um, how much time you might spend in kind of pleasing an imaginary audience that you kind of hope will see this film.

00:41:34 Rachel Guest I try not to put too much energy into thinking about the audience, because it feels a little bit like a fool's errand. Just, I don't know exactly what people are gonna like, or what's gonna hit, so the guiding force really needs to be what I like, or what I would want to see, or what I think is interesting or funny.

Um, so, for me, when I'm making something, you know, when I'm bringing comedic sequences into *Unpregnant*, it's not really me saying, "Oh, I want to see if I can trick people into seeing my movie." Um, it feels more like, "Oh, this sounds like something fun that I'd like to watch."

So, I want—I want to watch a car chase. Let's bring a car chase in. And I want to shoot a car chase. Um, yeah, but in terms of the t—like, I love the *Thelma & Louise* tone so much, and that—movies that—so many movies that I love, I feel like do such a great job of balancing the comedy, the drama. *Erin Brockovich* is one that I think about and reference all the time, 'cause it's just really such a great tone, also.

00:42:39 April Host Yeah. I think like Soderbergh and Ridley Scott and there's just like—there's a slim kind of like, big Hollywood directors, who just know how to hit that sweet spot of telling those stories in fun ways.

00:42:52 Music Transition "Switchblade Comb" by Mobius VanChocStraw.

00:42:53 April Host Well, thank you so much for coming on the show today to talk about *Thelma & Louise*, and also about your movie, *Unpregnant*, which is available to stream right now on HBO Max. So, please watch that. And uh, yeah, thank you so much for coming on and talking about this movie that I'm so surprised no one has picked yet. But, you just got it. It's magic.

00:43:11 Rachel Guest I know! I kept checking the list. I was like, "Really? I'm—okay! Great! I'll take it!"

00:43:16 April Host Yeah. Knock it off the list.

[Both laugh.]

00:43:19 Rachel Guest Thank you so much. Thanks for having me.

00:43:20 April Host And thank you for listening to *Switchblade Sisters*.

If you want to let us know what you think of the show, you can tweet at us @SwitchbladePod or email us at [SwitchbladeSisters@maximumfun.org](mailto:SwitchbladeSisters@maximumfun.org).

Please check out our Facebook group. That's [Facebook.com/groups/switchbladesisters](https://www.facebook.com/groups/switchbladesisters).

Our producer is Casey O'Brien. Our senior producer is Laura Swisher, and this is a production of [MaximumFun.org](http://MaximumFun.org).

[Music fades.]

00:43:47 Clip Clip **Louise:** You let her go, you fucking asshole, or I'm gonna splatter

your ugly face all over this nice car.

00:43:52	Music	Transition	A cheerful ukulele chord.
00:43:53	Speaker 1	Promo	<a href="http://MaximumFun.org">MaximumFun.org</a> .
00:43:54	Speaker 2	Promo	Comedy and culture.
00:43:56	Speaker 3	Promo	Artist owned—
00:43:57	Speaker 4	Promo	—Audience supported.