

***Kay Thompson: From Funny Face to Eloise* (Simon & Schuster)
by Sam Irvin**

ENDNOTES

Updated and expanded, January 2018

Introduction: Precocious Grownup

xiii “*Kay Thompson is a thrilling*”: *New York*, 11/30/2008.

xiii *The lights dimmed*: On February 16, 2007, Liza Minnelli presented a private workshop performance of her recreation of the Kay Thompson and the Williams Brothers nightclub act. The afternoon concert was held at the Tribeca Performing Arts Center at Manhattan Community College in New York City.

PART ONE: RADIO DAYS

Chapter One: Think Fink

3 “*In a year*”: Excerpt from “The Passion According to St. Kate, Opus 19, #46,” an original birthday cantata by Roger Edens, in honor of Kay Thompson’s birthday on November 9, 1946, performed privately for the occasion by Judy Garland, Ralph Blane, Conrad Salinger, and Roger Edens. From the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

3 *Kitty’s father was Leo George Fink*: Fink family names, dates, and origins were verified by the state of Missouri death certificate of Leo George Fink and members of the Fink family. After the publication of *Kay Thompson: From Funny Face to Eloise*, Jeffrey George Fink Sr. (Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.) stepped forward to add that Leo’s full name was “Leopold,” named after the middle name of his father Mark Leopold Fink. Nevertheless, the various official records examined for the research of this book list his name simply as “Leo George Fink.”

3 *Mark Fink, a Jew from Norway*: Julie Hurd Szende (Kay Thompson’s niece; daughter of Kay’s sister Blanche Fink Hurd) believed that her great-grandfather, Mark Leopold Fink, was a Jew from Norway, and her great-grandmother, Antoinette “Antonie” Steiner, was a Christian from Vienna. After the publication of *Kay Thompson: From Funny Face to Eloise*, Jeffrey George Fink Sr. (Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.) stepped forward to offer a contrasting opinion that his great-grandfather, Mark Leopold Fink, was a Catholic born in Norway and that his great-grandmother, Antoinette “Antonie” Steiner, was a Jew from Bohemia (now known as the Czech Republic). While researching his family ancestry, Jeffrey also discovered that

several members of Antoinette Steiner’s immediate family—her father Emanuel Steiner, her brother, and her two sisters—are buried in a Jewish cemetery in South St. Louis. Whatever the case, the fact remains that Kay made a conscious effort to suppress the truth that one of her grandparents (on her father’s side of the family) was Jewish. In the course of his research, Jeffrey also discovered that his great-grandfather, Mark Leopold Fink, was “a violinist by trade or played it in his spare time and always carried his violin case when he went to work or practice.” At the time of publication of this book, it had already been established that Kay’s mother was musical; this new revelation would indicate that her father’s side of the family was rooted in musicality as well.

3 immigrated to America in 1886: After the publication of *Kay Thompson: From Funny Face to Eloise*, Jeffrey George Fink Sr. (Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.) stepped forward to add the following: “When Mark Leopold Fink died of Tuberculosis, his son Leo [Kay’s father] was sent to live with his uncle for a period of time (also in Vienna). Then, in 1886, at the age of twelve, Leo was sent to America to live with his mother, Antoinette “Antonie” Steiner Fink Groschke, who, in 1883, had immigrated to St. Louis, Missouri, where, on May 23, 1885, she had married Julius Groschke, a Catholic whose professions included being a grocer, pawnbroker, and real estate broker. From the *New York Passenger List, 1820-1957*, it shows that Leo, at the age of 12, arrived in New York on October 5, 1886. He sailed from Bremen, Germany, and Cherbourg, France, on the S/S Fulda. Owned by the Norddeutscher Lloyd [the German shipping company North German Lloyd (NDL)], the S/S Fulda was powered by both steam (2 funnels) and sails (4 masts) and carried over 1250 passengers. I never found or heard of where Leo ever went to high school. He became a United States citizen on September 25, 1896.”

4 was a late bloomer: Several people interviewed for this book indicated that Kay’s father Leo was quiet and reserved—in stark contrast to his outgoing famous daughter. There were stories that as a young man, Leo was very shy when it came to dating women. This characteristic was further verified after the publication of this book when Kay’s nephew, Jeffrey G. Fink Sr., added, “There had been talk of having Leo become a monk.”

4 named Harriet Adelaide Tetrick: Harriet “Hattie” Adelaide Tetrick (Kay Thompson’s mother) was born on August 6, 1887, in Eureka, Kansas, though she was raised 140 miles northwest in Abilene. Another source claims that Hattie was “from Cherryvale, Kansas”—75 miles southeast of Eureka. It was also reported that she lived for a time in Iowa. She may have resided in all four places at one time or another before settling in St. Louis by the age of eighteen. Her parents were Charles Mason Tetrick Sr., a rural dentist, and Margaret Smith Lawless (daughter of Patrick Smith and Catherine McCormack Smith of Miami County, Kansas). Charles and Margaret were married on November 29, 1885, in Kingman County, Kansas. Charles had a sister named Adelaide—the origin of his daughter Hattie’s middle name. Hattie’s mother Margaret was the origin of the middle name of Blanche Margaret Fink, Hattie’s oldest daughter (Kay’s older sister). This branch of the family tree is particularly complex due to the fact that both of Hattie’s parents were married before and, as a result, Hattie had half-siblings from those previous marriages. Hattie’s father, Charles Mason Tetrick Sr., was first married to Elizabeth West in Madison County, Illinois, on March 7, 1862. According to widow pension papers,

Elizabeth West died in 1871 in Johnson County, Missouri. Charles and Elizabeth had one child, a son named George Leon Tetrick (Hattie's half-brother; Kay's uncle), born on May 14, 1869, in Illinois. Hattie's mother, Margaret Smith, while living with her family in Kansas City, Missouri, married William J. Lawless Sr. on November 16, 1873. Margaret and William had two children—a daughter, Jennie E. Lawless, and a son, William J. Lawless Jr. The 1880 census shows Margaret and her two children, Jennie and William, living with her parents in Miami County, Kansas. (No further information was found regarding Margaret's first husband William J. Lawless Sr.) Although Margaret (Hattie's mother) would not officially marry Charles Mason Tetrick Sr. (Hattie's father) until 1885, Margaret's two children from her previous marriage, Jennie Lawless and William Lawless Jr., were listed in the 1880 Census with the last name of Tetrick. There is another child with the name of Charles Mason Tetrick Jr., born in 1879. His death certificate lists Charles Mason Tetrick Sr. as his father and Margaret Smith Lawless Tetrick as his mother—though, based on other documents, there is some question as to whether Margaret was, in fact, his birth mother. Therefore, Charles Jr. may have been Hattie's brother or half-brother, depending on the source; in either case, Charles Jr. was another one of Kay's uncles. When Charles Mason Tetrick Sr. died in 1905, Margaret Smith Lawless Tetrick filed for the widow pension. Once Jennie E. Lawless Tetrick (Hattie's half-sister; Kay's aunt) became an adult, she moved to Kansas City, Missouri, where she met Thomas F. Wadsack, originally from Iowa. Jennie and Thomas were married on April 2, 1900, and, soon after, moved to St. Louis where they opened Wadsack's Restaurant at 113 North Ninth Street, just a few steps away from the offices of Leo Fink and his stepfather, Julius Groschke. Hattie got a job at her half-sister's restaurant as a waitress—and, as a result, got to know Leo Fink when he came to dine there. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson's nephew; son of Kay's brother Leo "Bud" George Fink Jr. Also, Jeffrey George Fink Sr. would like to acknowledge the invaluable research assistance of Hazel Lane of Topeka, Kansas, who investigated genealogical records for the Tetrick branch of the family.)

4 *Born in 1888*: There are conflicting reports of the birth year of Kay's mother, Harriet "Hattie" Adelaide Tetrick. Although Hattie's birth year listed in *Kay Thompson: From Funny Face to Eloise* is reported to be "1888" (because it appeared that way on the birth certificates of her children), her death certificate lists her birth date as August 6, 1889. It should be noted, however, that her daughter Marion Fink Doenges (Kay's younger sister) provided the information for Hattie's death certificate—and made a number of errors, including the names of Hattie's parents. Therefore, the year "1889" is highly suspect, considering the source was unreliable. Adding to the confusion is that, according to Hattie's marriage license to Leo George Fink (Kay's father) on November 29, 1905, her age is listed as "19" which would mean her year of birth would have been 1886. Like Kay, Hattie may have lied about her age as she got older—to make it seem as though she were younger than she really was. Since Hattie's marriage license pre-dates the birth certificates of her children, the author of this book leans toward the earliest source as the more probable candidate for accuracy. Therefore, instead of the "1888" birth year reported in this book, the author has come to the conclusion that Hattie's birth year is more likely to be "1886." Accordingly, the author is making age adjustments throughout the endnotes based on 1886 being the year of Hattie's birth. (Additional genealogy

research courtesy of Jeffrey George Fink Sr.—Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.)

4 waiting tables at a local restaurant: Hattie Tetrick’s half-sister, Jennie E. Tetrick, married Thomas F. Wadsack in Kansas City, Missouri on April 2, 1900, then moved to St. Louis, Missouri, where they opened Wadsack’s Restaurant at 113 North Ninth Street, which just so happened to be located within spitting distance of 107A North Ninth Street, the business address shared by Leo Fink and his stepfather, Julius Groschke. Hattie got a job at her half-sister’s restaurant as a waitress—and, as a result, got to know Leo Fink when he came to dine there. Eventually, Hattie and Leo fell in love and were married on November 29, 1905. Jennie divorced Thomas in 1908. Thomas would later go into business with his brother Frank and the restaurant name was changed to the Wadsack Bros. Jennie later died in Cherryvale, Kansas, and is buried there in Fairview Cemetery. Her death certificate showed that she had remarried with the last name of Sullivan and was a widow. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.)

4 thirty-two-year-old admirer named Leo Fink: Age corrections for both of Kay’s parents: Based on new information gleaned after the publication of *Kay Thompson: From Funny Face to Eloise*, it turns out that Leo George Fink was thirty-one-years-old (not thirty-two) when he met and married Hattie Adelaide Tetrick, nineteen (not eighteen), on November 29, 1905. The age difference between them was twelve years (not fourteen). Accordingly, the author is making age adjustments throughout the endnotes. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.)

4 and they tied the knot: According to the ancestry research of Jeffrey G. Fink Sr. (Kay’s nephew), Kay’s parents, Leo George Fink and Harriet “Hattie” Adelaide Tetrick, were married on November 29, 1905, in East St. Louis, St. Clair County, Illinois. Leo was thirty-one and Hattie was nineteen. The best man was Benjamin F. Gilbreath (a reporter for the *St. Louis Star*, soon-to-be known as the *St. Louis Star-Chronicle*; in 1908, Gilbreath became VP of Carondelet Printing & Publishing Company in St. Louis). Hattie’s sister, Jennie E. Tetrick Wadsack, stood in for her. The Illinois marriage license lists Leo’s home as Kirkwood, Missouri (a suburb of St. Louis, Missouri) and it lists his occupation as “Real Estate Agent.” Jeffrey added, “The reason I think they went to East St. Louis, Illinois, is that Illinois didn’t have a three day waiting period when you applied for a marriage license and it was just across the river from St. Louis, Missouri.”

4 Emulating family trades: Jeffrey G. Fink Sr. (Kay’s nephew) reported the early occupational history of Kay’s father, Leo George Fink, as follows: “In the 1888 edition of *Polk’s St. Louis City Directory*, Leo, at the age of 14 and two years in the United States, was working as a ‘Clerk’ on Old Manchester Road near Kingshighway. At the age of 15 in 1889, Leo was listed as a ‘Grocery Clerk’ for E. O. Harting at 1101 Montgomery. Then, at the age of 17 in 1891, Leo, started working for his stepfather Julius Groschke who owned Julius’s Grocery Store on 1918 Bacon Street. The 1899 edition of *Polk’s St. Louis City Directory* had Julius living at 6129 Suburban and his office at 613A Pine Street. On the street level below was the W. P. Cowperthwait Loan Company, the

second-oldest pawn shop in St. Louis (following Dunn’s Jewelry Store), where Julius worked from time to time. Julius also dealt in the real estate business. When he became too well known in the real estate world, he needed someone to purchase property cheaply and then turn around and sell it back to him for a dollar the next day. Enter my grandfather Leo. I have seen land records in the City of St. Louis, where Leo would buy the property, show how much he spent, and the next day sell it to Julius for one dollar.” Additional occupational history: Listing in the *1898 City Directory for St. Louis, Missouri* (Brown, Minnie Gould Directory Co., 1898): “Fink & Co., Leo G. Fink [24-years-old], Financial Agents, 613A Pine, St. Louis.” This is the same address listed for the office of Leo’s stepfather Julius Groschke. The 1900 edition changed the occupation from “Financial Agents” to “Brokers,” but both terms essentially meant “Pawnbrokers.” During that period, from 1900 to 1905, Leo was residing in Kirkwood, Missouri—a suburb of St. Louis. In 1905 (at age 31, the year he married Kay’s mother Harriet Tetric), Leo’s occupation changed to “Real Estate Agent” with an office on Seventh Street in downtown St. Louis. In 1906, at age 32, Leo’s business address changed to 107A North Ninth Street and his occupation shifted to “Jeweler and Pawnbroker.” On January 13, 1913 (shortly after Kay turned three-years-old), Leo purchased W. P. Cowperthwait Loan Company and rechristened it “L. G. Fink, Inc., Jeweler and Pawnbroker.” Eventually, the business was moved to its larger and most lasting address, 719 Pine, near North Eighth Street. A document signed October 9, 1929, for L. G. Fink, Inc., Jeweler and Pawnbroker, lists the Board of Directors as Harriet Adelaide Fink (Kay’s mother), Blanche Margaret Fink (Kay’s older sister) and E. M. Perles (connection unknown). When Leo passed away in 1939, his widow Hattie continued the business. On March 30, 1944, Hattie A. Fink was listed as president of the company with her youngest daughter Marion A. Doenges listed as secretary. A document dated July 21, 1944, lists the Board of Directors as Hattie Adelaide Fink, Blanche Margaret Fink Hurd, Kay Thompson, and Marion Antoinette Fink Doenges. In the early 1950s, the address of L. G. Fink, Inc. changed to 205 North Eighth Street until its closing in early 1955 (shortly after Hattie passed away on December 26, 1954).

4 a wife should be making babies: Hattie and Leo Fink would ultimately have four children:

Blanche Margaret Fink Hurd, born 1/28/1907; died 5/31/2002.

Catherine Louise Fink, aka Kay Thompson, born 11/9/1909; died 7/2/1998.

Leo “Bud” George Fink, Jr., born 3/20/1911; died 10/6/1952.

Marian Antoinette Fink, aka Marion Doenges, born 8/20/1912; died 4/1/1960.

5 his Yiddish accent: Ginny Farrar Ruane, Kay Thompson’s childhood friend, described Leo Fink’s Jewish accent as “heavy.” Kay Thompson’s manager, Leonard Grainger, went to St. Louis in 1955 after the death of Kay’s mother to close the family business. There he met an older man who was running the Fink store, who had known the Fink family for years. Grainger recalled, “He chatted with me a bit about her dad. He said her father had a Jewish accent.”

5 named Catherine Louise: After the publication of *Kay Thompson: From Funny Face to Eloise*, Jeffrey George Fink Sr. (Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.) offered a bit of family history that explains the derivation of

Kay's birth name "Catherine"—a name that is frequently found in Kay's family tree. For instance, Kay's great-grandmother (on her mother's side of the family) was named Catherine Smith who had a daughter named Catherine, too. But there was an even closer connection on the Fink side of the family. It turns out that Kay's father, Leo Fink, had a half-sister named Catherine Groschke—who was Kay's aunt. Born in St. Louis in February 1886, Catherine Groschke was the daughter of Leo's mother Antoinette "Antonie" Steiner Fink Groschke and Leo's stepfather Julius Groschke. Catherine Groschke never married and lived with her mother Antoinette in St. Louis until sometime in the late-1920s or early-1930s. Eventually, Catherine and her mother moved to New York City where they lived separately. According to the 1940 census, Catherine Groschke gave piano lessons—adding yet another name to the long list of Kay's relatives who possessed musical inclinations. Catherine Groschke died in New York City on January 25, 1970. It is not known if Kay kept in close touch with her Aunt Catherine Groschke or her grandmother Antoinette Steiner Fink Groschke, but, since both women were residing in New York from the late-1930s onward, it seems highly likely that there must have been some contact. Nevertheless, given the barrage of interviews and profiles about Kay in the media, it does seem a bit odd that there is not a single mention of it. Also, out of all 200-plus people interviewed for this book, none ever mentioned hearing about or meeting any relatives other than Kay's siblings and parents. If Kay's grandmother Antoinette was, in fact, Jewish—as Jeffrey G. Fink's research convincingly indicates—this may be a clue as to why Kay never openly discussed having a grandmother residing in New York. It is well-documented that Kay aggressively suppressed her Jewish heritage, so she may very well have purposefully kept her grandmother—and, by extension, her Aunt Catherine—out of the public eye for fear of the truth being discovered. It is well-documented that Kay's father Leo never lost his Yiddish accent, so it would seem quite probable that his mother Antoinette spoke similarly. Naturally, this would have raised questions that Kay would not have been comfortable answering.

5 *Having outgrown their tiny home*: 5965 Maple was located in St. Louis city block 3829, on the west side of Hamilton, six blocks north of Delmar between Hamilton and Hodiament (Wabash Station was at the corner of Hodiament and Delmar). Even though Leo and Hattie Fink moved out of this house in 1909 shortly after their second daughter Catherine (Kay Thompson) was born, the house remained "in the family" for another seventeen years. Jeffrey G. Fink Sr. (Kay's nephew) reported the following about this address: "I believe the Maple street house was actually owned by Leo's stepfather Julius Groschke. Years after Julius died, Leo's mother, Antoinette Steiner Fink Groschke, and Leo's half-sister Catherine Groschke sold 5965 Maple Avenue on July 26, 1926. However, I don't think that Antoinette and Catherine ever lived there. I believe they were the landlords and rented it out. The 1910 census shows Antoinette and Catherine living at the Buckingham Hotel which is on North Kingshighway, close to Lindell Blvd."

5 *"I was different"*: *Appleton Post Crescent* (Appleton, Wisconsin), 10/8/1939.

5 *"I used to lie awake"*: *Radio Guide*, 9/12/1936.

6 *As feelings of insecurity*: Kay's childhood imaginary friend was a recollection of Blanche Fink Hurd (Kay's sister), told on separate occasions to her daughter, Julie Hurd Szende, and to Hilary Knight, both of whom recounted the story to the author.

6 *The day after*: From Catherine Fink's original Dozier Elementary School records, start date November 10, 1913.

6 "*Not sometime*": *Radio Guide*, 11/7/1936.

6 *a larger house nearby*: 17 Parkland Place was located in St. Louis city block 3828, on the east side of Hamilton. Confirmed on Catherine Fink's original Dozier Elementary School records, plus interview with Ginny Farrar Ruane. Today, the neighborhood of 17 Parkland Place has deteriorated to a low-income district.

6 *their permanent home*: Kay's main home growing up was 17 Parkland Place, St. Louis, Missouri. Not long after her father died in 1939, however, her mother Hattie moved to an apartment building at 4944 Lindell where she lived with her daughter Marion in apartment G. Meanwhile, the 17 Parkland Place home was eventually sold on October 10, 1943, to Virginia Amos. By the early-1950s, Hattie had moved to a residential apartment at the Chase Hotel in downtown St. Louis. Jeffrey G. Fink Sr. (Kay's nephew; son of Bud Fink) recalled, "I remember after dad died in 1952, I used to stay with my grandmother when she lived at the Chase Hotel. Her studio apartment was on the second floor and we would take out the screen from the window and go out on the balcony and watch the evening entertainment that would be next to the swimming pool." Research and remembrances courtesy of Jeffrey G. Fink Sr.

6 *Kitty's childhood friend*: Exclusive phone interview with Virginia "Ginny" Farrar Ruane conducted by the author on July 22, 2002, plus several follow-up correspondences, with the help of her daughter, Nancy Ruane Arendes.

6 *The transfer-of-records*: Kay Thompson's certified birth record from the city of St. Louis reads: "Catherine Louise Fink, Date of Birth: November 9, 1909." Certified birth records are sometimes prepared retroactively, and, therefore, have been known to be occasionally inaccurate. Because of the myriad of conflicting reports about Kay's true age, the author of this book was not satisfied to rely simply on Kay's certified birth record as the one-and-only definitive account of her birthdate. In search of corroborating evidence, the author discovered that, prior to 1910, the city of St. Louis kept a hand-written daily registry of births. This was a very fortuitous finding because the entries were entered daily in this ledger, in chronological order. Therefore, although a birth could conceivably be entered into the registry a day or two late, the year would be completely irrefutable. In the *St. Louis Registry of Births*, in the volume covering the period July 1909–January 1910, on page 85, is the following entry: "Catherine Louise Fink, November 9, 1909." For this reason, the author of this book is one-hundred-percent confident that November 9, 1909, is the definitive birthdate of Kay Thompson. Any reports to the contrary are simply not credible.

7 “*She drove*”: Excerpt from “The Passion According to St. Kate, Opus 19, #46,” an original birthday cantata by Roger Edens, in honor of Kay Thompson’s birthday on November 9, 1946, performed privately for the occasion by Judy Garland, Ralph Blane, Conrad Salinger, and Roger Edens. From of the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. The reference to “trolley” refers to “The Trolley Song” (Hugh Martin–Ralph Blane), sung by Judy Garland in MGM’s *Meet Me in St. Louis*, with chorus directed by Kay Thompson.

7 “*skeletal*”: Beaton, Cecil, and Kenneth Tynan. *Persona Grata*. New York: G. P. Putnam’s Sons, 1954, page 90.

7 “*cadaverous*”: Ragan, David, ed. *Who’s Who in Hollywood 1900–1976*. New Rochelle, New York: Arlington House, 1976, page 469.

7 “*between 92 and 95*”: *New York Times*, 7/7/1998.

7 *In early 1915*: From Catherine Fink’s original Dozier Elementary School records.

7 *outside piano lessons*: One of Catherine “Kitty” Fink’s childhood piano teachers was Mabel Nix who also taught piano lessons to Catherine’s siblings (Blanche, Marian, and Leo “Bud” Fink Jr.). For instance, on Saturday afternoon at 3:00 P.M., April 28, 1923, Catherine, 13, and her three siblings performed at Mabel Nix’s piano recital held at the Baldwin Recital Hall, Baldwin Piano Co., 1111 Olive Street, St. Louis, Missouri. Catherine performed “Scotch Poem” (MacDowell), “Polichinelle” (Rachmaninoff), and, the finale of the recital, a duet with Blanche on “March Militaire” (Schubert-Tausig). An original copy of the program for this recital survives in the family archive of Kay Thompson’s nephew, Jeffrey G. Fink, son of Leo “Bud” Fink, Jr. Courtesy of Jeffrey G. Fink.

7 “*I practiced four*”: *Popular Songs*, 9/1936.

7 “*I had an inferiority*”: *Ibid.*

8 *the First World War*: On September 12, 1918, Kay’s father Leo registered for the draft. His physical description was medium height, slender built, blue eyes and black hair. He was forty-four years old. Research courtesy of Jeffrey G. Fink Sr. (Kay’s nephew).

8 “*as freckle-faced*”: *Appleton Post Crescent* (Appleton, Wisconsin), 10/8/1939.

8 “*I always was theatrical*”: *Ibid.*

8 “*It’s the idea*”: *Ibid.*

8 “*I must have done*”: *Ibid.*

9 “*You can’t*”: *Radio Guide*, 11/7/1936.

9 “*I can do nine*”: Ibid.

9 “*My method as a kid*”: *Radio Guide*, 9/12/1936.

9 “*At twelve*”: *Popular Songs*, 9/1936.

10 *1923, and it took the rest*: On Saturday, April 28, 1923, at age 13, Kitty (billed as “Catherine Fink”) and her three siblings, Blanche, Marian and Leo (“Bud”) Fink, performed at the Piano Recital, at the Baldwin Recital Hall, Baldwin Piano Co., 1111 Olive Street, St. Louis, Missouri, at 3:00 P.M. The Fink siblings and several other young pianists were the “pupils of Miss Mabel Nix.” Kitty performed “Scotch Poem” (MacDowell), “Polichinelle” (Rachmaninoff), and, the finale of the recital, a duet with Blanche on “March Militaire” (Schubert-Tausig). Evidence abounds that the three female Fink siblings were musically inclined, but this piece of evidence adds their brother Bud to the list of Fink family members who at least dabbled in music. Their music teacher, Mabel E. Nix, was born on October 1889 in Kentucky. Her father, Everett Nix, was a wholesale grocer. The 1920 census had the Nix family residing in St. Louis at 5031 Raymond Avenue, where Mabel gave piano lessons in the living room. This was just over two miles from the Fink residence. Mabel died on July 6, 1942, at the Eastern Oklahoma Hospital and is buried at the Fairview Cemetery, Vinita, Oklahoma. Research and original recital program courtesy of Jeffrey G. Fink Sr. (Kay’s nephew).

10 *With the help of*: Other friends of Kitty Fink and Ginny Farrar who attended Minne-Wonka Lodge were Jane Caulfield, Marie Spivak, Diddy Lee Cook, and Doris Jones.

10 *When Kitty needed*: *Radio Stars*, 11/1936.

10 “*The malign exercise*”: Williams, Tennessee. *Memoirs*. New York: New Directions Books, 2006, page 14.

10 *Even later in life*: On Catherine Fink’s Washington University entrance form, profession listed for her father was “jeweler.”

11 *Among her late mother’s*: From the original, handwritten invitation that reads: “The Xi Delta Sigma Sorority invites Miss Billy [*sic*; correct spelling is “Billie”] Cantrell to pledge membership at a meeting on Friday, February 5, 1926, at 3:30 P.M., 5096 Waterman Ave. Please respond! Catherine L. Fink, 17 Parkland Place, City.” The envelope, postmarked “St. Louis, February 2, 1926, 8:30 P.M.” has a regular two-cent stamp and a “Special Delivery” ten-cent stamp and is addressed to “Miss Billy [*sic*] Cantrell, 5520 Maple [*sic*; the correct address was 5502 Maple], City, corner apts., Belt and Maple.” Courtesy of Jerrie Marcus Smith, daughter of the late Billie Cantrell Marcus (1909–1978), this original invitation is now part of the author’s collection.

11 “*I’m a miser*”: *Popular Songs*, 9/1936.

11 *Lalla Bauman*: According to researcher Gabe Kingsley, Lalla Bauman had a dance school/studio in the 5800 block of Delmar, between Laurel and Hamilton, about six blocks from the Fink residence on Parkland Place.

11 “*Not my usual rate*”: *Radio Stars*, 11/1936.

12 “*That was the first money*”: *Radio Stars*, 11/1935.

12 *six hundred*: *Popular Songs*, 9/1936.

12 *One of Grable’s other*: Billman, Larry. *Film Choreographers and Dance Directors*. Jefferson, N.C.: McFarland & Company, Inc., 1997, page 204. This reference book lists Robert Alton’s birth year as 1897; however, many other sources claim it was 1906, which seems more likely.

12 *Toad in Wind in the Willows*: *The Wind in the Willows*, by Kenneth Grahame, was published in 1908, the year before Kay Thompson’s birth. The book became standard reading material for kids and, according to Virginia “Ginny” Farrar Ruane, it was one of Kay’s favorites. The mischievous character of Toad, isolated in the rich surroundings of Toad Hall, has certain similarities to Eloise at The Plaza. Additionally, the 1931 edition of *The Wind in the Willows* that featured illustrations by Ernest Shepard was a seminal influence of illustrator Hilary Knight, who later did the Eloise drawings.

12 *motorcars*: *Radio Guide*, 11/23/1935. This article lists “cars” as one of Kay’s passions. Her obsession with automobiles lasted throughout her life. In 1934, Kay appeared on several installments of *Pontiac Surprise Party* and may have been given the use of a Pontiac during the run of the series. Later that year, after auditioning for Henry Ford, she became a regular on *The Fred Waring-Ford Dealers Radio Show*. In 1936, Kay starred on *The Dodge Show* and, in exchange for a free Dodge, she was featured in a print campaign for the automobile. In 1953, Kay acquired a Jaguar Roadster and, in exchange for a discount on the sticker price, appeared in a promotion by the dealer. In a 1957 ad campaign, Kay promoted the BMW Isetta 300—the car introduced in *Funny Face*—for which she was given one for free. Kay even allowed Eloise to endorse Renault Dauphine automobiles in a series of 1958 ads. In exchange, Kay not only got a free Dauphine (which she sold to Noël Coward), she made several references to the car in her book *Eloise in Paris*. When she was living in Rome during the 1960s, Kay became enamored with another sporty form of transport: a two-wheeler Vespa scooter, given to her by Count Rodolfo “Rudi” Crespi, a public relations executive who handled the Vespa account in Rome.

12 *shoulders tingle*: *Tower Radio*, 8/1935.

12 *Kitty’s automobile fixation*: Krenning Duncan Dorris, named after Henry B. Krenning, president of the Dorris Motor Car Company, was nicknamed “Dunc.”

12 “*I’ve been telling men*”: *Radio Stars*, 11/1936.

12 “*I was the official*”: Ibid.

13 *To that end: Radio Guide*, 11/23/1935.

13 *Making the event: Los Angeles Times*, 2/27/1935, confirms that Kitty Fink made her debut as a piano soloist on KWK when she was sixteen years old. Biographical data on Kay Thompson in *Radio Mirror*, 12/1935, erroneously identifies the St. Louis radio station where she made her debut as “KWL,” but according to Frank Absher, an authority on the history of radio in St. Louis, KWL did not exist. The station had to be KWK.

13 “*It was the kind of thin*”: *Tower Radio*, 8/1935.

14 *ninety-page concerto: Microphone, The Original U.S. Radio Newspaper*, 12/26/1936.

14 “*sat in the front row*”: *Tower Radio*, 8/1935.

14 “*Go right ahead*”: Ibid.

14 *Balding, plump*: Wells, Katherine Gladney. *Symphony and Song, The Saint Louis Symphony Orchestra: The First Hundred Years 1880–1980*. Woodstock, Vermont: Countryman Press, 1980, page 13.

14 “*I’ll join you*”: *Microphone, The Original U.S. Radio Newspaper*, 12/26/1936.

14 “*I wanted to have*”: *Popular Songs*, 9/1936.

14 *Though she was loath*: From a Union Oil Corporation Publicity Department press announcement, circa 4/1932, attached to the reverse of a Kay Thompson portrait found in the photo morgue of the *San Francisco Call-Bulletin* newspaper, archived at the San Francisco History Center of the San Francisco Public Library, Susan Goldstein, city archivist.

14 “*I was always the one*”: *Radio Stars*, 11/1936.

15 “*If my sisters*”: *Radio Guide*, 9/12/1936.

15 “*Mother, who gave*”: *Radio Stars*, 11/1935.

15 *Stretching her newfound: Scrippage*, Soldan High School newspaper (St. Louis, Missouri), 4/16/1926 and 4/23/1926. *The Bells of Beaujolais*, a light operetta by Louis Adolph Coerne, was produced by the Chaminade Club at Soldan High School, under the supervision of music and drama teacher Miss M. Teresa Finn. It premiered on April 16, 1926.

15 *The apartment would later*: Williams, Dakin, and Shepherd Mead. *Tennessee Williams: An Intimate Biography*. New York: Arbor House, 1983, page 19.

16 “*Rose and I made friends*”: Williams, Tennessee. *Memoirs*. New York: New Directions Books, 2006, page 13.

16 *Another famous graduate*: Bosenbecker, Ray. *So, Where’d You Go to High School?* St. Louis, Mo.: Virginia Publishing Company, 2004, page 113.

16 *even though the two grew up*: Price, Victoria. *Vincent Price: A Daughter’s Biography*. New York: St. Martin’s Press, 1999, pages 14, 23–24.

16 *In the middle of*: *Scrippage*, Soldan High School newspaper (St. Louis, Missouri), 2/19/1926.

17 *Gilbert and Sullivan’s: The Scrip*, Soldan High School yearbook (St. Louis, Missouri), 6/1927; *Scrippage*, Soldan High School newspaper (St. Louis, Missouri), 5/6/1927 and 5/13/1927. *Iolanthe*, a light operetta by Gilbert and Sullivan, was produced by the Chaminade Club at Soldan High School under the supervision of music and drama teacher Miss H. Teresa Finn. It premiered on May 16, 1927.

17 *All this took its toll*: Original Soldan High School records for Catherine Louise Fink, 7/6/1927. Her overall average was 67.555 percent out of 100 percent. Her English scores were her best, with an 8.78 average out of 10. French came in second with 7.68. Her Latin garnered only 4.65. She was hopeless at algebra, mustering only 1.69. Geometry wasn’t much better with 2.67.

17 “*A friendly maid*”: *The Scrip*, Soldan High School yearbook (St. Louis, Missouri), 6/1927.

17 *recharging her batteries*: *Tower Radio*, 8/1935. This would mark Kitty’s fourth annual attendance at Minne-Wonka Lodge in Three Lakes, Wisconsin.

17 “*I became a Kappa*”: Catherine Fink is listed as a pledge for Delta Gamma in *The 1929 Hatchet*, the Washington University yearbook, published 6/1928 covering the 1927–28 school year; her sister, Blanche, is listed as an active Delta Gamma member. Catherine Fink is listed as a member of Kappa Kappa Gamma in *The 1931 Hatchet*, published 6/1930, covering the 1929–30 school year.

17 “*While other girls posed*”: *Radio Guide*, 11/7/1936.

17 *121 pounds*: *Radio Guide*, 11/23/1935.

17 “*I know that I give*”: *Radio Stars*, 1/1937.

18 “*With my new appearance*”: *Radio Stars*, 11/1936.

18 *\$125 per week*: *Radio Stars*, 11/1935.

18 “*I won’t need my allowance*”: *Radio Stars*, 11/1936.

18 “*making those noises*”: *Radio Stars*, 11/1935.

18 “*Dear Mr. Durfy*”: *Ibid.*

18 “*My days as a Greek*”: *Ibid.*

19 *Delegation was not*: *St. Louis Post-Dispatch*, 11/11/1947.

19 *the melodramatic story*: *Ten Nights in a Bar-Room*, by William W. Pratt, based on the classic 1854 novel by T. S. Arthur, was adapted into movies made in 1911, 1921, with an all-black cast in 1926, and was soon to re-emerge in a 1931 version.

19 “*Oh, at seventeen*”: *New York World-Telegram*, 10/28/1948.

19 *sliced and diced*: *The 1931 Hatchet*, the Washington University yearbook, published 6/1930, covering the 1929–30 school year.

19 *another production*: *Si, Si, Señorita*, libretto by Carleton S. Hadley, music and lyrics by Ted Williams. Dramatic Director: Clark Clifford (future Presidential Advisor to President John F. Kennedy and Secretary of Defense under President Lyndon B. Johnson). Assistant Musical Director: Catherine Fink (later Kay Thompson). Catherine Fink also performed in the musical as part of The Trio. Publically performed for four days at the American Theatre in St. Louis, from Wednesday, 5/7/1930, through Saturday, 5/10/1930. From the program for *Si, Si, Señorita*, archived in the Quadrangle Club Collection, University Archives, Department of Special Collections, Washington University Libraries, St. Louis, Missouri.

19 “*From the overture*”: *The 1931 Hatchet*, the Washington University yearbook, published 6/1930, covering the 1929–30 school year.

19 *more than happy to drop out*: Thompson dropped out of school three times according to the program for *Hooray for What!* 10/1937.

19 “*I thought it would be nice*”: *Tower Radio*, 8/1935.

19 “*I’ll sing ... but not ballads*”: *Ibid.*

20 “*Blues singers have done*”: *Oakland Tribune* (Oakland, California), 10/9/1935.

20 *singing on KWK*: In the early 1930s, KWK was very popular among young people and was often mentioned and advertised in *Student Life*, the Washington University newspaper.

20 *After sending a bunch*: *Tower Radio*, 8/1935; *Radio Stars*, 11/1935. In the 1920s and 30s, *Harper’s Bazaar* had a regular spread of summer camp ads, plus their own camp director, Nina Frederica Berkley, who advised readers on the subject.

20 *Earning \$175: Radio Stars*, 11/1935; *Radio Guide*, 11/23/1935.

20 *celebrity biographer Cynthia Lindsay*: “Toyon Camp was a gloriously happy experience,” recalled Cynthia Hobart Lindsay, author of *Dear Boris: The Life of William Henry Platt, a. k. a. Boris Karloff* (Alfred A. Knopf, 1975) and George Burns’ collaborator for his memoir, *I Love Her, That’s Why!* (Simon & Schuster, 1955). In her youth, Cynthia attended Toyon for several summers. “It was a great camp, run by Mrs. Lorey, the principal of my school, Girls Collegiate [in Glendora, California]. Both were extremely good institutions.” When she was interviewed for this book in 2003, eighty-eight-year-old Cynthia could still sing the Toyon Camp song that counselor Kitty Fink conducted: “Hi yi yi, there’s nobody like us, ‘cause we are the girls of Toyon Camp. Always a winnin’, always a grinnin’, always a feelin’ fine, ay yi!”

20 *a profile of Kay: McCall’s*, 1/1957.

20 “*I did have one ambition*”: *Radio Stars*, 11/1936.

21 “*So the next day*”: *Ibid.*

21 *She got herself all*: KMOX began broadcasting on December 24, 1925, became a CBS affiliate in 1927, and was bought by CBS in August 1932.

21 *Without an appointment*: In 1925, George Junkin won a talent search to become the main announcer on KMOX in St. Louis. He had previously been an announcer for the S. W. Strauss Company’s radio station in Chicago, WSWs. Within a year he became managing director of KMOX and stayed with the station until 1931. From historian Frank Absher’s “Junkin Was at the Right Place at the Right Time,” *St. Louis Journalism Review*, 2/1999.

21 “*All you have to do*”: *Radio Stars*, 11/1936.

21 *With a bluesy style*: Even though blues had been growing in popularity throughout the 1920s, it was still mainly associated with black singers like Bessie Smith, who had recently starred in one of the very first “talkies,” a short musical featurette called *St. Louis Blues* (Sack Amusement Enterprises / RKO, 1929), based on W. C. Handy’s groundbreaking song composition of the same title, published in 1914. In 1935, after Kay Thompson had become an established radio star, she cited “St. Louis Blues” as one of her strongest inspirations. “I’m thankful I was born in St. Louis,” she told *Radio Guide*, “where Mr. Handy, with his famous blues song, made an indelible impression on my music. If it had been any place else, I probably would have been a concert pianist with audiences totaling maybe 50,000 persons a year. Thanks to the ‘St. Louis Blues,’ I became a torch singer and can sing to many times 50,000 each time on the air.” Kay would later create the vocal arrangement for Judy Garland to sing “St. Louis Blues” in *Presenting Lily Mars* (MGM, 1943). *Radio Guide*, 11/30/1935.

21 “*a little like Libby*”: *Radio Stars*, 11/1935. Libby Holman (1904–1971) confounded the music business in 1929 with her Top 10 smash “Am I Blue?” (Harry Akst–Grant Clarke). Blues was an emerging genre but still mostly associated with black singers. After several hits in the same vein, including “Body and Soul” (Johnny Green–Edward Heyman–Robert Sour–Frank Eyton), Libby quickly earned a reputation as “the first great white torch singer.”

21 “*Go ahead*”: *Radio Stars*, 11/1935.

22 *During this time*: On April 7, 1933, Congress voted to legalize beer, marking the end of Prohibition. Starting that midnight, KMOX hosted a live national radio show of the historic reopening at the Anheuser-Busch beer factory in St. Louis, a celebration not soon forgotten.

22 *height of her microphone*: *Tower Radio*, 8/1935.

22 *While conductor Ben Feld*: Ben Feld started out to be a lawyer attending Washington University in St. Louis, but his love of music won out. In his twenties, he played violin for the St. Louis Symphony Orchestra for several seasons, followed by assistant conducting and lead violin positions for the Gene Rodemick band at Grand Central Theatre in St. Louis. Around 1925, he was a member of the Conley-Silverman Band and not long afterwards formed his own unit. KMOX Radio in St. Louis offered him the job of concert master and assistant conductor of their orchestra, which he accepted, and was soon directing the orchestra himself, where he thrived for many years, well into the 1940s. *Jacob's Orchestra Monthly*, 11/1925; *Radio Guide*, 3/6/1937; *National Song*, 2/1943; *St. Louis Journalism Review*, 2/2000 (“Tony Cabooch: St. Louis’ First National Radio Star,” by Frank Absher).

22 *host Tony Cabooch's*: Chester J. Gruber, known professionally as Tony Cabooch, was thirty-nine years old when *The Anheuser-Busch Antics* premiered 5/30/1930. A regionally known stage actor, Tony was on his way to accept a job in New York when a telegram from Anheuser-Busch offered him \$500 a week to come back to St. Louis for their new show. Within fourteen weeks, he had received 42,000 fan letters. Where did he get his name? “He heard a waiter cry out to the chef, ‘Corn a bif a cabooch.’ Which translated meant ‘An order of corn beef and cabbage.’ The phrase stuck in Gruber's memory, and when it came time for Tony to appear his last name was Cabooch.” From the *St. Louis Globe-Democrat*, quoted in historian Frank Absher’s “Tony Cabooch: St. Louis’ First National Radio Star,” *St. Louis Journalism Review*, 2/2000.

22 “*That mike cost us*”: *Radio Stars*, 11/1935.

22 “*Pay you three*”: *Ibid.*

22 *Ted Straeter, a pianist*: The veteran journalist and musician, Les Lieber, was a friend of Theodore Anthony “Ted” Straeter (born 11/21/1913) and his family in St. Louis. He recalled, “Ted’s father owned the Straeter Grocery Store and bought all the groceries from my father’s wholesale company, Hass-Lieber. When I was about fourteen years old

[around 1926], I was playing saxophone at KMOX in what they called the KMOX Junior Orchestra. Ted Straeter was a staff pianist at KMOX, about a year older than I was, and the station put us together as a duo called Les and Ted.” In 1932, “Ted Straeter and his Three Best Girls” were regulars on *KMOX County Fair*, a popular Saturday night radio show. The “Three Best Girls” just so happened to be Blanche Fink, Louise LaRue (formerly of Kitty Fink’s The Trio) and Georgia Erwin. After that, Ted formed his own band at KMOX with saxophonist Ruth Grable (later known as pin-up movie star Betty Grable). This hotbed of talent was frequently cross-pollinated by Kitty Fink. “We’d brush up against each other from time to time,” recalled Les, “but Ted became very close to her.” Les and Ted eventually went their own separate ways, but by the late 1930s, both of them ended up hitting it big in New York City where they would run into their old friend, Kitty Fink from St. Louis, who, by then, was known as Kay Thompson. Aside from his growing success as an entertainment journalist, Les Lieber was a penny-whistle soloist the night Kay made a huge splash on *The Saturday Night Swing Club First Anniversary Special* on CBS in 1937. And in 1938, at Kay’s recommendation, Ted Straeter became the choral director for *The Kate Smith Hour* and later formed his own orchestra, accompanying Kay for gigs at the Persian Room in The Plaza Hotel.

22 *Christmas cards: Radio Hit Songs*, 10/1941.

22 “*Play ‘Some of These’*”: *Radio Stars*, 11/1935. The article identifies the conductor as Michael Charles. According to radio historian Frank Absher and numerous other sources, the man’s actual name was Mike Child.

23 “*I was young and foolish*”: *Radio Stars*, 11/1935.

23 *she performed in*: Aside from Edmund L. Hartmann and Kitty Fink, the talent behind *Princess Nita* also included stage director Clark M. Clifford who later became a prominent lawyer and top advisor for Presidents Truman, Kennedy, Johnson and Carter. In January 1968, during the Vietnam War, Clifford succeeded Robert McNamara as the United States Secretary of Defense under President Johnson’s administration and, in 1969, was awarded the Presidential Medal of Freedom. Clifford has since been portrayed in two made-for-cable movies—by Tony Goldwyn in *Truman* (HBO, 1995) and Donald Sutherland in *Path to War* (HBO, 2002). McCaffrey, Donald W. *Bound and Gagged: Edmund L. Hartmann, Screenwriter and Producer*. Lanham, MD: Scarecrow Press, 2006, pages 15 and 20A; *Princess Nita* program, circa spring 1931, archived in the Quadrangle Club Collection, University Archives, Department of Special Collections, Washington University Libraries, St. Louis, Missouri.

23 *Edmund L. Hartmann: Evening Standard* (Massillon, Ohio), 12/9/1947.

23 *\$250 for the season: Radio Stars*, 11/1936; *Tower Radio*, 8/1935.

23 *every second of her free time*: Even though Kitty Fink enjoyed working as a counselor at Toyon Camp on Catalina Island, the most exciting parts of the summers of 1930 and 1931 were her days off. Aside from the island’s world-famous glass-bottom-boat tours, there were all sorts of attractions that interested Kitty. At that time, Catalina Island was

being developed by its principal owner, William Wrigley, Jr., of the Wrigley Chewing Gum Company. Wrigley had built one of the world's largest, state-of-the-art entertainment complexes called The Santa Catalina Island Casino which, according to historian Jeannine L. Pedersen of the Catalina Island Museum, "opened to much fanfare on May 29, 1929." Nicknamed "the Palace of Pleasure," the coliseum housed a 1,250-seat cinema that "was one of the first theaters in America equipped for both silent and sound motion pictures." But most intriguing to Kitty was the grand ballroom with its celebrated dance floor that could accommodate one thousand dancers. "The ballroom played host to the most notable big bands of the day," added Pedersen, with live radio programs broadcast nightly on KHJ, CBS-Radio's West Coast affiliate. And so, naturally, Kitty hung out there, soaking up the music, making contacts, and trolling for opportunities to sing and/or play the piano.

23 *headquarters of KFI*: KFI's broadcast reach was far and wide, from Seattle to the Mexican border, and as far inland as Colorado. Although most national NBC shows originated from New York, selected Los Angeles programs were picked up by the network to be heard coast-to-coast on all its affiliates. However, because AT&T billed an \$800 surcharge to carry each West Coast program over its lines, only the most popular California shows were selected for nationwide coverage. (Astoundingly, east-to-west importation did not incur this extra fee.) Many of KFI's radio broadcasts were performed in front of a live audience of hundreds of people, so, for Kitty Fink, getting her foot in the door was not all that difficult. The trick was arousing the attention of the station's 33-year-old programming director, Glenn Dolberg. "Many [spectators] have come so often that they feel like members of the family," Dolberg told the *Los Angeles Times*, describing the daily influx of warm bodies. "They take the same seats every night, and sometimes even fuss if someone else has got into their seats ahead of them. The seats are, of course, free to any visitor, but they have come so often that they think they have acquired squatters' rights. Others are trying to get up nerve to get on programs themselves, and haunt the studios in hope of obtaining helpful contacts." Obviously, Kitty fell squarely into the latter category. *Variety*, 7/10/1934; *Los Angeles Times*, 2/6/1928, 1/18/1935 and 3/30/1935.

23 "*largest Packard*": Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 22.

23 *She bamboozled a meeting*: *Los Angeles Times*, 2/2/1928, 1/18/1935 and 3/30/1935; *Radio Stars*, 11/1935. Glenn Dolberg was born in 1898 in Charlevoix, Michigan. He started out wanting to be a photographer, then studied trumpet and saxophone, and finally developed himself as a singer. During World War I, he "served in the Sixth Cavalry and went to France as a bandsman" (*Los Angeles Times*, 3/30/1935). After the war, he was a radio announcer in Seattle, then a station manager in Portland. In the late 1920s, he served as night manager of KHJ, the CBS affiliate in Los Angeles. In the 1930s, he was the programming director for KFI, the NBC station in Los Angeles, where he made history keeping the station "on all night in touch with Amelia Earhart's flight across the Pacific." On the side, he continued his singing as a featured soloist at the Immanuel Presbyterian Church on Wilshire Boulevard at Berendo.

23 on an amateur talent: Tower Radio, 8/1935.

24 flat in La Marquise: Perusing the *Los Angeles Times* classified section under “Furnished Apartments for Rent,” Kitty Fink’s eyes were naturally drawn to the largest display ad that read, “Preview! La Marquise,” a soon-to-open eight-story complex at 535 S. Gramercy Place (between West Fifth and West Sixth Streets), only four miles away from KFI at 1000 S. Hope Street (near the corner of West Olympic Boulevard), easily accessible by public transportation. Kitty was impressed by the advertised amenities that included 24-hour switchboard service, a roof garden, electric ventilation and steam heat, all at “rates most reasonable.” Though she could not yet afford an automobile, it was nice to know that La Marquise offered a 24-hour garage service with a state-of-the-art turntable contraption that enabled 20 cars to be squeezed into the basement. The scheduled opening of August 31, 1931, perfectly coincided with the conclusion of her Toyon Summer Camp bed and board, so Kitty signed right up to be among the very first tenants to move in. The \$75 monthly rental rate was not the cheapest she could have found, but Kitty had complete confidence that she would be on top of world in no time flat, so why bother slumming it? If she was going to be a star, she might as well start by living like one. Looking much the same as it did in 1931, La Marquise is still going strong today. A private tour unearthed colorful tales of famous past occupants, including Errol Flynn who lived there when he first came to Hollywood in 1935. Nestled on a quiet side street in the Wilshire district, La Marquise is just northwest of The Wiltern, the landmark Art Deco theater that anchors the intersection of Western Avenue and Wilshire Boulevard. Incidentally, The Wiltern opened for business on October 7, 1931, just five weeks after Kitty moved into La Marquise, indicating just how thriving the neighborhood was at that time. Many “Preview” classified ads for La Marquise appeared in the *Los Angeles Times* beginning 5/25/1931. “Just Completed” classified ads began appearing on 8/31/1931. Tour and historic lore of La Marquise courtesy of La Marquise manager Igor Korosec and tenants Vincent Hramzoff and William Zmachinski, provided on 6/1/2004.

24 Art Deco theater: At the corner of Wilshire Boulevard and Western Avenue, the Wiltern is now an established landmark building in Los Angeles, considered a prime example of Art Deco design, and is still a functioning concert theater today, with seating for 2,200 people. The name Wiltern is a combination of “Wilshire” with “Western.”

24 never met Kitty: Tower Radio, 8/1935.

24 was not made legal until: In 1945, Catherine Fink Spier officially and legally changed her name to “Kay Thompson,” reflected in a September 25, 1945, addendum letter to her MGM contract, found in the Arthur Freed Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

24 where she came up: According to the Internet Movie Database, six short silent movies from 1920 list a coscreenwriter by the name of Kay Thompson, an obscure coincidence of which our Kay was almost certainly unaware.

24 command that she return: Tower Radio, 8/1935.

24 “*I was a singer*”: *McCall’s*, 1/1957.

25 “*kidded around*”: *Radio Stars*, 11/1935.

25 *guests was Don Forker*: Forker’s birth name was Donald Edmund Forker. In addition to his position at the Union Oil Company, Forker also co-produced the Hollywood Bowl concerts every summer. *Los Angeles Times*, 9/14/1929; *Paris News* (Paris, Texas), 8/31/1939.

25 *flagship radio program*: *Radio Stars*, 11/1935.

25 “*I got the job*”: *Ibid.*

25 *With an orchestra*: Sies, Luther F. *Encyclopedia of American Radio, 1920–1960*. Jefferson, N.C.: McFarland & Company, Inc., 2000, page 582 (listing 25641).

25 *at the Cocoanut Grove*: The Ambassador Hotel’s Cocoanut Grove was an expansive nightclub with tables and chairs for one thousand glitterati, nestled on plush red carpet amid a forest of giant palm trees adorned with scores of fake monkeys. Moroccan rococo. In a clearing at the center of the ornate jungle was a vast, gleaming black dance floor paying homage to an Olympic-sized bandstand that was only slightly raised, maintaining maximum intimacy between performers and performees. Opened in 1921, this was the very same stage where the 1930 Academy Awards had been handed out and the fateful spotlight where many stars had been born.

25 *the Rhythm Boys trio*: The most prominent Cocoanut Grove alumnus had been the young Bing Crosby. As a member of the Rhythm Boys with Al Rinker and Harry Barris, the trio had gotten considerable mileage from working with Paul Whiteman and his Orchestra, including appearing in the movie *King of Jazz* (Universal, 1930). In July 1930, the Rhythm Boys got hired for a gig at the Cocoanut Grove with Gus Arnheim’s band, but it quickly became apparent that Bing was destined for bigger and better things. Within a year, the Rhythm Boys were history. Bing had gone off to star in movies, Rinker had formed a new trio called the West Coast Boys (with Craig Leitch and Howard Phillips), while Barris had remained at the Grove as a solo singer, still crooning there when Kay Thompson arrived in the fall of 1931.

26 *her hometown nemesis*: According to radio historian Frank Absher, George Junkin stopped working at KMOX sometime in 1931.

26 *brand-new headquarters*: “These [new studio facilities for KMOX] are declared to be the finest and most complete in America,” raved one report, “all beautifully decorated and furnished. Four of these have ceilings twenty-five feet in height. Triple plate-glass windows provide observation facilities for each broadcasting studio.” From a booklet collection of music and lyrics entitled *Old Cabin Songs of the Fiddle and the Bow* published by KMOX Radio in St. Louis, Missouri, 3/20/1932, page 19.

26 *nearly 17 million homes*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 21. “The World Almanac for 1932 reported that at the end of that year, 16,809,562 American homes had a radio in the living room.”

26 *headlining their own: Edwardsville-Intelligencer* (Edwardsville, Illinois), 2/20/1932.

26 “*The Debutantes, a regular*”: Booklet collection of music and lyrics entitled *Old Cabin Songs of the Fiddle and the Bow* published by KMOX Radio in St. Louis, Missouri, 3/20/1932, page 17.

26 “*having established herself*”: Program for *Low and Behold!* Pasadena Community Playhouse, 5/1933. Courtesy of the Pasadena Community Playhouse archive.

26 “*devoid of the moan*”: From a Union Oil Corporation Publicity Department press announcement, circa 4/1932, attached to the reverse of a Kay Thompson portrait found in the photo morgue of the *San Francisco Call-Bulletin* newspaper, archived at the San Francisco History Center of the San Francisco Public Library, Susan Goldstein, city archivist.

27 *Kay was accompanied*: For *Brighten-Up* on KFI, Thompson was accompanied by conductor-violinist Solly Blanco and His Orchestra, with backup vocals by the Three Ambassadors (Jack Smith, Martin Sperzel, and Johnny Smedburg).

27 *seventeen-year-old Jack Smith*: Born November 16, 1914 in Seattle, Washington, “Smilin” Jack Smith moved to California when he was 10-years-old. “As a student at Hollywood High School, Smith dreamed of being an architect,” wrote Dennis McLellan in Smith’s 2006 *Los Angeles Times* obituary. “But that changed in 1931 after a high school friend told him that the Coconut Grove at the Ambassador Hotel was looking for a trio to replace the Rhythm Boys, Bing Crosby’s popular trio. Smith had sung in the [Hollywood High Glee Club], and he and two friends, Marty Sperzel and Al Teeter [later replaced by Johnny Smedburg], were known to imitate the Rhythm Boys at school, but Smith never considered singing professionally.” “We went over and tried out, and they gave us the job!” Smith was quoted by Laura Wagner in *Classic Images*. “We started the following Monday. I’d never made more than maybe \$5 for mowing the lawn a couple of times a week for my dad. Then, all of a sudden, they were going to give us \$100 apiece a week—and that was big money then.” Smith later became a character actor and was the host of the popular television series, *You Asked for It* (ABC-TV, 1958-59; 1971-77; 1981). *Los Angeles Times*, 7/10/2006; *Classic Images*, 8/1997.

27 *and Johnny Smedburg*: In 1937, Smedburg would become a member of Kay Thompson’s chorus for Vincente Minnelli’s Broadway show, *Hooray for What!*

27 *three-month gig*: Tom Coakley and His Orchestra played at the Blossom Room of the Hotel Roosevelt, Hollywood, from August 3 to October 25, 1932. Kay Thompson was a featured vocalist and pianist during the engagement. The personnel in Coakley’s orchestra during this gig included various combinations of the following: Alvin Morris,

later known as Tony Martin (vocals, saxophone); Virginia Haig (vocals); Carl Ravazza (clarinet, saxophone, violin, vocals); Frank Barton (trumpet); Lyle Bardo (trumpet, arranger); Armand Camgros (clarinet, saxophone, violin); Stan Brent and Bill Washington (clarinet, saxophone); Joe Coates and Fred Williams (violin); Bud Bardo (trombone); Leon Green (piano, arranger); Ham Richards and Jerry Rice (guitar); Carl Schwedhelm and Bob Englander (bass); Jimmy Emerson (drums). Source: Bob Arnold's liner notes for the 2001 CD *An Evening with Tom Coakley and His Orchestra* (1933–1935), Vintage Music Productions (VMP-0031). Though not listed, it appears that Glenn Hurlburt was also among the musicians. Also, in a 2006 interview for this book, ninety-three-year-old vocalist Virginia Haig declared, "Tom Coakley was not really much of a musician. No way! I don't mean for this to come off derogatory at all. I have such a warm feeling about that man. It was wonderful to be a part of it. But Tom relied on certain members of the band who did the arrangements. He was just there—a nice looking man in a tuxedo—handsome and charismatic. He was more of a personality and a businessman than a musician." Despite hitting it big with a No. 1 record in 1935, Coakley turned his orchestra over to singer-violinist Carl Ravazza in April 1936 in order to pursue a career in law. In 1953, Coakley was appointed judge of the Superior Court of Mariposa County, California. From 1969 until his retirement in 1972, he served as Associate Justice of the California Court of Appeal. His brother, J. Frank Coakley, was a well-known District Attorney of Alameda County, California. Tom Coakley died at the age of 90, on May 19, 1995, in his home in Monterey, California.

27 by the name of Alvin Morris: Aside from playing saxophone and clarinet, Alvin Morris was also an occasional vocalist, a latent talent that had been legitimized when, on March 28, 1932, he sang a number with Coakley's band on Walter Winchell's national radio show. "Apparently my singing was better than my saxophone playing," he laughed. In early 1933, Alvin Morris left Coakley's orchestra to join Tom Gerunovitch's touring band, became Woody Herman's roommate on the road, and played the 1933 World's Fair in Chicago. In 1936, Morris changed his name to Tony Martin and become a big time singer and movie star with two very high profile marriages, first to Alice Faye, then to Cyd Charisse. Martin, Tony, and Cyd Charisse. *The Two of Us*. New York: Mason/Charter, 1976, pages 24–25.

27 übercolumnist Walter Winchell: A former vaudevillian, Walter Winchell (1897-1972) had become a radio commentator in the 1920s, pioneering no-holds-barred celebrity gossip as news. He is credited with inventing the gossip column while writing for the *New York Evening Graphic* and, later, most influentially for the *New York Daily Mirror* that was syndicated to many major newspapers across the country, carried in the movie capital by the *Los Angeles Evening Herald-Express*. By the early 1930s, literally two-thirds of the nation's 75 million adults heard or read Winchell's words on a daily basis, so his opinion on *anything* carried a great deal of weight. With a volatile temperament, Winchell later went from famous to infamous due to his predilection for "witch hunts." He was rabidly obsessed with exposing Communists in Hollywood, a staunch advocate of the Blacklisting nightmare of the 1940s and 50s, in cahoots with Senator Joseph McCarthy and FBI director J. Edgar Hoover. But the Red Scare was only one example of his misguided fixations. By then, Winchell had a regular table at the Stork Club in New York that was practically his office. On the night of October 16, 1951, African-American

entertainer Josephine Baker was all but refused service at this exclusive restaurant, instigating charges of bigotry. Winchell supposedly witnessed the incident but did nothing. Because of his inaction, Baker accused Winchell of passively supporting the establishment's racist policy. Infuriated, Winchell did everything in his considerable power to destroy Baker's career in the United States, a maniacal preoccupation that ultimately led to his own downfall.

27 *reinventing Hoagy Carmichael's "Stardust": Stardust* (Hoagy Carmichael-Mitchell Parrish) was first recorded for the Gennett label in 1927 featuring the vocals and keyboarding of its co-writer, Hoagy Carmichael, with Tommy Dorsey on trombone and Jimmy Dorsey on sax and clarinet. In 1930, Isham Jones and His Orchestra recorded an instrumental version of the tune that became a major hit and Louis Armstrong recorded it in 1931 for Columbia Records. After that, however, *Stardust* had been slowly fading into the cosmos until columnist Walter Winchell embarked on a campaign to mention and request the song at every possible opportunity. "Cab Calloway resumes at the Cotton Club," Winchell wrote in his column on September 22, 1932. "I'm going to hear his version of *Stardust*, and heaven help the person who jangles a clacker or any ice in a glass while Cab Calloway-wahs it!" In his memoir aptly named *The Stardust Road*, Hoagy Carmichael wrote, "Contemporary newsmen were forced to put their drinks down while Walter held them by the lapels and whistled the first four bars. In this way *Stardust* became known as the Walter Winchell song." Winchell later confessed to *Variety*, "You'd think I either wrote it or was a songplugger!" Given the resurgence of *Stardust*, it was only natural that Kay Thompson would be inspired to create and perform her own reinvention of the tune that did not go over well with the narrow-minded critic. His vilification was Thompson's first serious dose of negative criticism from a prominent member of the national press. Winchell's relentless rabble-rousing fueled an onslaught of cover versions of *Stardust*—including a new version by Hoagy Carmichael himself for the Victor label in December 1933. In his memoir, Carmichael credits Winchell for turning *Stardust* into the standard it is today, with well over 1,600 cover versions recorded since then. Carmichael, Hoagy. *The Stardust Road*. New York: Rinehart and Company, Inc., 1946. Page 128. *Los Angeles Evening Herald-Express*, 9/22/1932, 4/5/1948 and 4/12/1948; *Variety*, 5/5/1948; *Logansport Pharos-Tribune* (Logansport, Indiana), 6/11/1937.

27 "simply spoils lovely": *Logansport Pharos-Tribune* (Logansport, Indiana), 6/11/1937.

28 *themselves the Three Rhythm Kings: Radio Mirror*, 8/1935.

28 *a new series called*: During her engagement with Tom Coakley at the Roosevelt Hotel, Kay made guest appearances with the Three Rhythm Kings on *The Los Angeles Breakfast Club* (September 14, 1932) and *The Big Show* (September 28, 1932), both broadcast over the Warner Brothers station, KFWB. On the latter, Kay and the boys sang a medley arranged by Thompson that included the songs "Smile at the Cockeyed World," "When My Baby Smiles at Me," and "Smile, Darn You, Smile" which prompted a slew of requests from listeners. As a result, KFWB launched of a new series called *Kay Thompson and the Three Rhythm Kings* on Sunday, October 2, 1932, at 7:30 P.M. *Hollywood Citizen-News*, 9/14/1932 and 9/28/1932; *Los Angeles Times*, 10/2/1932.

28 “*I stayed for the whole*”: *Radio Stars*, 11/1935.

28 *a heart condition*: *Radio Stars*, 11/1935.

28 *While Kay had been away*: *The Winnipeg Free Press* (Winnipeg, Canada), 5/30/1932; *KMOX Orchestra and Debutantes Vocal Trio*, 10:30–11:15 p.m., KMOX (CBS). By then, Kay Thompson had been replaced in the vocal trio. *Radio and Entertainment*, 11/19/1932. Regulars on *KMOX County Fair*, a Saturday night radio series on KMOX Radio, St. Louis, are listed as “Ted Straeter at the piano and his Three Best Girls, Blanche Fink, Georgia Erwin and Louise LaRue, [who] harmonize perfectly for a bit of more dignified music.”

29 “*I don’t want to get married*”: *Radio Stars*, 11/1935.

29 *conductor Al Lyons*: Born Eldred Weller Newton in San Francisco, Al Lyons first adopted the Hispanic-friendly stage name of Alberto De Leon upon joining the local Spanish Opera Company as a pianist. When that company went broke, he studied music in Boston, graduating from the New England Conservatory of Music. After that, he returned to California, streamlined his stage name to Al Lyons, and began looking for work as a conductor. In 1921, the Fanchon & Marco organization (founded by vaudeville dance team siblings Fanny “Fanchon” Wolff and Mike “Marco” Wolff) was just starting to produce variety shows at the Warfield Houses in San Francisco where Al became the company’s first exclusive orchestra leader. Then, when Fanchon & Marco mounted a traveling show to tour the vaudeville circuit, Al Lyons and His Orchestra went along for the ride. Soon, Fanchon & Marco became the leading vaudeville booking supplier. It was expensive to move entire orchestras from city to city, so, as their operation expanded, Fanchon & Marco decided to anchor various orchestras in major cities while continuing to rotate its acts in and out. When Kay Thompson met Al Lyons in December 1932, he had been stationed for several months in St. Louis conducting his orchestra at the Fox Theatre for the revolving Fanchon & Marco headliners, performing live shows as lead-ins for feature film presentations. The live evening performances ended each night around 9:30, after which Lyons and His Orchestra would then play dance music at either the Beaux Arts Room at the Coronado Hotel or the Meadowbrook Country Club. At that time, Lyons and His Orchestra featured crooner Clyde “Pat” Kelly and a harmony trio named The Rhythm Girls (Gayle Hinton and sisters Ruth and June Nicholson of Tulsa, Oklahoma). A few years down the road, Lyons would fulfill his own dream of conducting the Cocoanut Grove Orchestra on both his own radio show in 1935 and, two years later, on the silver screen in *Hollywood Party* (MGM, 1937), a Technicolor featurette starring Charley Chase and Elissa Landi, with cameo appearances by Clark Gable, Joan Bennett, Joe E. Brown and Anna May Wong. The original one-sheet poster for the film has a large credit that reads: “Al Lyons and His Cocoanut Grove Band.” *West Coast Theatres Newsette*, 10/22/1927; *Metropolitan News* (Los Angeles), 1/26/1928; *Radio and Entertainment* (St. Louis), 6/12/1932 and 10/22/1932; the Internet Movie Data Base (www.imdb.com).

29 *Mesmerized by*: *Tower Radio*, 8/1935.

29 “*Here I am*”: *Radio Stars*, 11/1936.

29 “*I’ve got laryngitis*”: *Tower Radio*, 8/1935.

29 “*I’ll never forget*”: *Popular Songs*, 9/1936.

29 *Pulling herself together*: *Radio and Entertainment*, 10/22/1932. Al Lyons and His Orchestra were heard over KMOX on *The Mid-Week Frolic* on Wednesdays at 10:30 p.m. Radio historian Frank Absher found listings of Al Lyons and His Orchestra on another KMOX show on Saturdays at midnight. Both were broadcast live from the Coronado Hotel Beaux Arts Room in St. Louis. The *Edwardsville Intelligencer* (Edwardsville, Illinois) has listings for “Al Lyons Orchestra” on KMOX at 12:20 a.m. in issues dated 12/12/1932 and 12/15/1932.

Chapter Two: A Face for Radio

30 “*Statue of Liberty*”: From the author’s 2002 interview with Bea Wain.

30 “*Next came a wire*”: *Popular Songs*, 9/1936.

30 *recruited by Don Lee’s KHJ*: KHJ was a Los Angeles radio station owned by the Don Lee Network (located downtown in the Don Lee Building at 1076 West Seventh Street, between South Bixel and the present-day 110 Freeway). Having made a fortune from his chain of Cadillac, Pontiac and other General Motors automobile dealerships, Don had diversified his wealth by investing in the radio business. In the late 1920s and early 1930s, Don bought up a number of independent radio stations, including KHJ in Los Angeles and KFRC in San Francisco, figuring there would be greater strength in numbers. His gamble paid off big. The Don Lee Network soon became the West Coast affiliate of the Columbia Broadcasting System (CBS), with KHJ recognized as one of the most important satellites outside New York City. “Lee was a short, slender man, expensively dressed,” observed Sylvester L. “Pat” Weaver (future president of NBC-TV). “He had a moustache and an aura of self-confidence, perhaps self-importance.” In October 1932, the Thomas S. Lee Artists Bureau was founded as a branch of the Don Lee Network. The goal was to sign up a roster of exclusive staff artists to perform on KHJ, KFRC, and the handful of other West Coast radio stations owned by Don Lee, with 10% of the artists’ earnings payable as commission to Thomas Lee as their talent agent. As Thomas was Don’s son, nepotism ruled the day. Thomas was also known as something of a playboy. “I had grown up with his son, Tommy,” noted Weaver, “who was a sharp dresser and a sharp dancer. He drove the flashiest automobiles, in which there were always equally flashy girls [including Joan Crawford and Carole Lombard].” Regarding business, the father-son setup was rife with conflicts of interest and double dipping, but in those days, it was perfectly legal. CBS and NBC had already been getting away with the scheme in New York for years so the Lee family merely emulated the system in order to pocket more cash for themselves. But who was complaining? This was during the Depression, when *any* paying job was considered a godsend. The Thomas S. Lee Artists

Bureau created several new full-time staff positions at KHJ to be filled by promising artists. On October 4, 1932, *The Hollywood Citizen-News* reported that KHJ was still “in need of a blues singer in spite of the auditions which have been held.” Kay Thompson was the most obvious choice, especially given that KHJ had been broadcasting her vocals with Tom Coakley’s band six nights per week from September 26 to October 24, 1932. However, Kay’s other fall series commitments to KFWB (*Kay Thompson and the Three Rhythm Kings*) and KFI (*Fun Factory*) prevented her from signing an exclusive contract with KHJ. As of January 1, 1933, however, Kay was free to accept KHJ’s offer to become a staff artist. Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994. Page 14; *Variety*, 11/1/1932; *Hollywood Citizen-News*, 10/4/1932.

30 “*A horseshoe must*”: Ibid.

30 *into her La Marquise*: Kay’s apartment address was 535 South Gramercy Place, between West Fifth and West Sixth Streets (north of Wilshire). The Don Lee Building was 3.39 miles east at 1076 West Seventh Street in downtown Los Angeles (south of Wilshire).

30 *A Cadillac dealership*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 14.

31 *Kay and Sterling were the first*: *Los Angeles Evening Herald-Express*, 4/14/1933.

31 “*The first show on which*”: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 16.

31 “*I was allowed to write*”: Ibid., page 24.

31 *Because Pat reminded her*: Kay Thompson’s nickname for Pat Weaver, “Weaver Feathers,” was confirmed by Bill Harbach and numerous other friends and colleagues.

31 *vaudeville performer Frank Jenks*: Born in Des Moines, Iowa, in 1902, Frank Jenks began his career in the early 1920s as a trombonist, most notably for the Don Clark La Monica Orchestra, an outfit heard regularly on KNX in Hollywood from 1924 to 1925. During that period, the band recorded several sides for the Victor label, including some sessions with the young Bing Crosby and his childhood buddy and singing duo partner, Al Rinker, before they became two-thirds of the Rhythm Boys. Jenks grew tired of being an orchestra sideman so he reinvented himself as a comedian and singer on the vaudeville circuit, living out of suitcase. By the early 1930s, however, Jenks found himself temporarily sidelined in Hollywood by the radio biz, billed as “the Hot Shot of Hilarity.” Bing Crosby recommended his old friend for the small role of the orchestra conductor in *College Humor* (Paramount, 1933), Jenks’ movie debut. Because of her close ties to Jenks, Kay Thompson might have had the chance to get her face on screen, too, had it not been for her prior obligation to the stage show *Low and Behold!* By the time Kay left that

revue in June to resume her full-time duties at KHJ, Frank's staff contract with the radio station had expired, though he would still perform with the station on a freelance basis when available. Although the duo of Thompson and Jenks was short-lived, the teamwork made an impact on both of their careers. Under Frank's tutelage, Kay sharpened her comedic skills, and reciprocally, Kay reawakened Frank's enthusiasm for music. Within a year, he dusted off his trombone and formed his own band, Frank Jenks and the Playboys, with hopes of hitting the vaudeville circuit again. By then, however, vaudeville was in decline. Frank eventually forged a successful career as a character actor in Hollywood. In 1944, he and Kay would cross paths again at MGM, when he appeared in *Two Girls and a Sailor*, for which Kay did the vocal arrangements. In 1962, at age 60, Frank died from cancer, but he left an impressive resume of no less than 135 movies and at least as many television programs. Sies, Luther F. *Encyclopedia of American Radio, 1920-1960*. Jefferson, N.C.: McFarland & Company, Inc., 2000. Pg. 118 (listing 5429).

31 *joined California Melodies*: While shooting *College Humor* at Paramount Pictures during April and May of 1933, Bing Crosby occasionally appeared as a guest on *California Melodies*, often performing free of charge, just to keep up his national exposure. It was there that Bing first met Kay, observed her in action and was duly impressed. They may have even sung together, but unfortunately, verification remains elusive since none of the programs appear to have survived. Six months later, however, Kay was invited to appear as a guest on *The Bing Crosby-Woodbury Show* and, soon after, became a regular.

31 *thirty-two-piece orchestra*: According to *Variety*, 10/16/1932, Raymond Paige's thirty-two-piece KHJ orchestra included Felix Mills (sax), Albert Hay (organ), and J. C. Lewis (piano). Staff arrangers included Leigh Harlow. In addition to playing sax, Felix Mills also contributed arrangements.

31 *conducted by Raymond Paige*: Raymond North Paige was born May 18, 1900, in Wausau, Wisconsin, but moved with his family to a small town in Montana, then to Chicago, then San Diego and finally ended up in Los Angeles where he attended college. A prodigy violinist, Raymond formed his first band at church when he was a teenager, then his own high school orchestra. Once he graduated, he played violin with orchestras at various vaudeville theaters around Southern California. It wasn't long before he was waving the baton himself, earning a reputation as one of the most promising conductors in Los Angeles. He made his radio debut on KHJ and started conducting *California Melodies* for the station in 1930. Pat Weaver recalled, "After an outstanding performance we'd call him 'Rimsky,' but when we didn't think he had been up to his own standard we'd call him 'Ray Fio Paige,' in disrespectful reference to the band leader Ted Fio Rito. Paige took it well and gave as good as he got." Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994. Page 24; *Broadcast Weekly*, 4/22-28/1934.

31 *"Paige was already well"*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 24.

32 *Touting its new*: The picture of Kay Thompson that appeared in the March 11, 1933, edition of the *Los Angeles Times* was from a photo session conducted at the Dieckman Studio, 329 De Baliviere Avenue, St. Louis, Missouri, about a mile from the Fink residence at 17 Parkland Place, circa December 1932.

32 *the station would collect*: *Variety*, 3/14/1933.

32 *such unknowns as Eve Arden*: In the obituary for Eve Arden in *The Philadelphia Inquirer*, 11/13/1990, journalist Carrie Rickie postulated that Arden likely “learned her withering deadpan” from Kay Thompson while working together on *Low and Behold!*

32 *then billed as Eunice Quedens*: In his autobiography, Leonard Sillman claims to have gotten Eunice Quedens to change her name to Eve Arden. In Arden’s autobiography, she claims it was Lee Shubert who insisted on it for *Ziegfeld Follies*. Facts: The *Low and Behold!* program from May 1933 lists “Eunice Quedens.” The *Playgoer* program for *Ziegfeld Follies*, 11/27/1933, Forrest Theatre, Philadelphia, lists “Eve Arden.”

32 *nineteen-year-old chauffeur*: Leonard Sillman recalled, “I’d gone to a party one night given by Polly Moran at her beach house in Laguna. Arthur Caesar, the writer, talker and drinker, was there. Whenever Caesar and Polly got together the four-letter words would fly like flak. It was good wholesome obscenity if your ears were not inflammable. I saw a handsome young man sitting in a corner of the room, blushing like a lobster at the tone of the conversation. I sat with him because he seemed to be lonely in the midst of all the laughter; the mere fact that I seemed willing to split a kind word with him filled the boy with such gratitude that he immediately proceeded to tell me the story of his life. His father had been a successful Shakespearean actor, he told me. Then his father had died and all the friends of his father’s heyday seemed to vanish—all but Arthur Caesar, who had taken the boy into his own home and was raising him. But life with Caesar was hectic at best. What he was pining for, almost desperate for, was some sort of real family life. When I asked him if he’d like to come to my house and meet my family, he jumped at the chance. My mother and father took one look and fell madly in love with him... and my father sensed what the boy’s real frustration was. He offered him a job. As my chauffeur. The Los Angeles police had taken my driving license away because of various liberties I had taken with the speed and safety laws and my mother had been press-ganged into the job of driving me around. The young man looked like such a steady solid citizen that my father offered him a proposition that brought tears to the boy’s eyes. He would come and live with us and earn a salary by driving me around. This he did with efficiency and dispatch. When I was about to produce *Low and Behold!*, my chauffeur came to me and cried that the one ambition of his life was to follow in his father’s footsteps, to become an actor. He couldn’t sing, he couldn’t dance, he couldn’t act. But he was nice looking. Besides, he had a nice name and I wouldn’t insist he have to change it.” Sillman’s chauffeur was none other than the startlingly handsome Tyrone Power, Jr., the nineteen-year-old son of the late silent screen star, Tyrone Power, who had died of a heart attack in 1931. A sucker for decorative young males, Sillman promptly granted Tyrone’s wish and added him to the ensemble of *Low and Behold!* Legend has it that Tyrone was so broke, he regularly bummed sandwiches from Lorenz Hart’s kitchen in return for favors of the “don’t ask, don’t tell” kind. Despite his carefully-guarded image as a lady’s man, Tyrone

reportedly played on both teams. When openly-gay writer-director Arthur Laurents was asked if he had ever “slept” with Tyrone, he confessed, “I didn’t *sleep* with him... We didn’t do it standing up. But we certainly didn’t do it asleep. The end. Yes, once we did.” Arce, Hector. *The Secret Life of Tyrone Power*. New York: Bantam, 1980. Pgs. 58-59; Hadleigh, Boze. *In or Out: Gay and Straight Celebrities Talk about Themselves and Each Other*. New York: Barricade Books, 2000. Page 186; *The Coshocton Tribune* (Coshocton, Ohio), 6/30/1959 (from Dorothy Kilgallen’s column, guest written by Leonard Sillman during her vacation).

32 *three days after: Los Angeles Times*, 3/10/2008. Long Beach earthquake, March 10, 1933, 5:54 p.m., estimated 6.3 magnitude, 115 deaths, 1,500 injured.

32 “*There are enough clever*”: *Los Angeles Evening Herald-Express*, 5/18/1933.

32 *choice bits in the show*: In *Low and Behold!*, several members of the cast performed “The Things They Told Us Not to Do in Pasadena,” an irreverent number satirizing the hoity-toity residents of a snobby suburb (a thinly veiled Pasadena), many of whom were season ticket subscribers—a dangerous gambit of biting the hand that fed them. Kay, Tyrone Power, Charles Walters, Lois January, June Shafer and others would sing verses like:

**For they told us not to swear
And of all things to beware
Of anything that might be too risqué
Pasadena is a small place
But we’d have to have a slow pace
And above all things not to get too gay.**

One critic reported that some locals found the number to be “offensive,” but pondered, “If the cap doesn’t fit, why wear it?” Another controversial sketch was called “Sex Must Go,” about the mayor of a quiet suburb (read: Pasadena) searching for ways to abolish sex in his fair city. An eccentric professor provocatively named Dr. Pineus (played by Billy Griffith) develops a potion in a large, phallic test tube (MAYOR: “Don’t point that thing at me!”) that turns sex drive into an uncontrollable urge to exercise. He calls the formula the Pineus Athletic Impulse Culture. It is secretly pumped into the local water supply, with disastrous results: Instead of kissing before the cameras, a romantic acting duo swings golf clubs on a movie set (impersonations of Clark Gable and Jean Harlow); a dowager boxes with her handsome chauffeur; a movie house audience does jumping jacks during love scenes; etc. With the whole town preoccupied by various forms of physical exertion, the mayor and his aldermen beg Dr. Pineus for the antidote. The professor calmly assures everyone not to worry because, “When the effects wear off, sex drive is quadrupled.” A sexy female secretary enters the room and all the men chase her as she runs screaming up the aisle and out of the auditorium. As if that were not bawdy enough, another number had the cast doing a soft-shoe in their skivvies. As one critic put it, “There are those who would take exception to the boys and the girls of the chorus doing a brisk tap in their undies. If you look at their faces instead of their panties you will admit they are gaily immune to any personal sense of shamelessness. Flippancy, perhaps,

is its own protection.” From Tyrone Powers’ personal copy of the script to *Low and Behold!*; *Pasadena Star-News*, 5/29/1933.

33 “a very funny routine”: *Progress* (Clearfield, Pennsylvania), 3/26/1953.

33 *Tyrone breaks his*: Arce, Hector. *The Secret Life of Tyrone Power*. New York: Bantam, 1980, page 62.

33 “rumored to have been protégés of Adolf Hitler”: Two identical charmers, Paal and Leif Rocky, aka the Rocky Twins, had mysteriously amassed a huge fortune in Europe – revenues supposedly derived from featured “specialty act” appearances at the Casino de Paris with Josephine Baker and Mistinguett; in a London revue for Charles B. Cochran; and in a Max Reinhardt production that toured all over the continent. They were known to prance around the stage practically naked, wearing only thongs to conceal their family jewels. At other times, they would dance in drag as Jazz Age beauties, dead ringers for Louise Brooks. The enormity of their bank account, however, did not quite balance with their fringe notoriety. “Norwegian-born, and rumored to have been protégés of Adolf Hitler, they were pursued by international swingers of the day, admired as ‘male courtesans,’” wrote Samuel Marx and Jan Clayton in *Rodgers & Hart: Bewitched, Bothered and Bedeviled*. Apparently, wealthy male benefactors supplemented the boys’ income. These “sugar daddies” included Lorenz Hart who, according to Ira Gershwin’s wife, Lee, gave them matching gold cigarette cases, among other lavish gifts. Described by Marx and Clayton as “two incredibly handsome identical twins,” the Rockys “joined the entourage that accompanied Larry [Lorenz Hart] around the town, to private parties and late-night clubs.” Some of those soirées were thrown by Hart himself. “When Larry gave those parties with butlers, and bartenders, and all the scotch and champagne you could drink, I never remember seeing [Hart’s songwriting partner] Dick Rodgers there,” recalled screenwriter Leonard Spigelgass. “Several women would be there—the fag hags as they are called—the ladies who like to be escorted by the homosexuals. And why not?” And then there were infamous parties thrown by Lew Cody, star of *The Gay Deceiver* (MGM, 1926). Authors Marx and Clayton wrote that Cody’s Malibu beach pad had “a lighthouse tower that served as a beacon to attract transvestites, homosexuals in drag, and lesbians in mannish outfits. Many were world famous.” According to “a former chorus boy” who frequently attended Cody’s affairs with Lorenz Hart, “It was understood that what went on was confidential, and you never saw a hint of anything in Louella Parsons or any other gossip column. That was an unwritten law. Everyone obeyed it! My God, if they didn’t, there would have been scandals that Hollywood would still be buzzing over.” Actor-dancer Bennett Green (quoted in the *Rodgers & Hart* book) recalled, “[The Rocky Twins] were beautiful boys but absolute madmen. They loved to play unfunny jokes, phoning people all hours of the night just to annoy them. They were wild!” Upon arriving in Los Angeles in 1932, the Rocky Twins performed at Club New Yorker in the Christie Hotel at 6724 Hollywood Boulevard (now owned by the Church of Scientology) and the Ship Café anchored at Venice Pier (a replica of Juan Cabrillo’s galleon), two Prohibition-era speakeasies that specialized in androgynous performers during the Pansy Craze of the early 1930s—led by the popular, openly-gay headliner Gene (Jean) Mailin. Hollywood luminaries of all persuasions frequented these nightspots, including Charlie Chaplin, Tallulah Bankhead, Barbara Stanwyck, William Haines, Betty

Grable, Patsy Kelly and Lorenz Hart. Edmund Goulding, the celebrated director of *Grand Hotel* (MGM, 1932), which won the Academy Award for Best Picture, was “a habitu  of the popular Ship Caf  in Venice,” it was noted in Mark A. Vieira’s *Sin in Soft Focus*. Around the time that *Grand Hotel* opened in April 1932, Goulding spotted the Rocky Twins performing at Ship Caf  and immediately hired them as a specialty act in his next picture, *Blondie of the Follies* (MGM, 1932), starring Marion Davies, Robert Montgomery, Billie Dove and Jimmy Durante, shot that summer and released in August 1932. In this “pre-Code” picture, the Rocky Twins kicked up their heels with Davies, all three wearing matching pirate kilts for maximum exposure. Next to the limp-wristed mincing of these pretty boys, Marion seemed positively butch—which was precisely the point. Androgyny was “in” and the Rocky Twins were the darlings of the fad. *Blondie of the Follies* was the Rocky Twins’ motion picture debut in the United States but, according to their bio in the *Low and Behold!* program, “The boys have made several pictures for the Jacques Haick’s Company in France, and the Sascha films in Vienna.” In *Low and Behold!*, there was a number called *The Dollies and their Collies*. Leonard Spigelgass explained it thusly: “The Rocky Twins did a burlesque of the Dolly Sisters, two stately Hungarian beauties who [were famous in Europe for performing] an intricate dance with a pair of Russian wolfhounds. The Rocky Twins imitated them with the same movements, the same elaborate costumes, wide-feathered hats, and tall, thin walking sticks... using a pair of mutts!” According to the program, the Rocky Twins had actually appeared with the real Dolly Sisters at the Casino de Paris and their lampoon of the two ladies dated back several years. (A 1930 photograph of the Rocky Twins impersonating the Dolly Sisters appears in Mel Gordon’s book *Voluptuous Panic: The Erotic World of Weimar Berlin*.) The Rocky Twins also raised eyebrows for their disturbing friendship with Adolf Hitler who had just become Chancellor of Germany on January 30, 1933. After New York nightclub and Broadway engagements in 1934 and 1935, the Rocky Twins split up with Paal settling in Berlin where he co-starred in German movies under the name “Paul Roschberg,” including Hans H. Zerlett’s *Es Leuchten Die Sterne* (Tobis Filmkunst, 1938) released in the United States as *The Stars Shine* (American Tobis Corp., 1938), in which he performed a comedic number called “Hands High or We Shoot!” But no one in America was laughing. It was Paal’s continuing link to Hitler that got the press worked up into a lather. On February 9, 1939, Walter Winchell scooped, “Paul [sic] Rocky (the Rocky Twins, whoopsy dancers) is now a German film idol! And a devoted chum of Adolf! His real handle is Paul Roschberg, a Joosh boy, and Hitler knows it!” And later that year, on October 31, 1939, columnist Louella Parsons followed-up, “After careful checking I was unable to find the Rocky Twins on the RKO lot. Rumor was one twin [Leif] stayed in this country, and the other [Paal], who was a close friend of Hitler, were working at RKO under the name Roshberg [sic]. But if it is true, no one seems to know it.” Had “Paul Roschberg” stayed in Germany, his undeniable status as a Jew and a homosexual would have become a political embarrassment for Hitler so it is presumed that he made a quiet departure before Nazi death camps were established in 1941. After World War II, “Paul Roschberg” reemerged under his original stage name, “Paal Rocky,” to play bit parts in numerous Norwegian films during the 1950s, at least one of which he is credited for co-writing. The post-1930s activities of his brother, Leif, are unknown. Nevertheless, the Rocky Twins kept tongues wagging for decades. In 1973, photographer-designer Cecil Beaton wrote in his diary that he overheard fashion editrix Diana Vreeland trying to convince Andy Warhol’s business manager that a movie should

be made about the Rocky Twins “ending up with a shot of them high-kicking up the stairs of the Élysée Palace in the arms of Hitler.” Marx, Samuel and Jan Clayton. *Rodgers & Hart: Bewitched, Bothered and Bedeviled*. New York: G. P. Putnam’s Sons, 1976, pages 167-168, 170-171, and 239; Beaton, Cecil. *The Unexpurgated Beaton: The Cecil Beaton Diaries As He Wrote Them, 1970-1980*. New York: Carroll & Graf, 2005, page 367; Gordon, Mel. *Voluptuous Panic: The Erotic World of Weimar Berlin*. Venice, California: Feral House, 2006, page 120; Vieira, Mark A. *Sin in Soft Focus*. New York: Harry N. Abrams, 1999, pages 80-83; Damase, Jacques. *Les Folies du Music-Hall: A History of the Music-Hall in Paris*. London: Spring Books, 1970, page 153; from the LOW AND BEHOLD! program, Pasadena Community Playhouse, 5/16/1933; Wikipedia entry “Pansy Craze” (www.wikipedia.org); *Los Angeles Times*, 11/7/1999; *Fresno Bee* (Fresno, California), 10/31/1939; *Daily Times-News* (Burlington, N.C.), 2/9/1939.

33 *spaghetti dinners*: Sillman, Leonard. *Here Lies Leonard Sillman, Straightened Out at Last*. New York: Citadel Press, 1959, page 151; Damase, Jacques. *Les Folies du Music-Hall: A History of the Music-Hall in Paris*. London: Spring Books, 1970, page 153.

33 *With the likes of*: *Pasadena Star-News*, 5/30/1933; *Modesto News-Herald* (Modesto, California), 7/12/1933; *Los Angeles Times*, 11/7/1999; Vieira, Mark A. *Sin in Soft Focus*. New York: Harry N. Abrams, 1999, pages 80–83.

33 “*I had the unions*”: Sillman, Leonard. *Here Lies Leonard Sillman, Straightened Out at Last*. New York: Citadel Press, 1959, pages 158–59.

34 “*If people don’t stop*”: Ibid.

34 “*What the hell*”: Ibid., page 159.

34 *Settling back into*: According to the *Hollywood Citizen-News* listings, *The 76 Gasoline All-Star Revue* featured the following Kay Thompson performances: 10/26/1933, “Fraternity Walk” (written by Ted Fio-Rito); 10/29/1933, “Annie Doesn’t Live Here Anymore” (performed with the Three Rhythm Kings); 11/9/1933 (Kay’s twenty-fourth birthday), “Rhyme It in Rhythm” and “So Am I” (both written by Hal Hopper of the Three Rhythm Kings); and 11/16/1933, “Here Lies Love” (piano concerto performed by Kay Thompson).

34 “*boyfriend*”: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 53.

34 “*That was the first time*”: *Radio Stars*, 11/1936.

34 “*won a prize*”: CBS publicity bio of Kay Thompson, 6/20/1934; *Los Angeles Evening Herald and Express*, 3/20/1935; *Newark N.J. Evening News*, 3/20/1935.

35 “*an unusually good*”: *Los Angeles Times*, 9/1/1933.

35 *After each live show: Los Angeles Times, 8/28/1933.*

35 *on various radio shows:* On Monday August 27, 1933, Kay Thompson and Frank Jenks began hosting another radio show called *NRA Talk* that made a bit of history. In a 1964 article for the *Chicago Tribune*, CBS Television executive producer Lester A. Weinrott explained, “The year was 1933 and I was a young writer-director-producer for radio station KHJ in Los Angeles. KHJ was the keystone of the Don Lee Broadcasting network, which in turn was the Pacific coast outlet for the Columbia Broadcasting System. President Roosevelt had created the NRA [The National Recovery Administration to stabilize the economy following the Depression] and appointed as its head, Brig. Gen. Hugh ‘Iron Pants’ Johnston. The general decided to popularize the NRA thru a network radio program on CBS [called *NRA Talk*]. As low man on the station’s creative totem pole, I was nominated to produce the show. The program manager told me I could have Raymond Paige and his orchestra, Kay Thompson, who was then doing a singing double act with the late Frank Jenks, and various other performers from the station’s talent pool. Then came the shocker. ‘General Johnston wants the following stars to appear: Greta Garbo, Mary Pickford, and Charlie Chaplin. Get them!’ ordered the program manager. I tried. Garbo’s manager, Harry Edington, turned me down cold. Pickford’s manager said ‘maybe’ and I couldn’t even get thru to Chaplin’s manager, Alf Reeves. In desperation, I announced my plight to Don Lee, owner of the radio network.” With Lee’s clout, a number of stars were booked as guests including Bing Crosby, George Burns and Gracie Allen, Al Jolson, Kate Smith, and Will Rogers. That was all fine and well but Weinrott, who was a big fan of Chaplin, would not be satisfied until his idol appeared on the show. He kept bugging his boss until finally Lee said, “We’ll go have a talk with Charlie.” In one of his fleet of Cadillacs, Lee drove Weinrott to Chaplin’s “Breakaway House” on Summit Drive in Beverly Hills where the actor agreed to sit down for a chat. They had high hopes of convincing the silent screen icon to make his radio debut on *NRA Talk*. What Don and Lester did not know was that Chaplin had actually been heard on radio once before, on *The Dodge Brothers Hour*, an NBC-Radio broadcast on March 29, 1928—a credit that Chaplin preferred to forget. “Emerging from the locked studio,” it was reported in *Variety* at the time, “Chaplin remarked he nearly died while doing it, through mike fright, and was much worried as to how he had done.” The trade paper concluded, “Rather see Charlie in make-up, than hear Charles from now on.” Devastated, Chaplin had steadfastly avoided radio ever since. “He turned us down,” lamented Weinrott, “explaining that he had never talked in his character of the little tramp... The world had accepted the little tramp as a pantomimist, Chaplin said, and the world expected him to remain silent. For Chaplin to speak would shatter the illusion... A radio appearance was out of the question. We prepared to leave. Charlie saw us to the door. Then suddenly he said he’d decided that his appearance on the [*NRA Talk*] program was important. He would deliver a speech.” The big day came on Monday, October 23, 1933. During rehearsal, Chaplin “was obviously very nervous and as his hands shook his papers rattled.” Kay Thompson piped up with a friendly suggestion: “I’ve got a trick that always helps me,” she whispered in Charlie’s ear. “Glue the pages of the script to cardboard.” Chaplin’s eyes lit up, he smiled at her warmly, then summoned Lester to implement the clever remedy. “When the manuscript was ready,” Weinrott continued, “I decided that if he were to rest it on a music stand, it would be easier for him. I borrowed [conductor Raymond Paige’s]... Finally it was broadcast time... and a look of panic

came into his eyes. Someone had returned the conductor's music stand to the podium and substituted an ordinary music stand for it. I quickly returned it to Chaplin's place in front of the microphone. He caressed the stand and said: 'Thank you. *This* stand has a familiar and friendly feel.' As I took my place in the director's booth, Chaplin beckoned to me. Entering the studio again, I asked him what was wrong. 'You're going to stand next to me during the broadcast, aren't you?' he asked. I promised to do so and we went on the air." And, from all accounts, Chaplin did just fine. *Chicago Tribune*, 12/6/1964; *Oakland Tribune*, 10/22/1933; *Variety*, 4/4/1928 and 4/11/1928; *Newark Advocate and American Tribune* (Newark, Ohio), 8/26/1933.

35 "Stars of Low": *Los Angeles Evening Herald-Express*, 9/12/1933.

35 *the Brunswick record*: "My Galveston Gal," Brunswick test, November 1933, was released for the first time on the 2003 CD collection *Kay Thompson: The Queen of Swing Vocal & Her Rhythm Singers, 1933 to 1937* (Baldwin Street Music, BJH-313).

35 *Crosby, then the most popular*: From September 30 to October 5, 1933, Bing Crosby appeared on six *Parade of Champions* programs at KHJ, backed by Raymond Paige and his orchestra. Considering Kay Thompson's ubiquitous schedule at the station, mostly with Paige as her maestro, it is quite possible that she popped up on one or more of those broadcasts. As soon as *Parade of Champions* ended, Woodbury Soap offered to sponsor Crosby in another series at KHJ, *The Bing Crosby-Woodbury Show*, on which Thompson would become a regular.

35 *directed by staffers*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 31.

35 "Bing tapped his foot": *Los Angeles Times*, 2/27/1935.

35 "as a result of": *Los Angeles Times*, 12/11/1933.

35 *signed as regulars*: One week after making Kay Thompson and the Three Rhythm Kings regulars on the series, Bing Crosby added another quartet to the line-up: the Mills Brothers, his African-American co-stars from *The Big Broadcast of 1932*, progressively mixing races in an era that was still uneasy about such things.

35 *a thirteen-week commitment*: The radio industry traditionally divided a year into four "seasons" of thirteen weeks each. A "year" would not always be based on the calendar, but rather on the start date of a particular program.

36 *While Crosby was raking*: For *The Bing Crosby-Woodbury Show*, Crosby would be paid \$1,750 per show for thirteen weeks, out of a total weekly production budget of \$5,810. *Time*, 1/1/1934, reported that Crosby earned \$275,000 for singing in 1933.

36 *first was Lennie Hayton*: Born in Manhattan in 1908, George Leonard "Lennie" Hayton had been a pianist since the age of six and at 20 became the prolific arranger for

bandleader Paul Whiteman, creating one hundred fifty-eight new arrangements within the first year. At that time, Whiteman's outfit included the Rhythm Boys, the singing trio whose members were Bing Crosby, Al Rinker and Harry Barris. In 1930, Whiteman played the lead in the Universal movie, *The King of Jazz*, which featured the Rhythm Boys, giving Bing Crosby his first screen appearance. After a long gig at the Coconut Grove, Bing left the Rhythm Boys to pursue a solo career, both on radio and in the movies. *Fifteen Minutes with Bing Crosby* (9/2/1931–7/20/1932) was Bing's first radio show as a solo artist, heard several nights a week on CBS from New York, sometimes sponsored by Cremo Cigars. As one-half of the piano duo, Hayton & Schutt, Lennie Hayton created all the arrangements Crosby sang. Then, Lennie went with Bing to the West Coast for the Paramount musical, *The Big Broadcast of 1932*, in which Bing was now the leading man, supported by the popular trio, The Boswell Sisters, and the African-American quartet, The Mills Brothers. From original compositions by Harold Arlen, Lennie's arrangements on that film went uncredited. Next, Lennie formed his own sixteen-piece orchestra, which Bing used for his New York-based CBS radio program, *The Music That Satisfies* (1/4/1933–4/15/1933) sponsored by the Liggett & Myers Tobacco Company, makers of Chesterfield Cigarettes. Lennie's handpicked sidemen included such soon-to-be-stars as Tommy Dorsey on sax, his bother Jimmy Dorsey on trumpet, Manny Klein on trumpet, Phil Wall on piano, and Eddie Lang on guitar. Boosted by Bing's new movie star status, the program soared. "I owe a lot of my success to Lennie," Bing told *Radio Stars* that same year. "He made a new Crosby of me." With Bing's Hollywood career exploding, it became increasingly difficult to maintain a bicoastal schedule, so Bing proposed that Liggett & Myers relocate the Chesterfield program to Los Angeles. He also demanded a whopping raise. The sponsor refused on both counts, so Bing took a hike. Lennie and his band stayed behind in New York, but that would prove to be only temporary. In August 1933, Bing insisted on bringing Lennie to Los Angeles to serve as the credited musical supervisor on the Crosby-Marion Davies movie *Going Hollywood* (MGM, 1933). Subsequently, Crosby was hired by Woodbury Soap to host a new broadcast series, *The Bing Crosby-Woodbury Show*, beginning October 16, 1933, supported by Lennie Hayton and his orchestra. *Radio Stars*, 11/1933 and 12/1933; *Hollywood Citizen-News*, 1/2/1933; *Time*, 1/1/1934; *Tower Radio*, 4/1934.

36 *Lennie's replacement*: Bandleaders following Lennie Hayton on *The Bing Crosby-Woodbury Soap Show* who worked with Kay Thompson were Gus Arnheim (began 1/15/1934) and Carroll Lofner of the Beverly Wilshire Orchestra (began 3/5/1934).

36 *The behind-the-scenes drama*: Before *The Bing Crosby-Woodbury Show* had even begun, Bing Crosby was making waves with his employers. There was a contretemps over what song would be the theme for the opening of the show: Woodbury Soap's standard *Loveliness* or Crosby's usual *In the Blue of the Night*. Lennon & Mitchell, the ad agency representing Woodbury, sent one of its top producers, Dale Winbrow, to reign in Crosby's ego and remind him who was funding the show, but Crosby refused to work unless his song prevailed. Crosby also insisted that Winbrow be barred from the studio. In a fatal show of weakness, Woodbury backed down and Winbrow returned to New York with his tail between his legs. By December, Bing had muscled Woodbury into handing over complete control of the series, as well as the entire \$6000 weekly budget, a move that did not sit well with industry powerbrokers. If Crosby were allowed to get

away with wholesale extortion, what would stop other stars from following suit? Bing's behavior was so out of line that William Paley, chairman of CBS, intervened by sending in one of his big guns. In its December 12, 1933, issue, *Variety* reported: "Burt McMurtrie, of CBS, left for Hollywood late last week to remain as long as the Woodbury broadcasts emanate from there. The network feels its presentation needs personal handling locally." A native of Spokane, Washington, McMurtrie first met Crosby when he produced *The Paul Whiteman-Old Gold Hour* (CBS-Radio, 1929-1930). For Crosby's *Woodbury* broadcasts, Burt was assigned as producer, writer, and lion tamer, but he was no match for Bing. Giddins, Gary. *Bing Crosby: A Pocketful of Dreams, The Early Years: 1903-1940*. New York: Little, Brown and Company, 2001, page 342; *Variety*, 10/31/1933 and 12/12/1933.

36 to the weekly tune: *Hammond Times* (Hammond, Louisiana), 2/21/1934.

36 *Spier was the golden boy*: William "Bill" Hannam Spier was born in New York City on October 16, 1906 (a conflicting report lists his birthdate as December 5, 1906). His Jewish father, Louis Spier, owned a coal contracting firm, while his Presbyterian mother, Florence Hannam Spier, was a stay-at-home mom. Bill was the baby of the family, with two older brothers, Carleton and Harry. Carleton Spier became a top executive at the BBDO advertising agency. Harry Spier became a professional pianist; he lived in the Carnegie Apartments next to Carnegie Hall. Harry played for a singer named Reinald Werrenrath who starred in the radio concert series *The Old Company Program* (NBC, 1928-29), with conductor William Wirges, sponsored by Old Company Coal. (It is unclear if Old Company Coal was Louis Spier's "coal contracting firm.") When interviewed for this book, Bill's first cousins, Anna Spier Lichtenstein and Richard Spier, still had fond childhood memories of Bill. "They had a house off Grand Avenue and Kingsbridge Road in the Bronx," Anna recalled, "a street off the main street, where they had nice private houses. The Warners were there down the street, the movie people. My father was Bill's Uncle Isaac, or Uncle Ike. My father would take us from one family to the other on the weekends, and we'd visit my Uncle Lou, who was Bill's father. We used to go there on Sundays." Richard Spier added, "Bill's brothers, Carleton and Harry, were already grown and no longer living at home. Bill was a teenager, about 10 years older than I was and he would entertain my sister and I." Anna explained, "There was a game room upstairs and Bill would take my brother, Richard, and I up there and play tricks on us—card tricks, magic tricks." Indeed, the art of illusion was no passing fancy. Bill's sleight of hand became a lifetime hobby he later shared with buddies like Orson Welles and conductor Richard Himber as fellow members of the Society of American Magicians (SAM), founded in 1902 at Martinka's famous magic shop in New York City. Still active over a century later, the organization's membership has included such famous masters as Harry Houdini, Harry Blackstone, Jr., Siegfried & Roy, and David Copperfield. Bill Spier might very well have pursued a career as an illusionist were it not for his other great passion: music. Bill would naturally have been attracted to Kay Thompson's world because he was a consummate pianist and shared her fondness for music of all types. An authority on classical and opera, Bill started his career as a writer for *Musical America* magazine at the ripe old age of 17. For the magazine, he wrote articles and a regular column called "Gotham's Important Music." His bylines appeared mainly from October 1927 through February 1929. Then, Spier got sucked into radio. In a 1970 interview, Bill

recalled that in the spring of 1929, his oldest brother, Carleton, “was a copy chief at Batten, Barton, Durstine, and Osborn, the great advertising agency in New York. And the agency—BBDO to shorten it—had inveigled the Metropolitan Opera Company into signing up an exclusive contract with the agency to use its artists. Roy Durstine, the vice president of the agency, was having lunch with my brother and said that he had now done this great thing but now he was suddenly confronted by the problem of making programs that would fit into an hour and nobody knew enough about the opera lingo—how long was *Una Furtiva Lagrima* from *Elisir d’Amore*, or was that a fast or a slow one from *Rigoletto*. He needed someone to arrange programs with his conductors and with the singers and the artists, and my brother said, ‘Well, my kid brother... [is] a music critic at *Musical America* magazine...he knows everything about music and he might be your man. Anyway, I had lunch and got lured into radio, never to quit.’ Bill’s extremely successful navigation of *The Atwater Kent Hour* firmly established his indispensable place within the Radio Bureau of the advertising agency. Bond Bread Bakers, another BBDO client, agreed to underwrite a special radio presentation of music from around the world, but in those days, remote broadcasts from different points on the globe was not yet possible. So, the agency would have to send someone to various foreign destinations to record local orchestras. “The representative of the Radio Bureau [at BBDO] who was selected to go originally was Bill Spier,” wrote his boss, Roy S. Durstine, in a general office memo dated August 13, 1929. “Late last week we were all overjoyed and amazed to hear that Mary Scanlan [a secretary at BBDO] and Bill were just on the point of announcing their engagement. The wedding is going to occur before Bill sails in the near future so Mr. and Mrs. William Spier will be our representatives in Europe.” They weren’t kidding, either; within a week, they were hitched. On August 21, 1929, the newlyweds sailed the Atlantic on this ambitious two-month business trip, which also served as their honeymoon, and they did not travel lightly. With them were forty-four trunks containing “portable” sound recording equipment, plus two technicians to operate and maintain the apparatus. Ninety recordings were staged with leading orchestras in nine countries, concluding in the U.S. for a finale with John Philip Sousa’s band, recorded on November 6, the conductor’s seventy-fifth birthday. This unprecedented expedition was breathlessly chronicled in *The New York Times*, whetting appetites well in advance of hearing the results. Edited into a two-hour special, *Bond Bakers’ Music from Europe* was broadcast on Thanksgiving Day 1929 and was instantly proclaimed as perhaps the greatest radio event ever to hit the airwaves. From then on, Bill Spier was the golden boy of the agency. He helped launch one of the most popular of all radio series, *The March of Time* (1931-1939) for *Time* magazine, another client of BBDO. “Bill was a very nice guy, very creative,” recalled publicist Gary Stevens, who at the age of 15 was a voice (or “mumbler” in radio slang) on *The March of Time*. Gary described Bill as “a Melvyn Douglas type.” Other “mumblers” Bill hired for *The March of Time* included Orson Welles (who made his radio debut under Spier’s direction), Joseph Cotten, Agnes Moorehead, and others who later formed the Mercury Players. Bill formulated programming for a multitude of other BBDO clients, including *The General Motors Family Hour* for General Motors (as well as its short-lived 1934 spinoff, *Pontiac Surprise Party* starring Kay Thompson and the Three Rhythm Kings); and, in 1939, *Tune-Up Time* for Ethyl Gasoline, starring Kay Thompson and Her Rhythm Singers. He also created *The Columbia Workshop*, an anthology series for which he occasionally directed programs. In 1940, he left BBDO to join CBS as head of development where he created pilots for

Forecast, spawning such series as *Kay Thompson and Company*, *Duffy's Tavern*, and *Suspense*. For *Suspense*, he ended up taking the reigns as both director and producer of the anthology series, populating the show with major name guest stars each week. It became an enormous success. In 1946, Spier launched another smash radio series, *The Adventures of Sam Spade*, starring Howard Duff, which Spier also directed, produced, and developed the scripts with a battalion of writers. With two hit series going at the same time, Spier was considered the top director-producer in radio. Soon, he added even more radio series to his slate: *The Clock* (1948); *The Philip Morris Playhouse* (1948-1949); and *The James & Pamela Mason Show* (1949). In the 1950's, he became involved in the burgeoning television business, creating such CBS-TV shows as *Omnibus* (for which he hired a young Stanley Kubrick as assistant director); *Medallion Theatre*, and *Willy* (a Desilu Production starring his third wife June Havoc). Spier wrote episodes of *Dragnet* (NBC-TV), *Peter Gunn* (NBC-TV), *The Thin Man* (NBC-TV), *Steve Canyon* (NBC-TV), *The Lineup* (CBS-TV), *The Clock* (ABC-TV), *Bourbon Street Beat* (ABC-TV), *Dante* (NBC-TV), and *The Twentieth Century-Fox Hour: Deception* (CBS-TV). Most memorably, Spier wrote two two-part specials for *The Untouchables* (ABC-TV) entitled "The Unhired Assassin" and "The Big Train." The latter pitted Eliot Ness against Al Capone and was so popular, it was assembled into a feature-length film and released theatrically in the United States and abroad as *The Alcatraz Express* (1961). For theatrical movies, Spier directed *Lady Possessed* (Republic, 1952) starring James Mason and Spier's then-wife, June Havoc (featuring the song "More Wonderful Than These" co-written by Spier and ex-wife Kay Thompson); and he scripted *The Devil's Widow* (aka *Tam Lin*) (American International, 1972) starring Ava Gardner and directed by Roddy McDowall. He was married to Mary Scanlan (1929-1939); Kay Thompson (1942-1947); and June Havoc (1948-1973, his death). With his first wife, Spier fathered three children: Peter William Spier (born November 1931, died in 1963 of a heart attack); Greta (born December 20, 1933; Kiernan is her married name; she has 6 children); and Margaret (born September 6, 1939; Angeli is her married name, she has 6 children). Bill Spier died of a heart attack on May 30, 1973, at age 66. Sources: *New York Times*, 11/24/1929; the William Spier / June Havoc radio interview by hosts Dick Bertel and Ed Corcoran, broadcast 11/25/70, on WTIC Radio, Hartford, Connecticut; the Roy S. Durstine memorandum came from the collection of Greta Spier Kiernan, the daughter of William Spier and Mary Scanlan Spier.

37 and Pinto Colvig as: *Radio Guide*, 3/3/1934.

37 "a brilliant novelty": Ibid.

37 On subsequent installments: Ibid.

37 Expensive Hollywood guest: *Hammond Times* (Hammond, Louisiana), 2/21/1934; *Los Angeles Evening Herald-Express*, 2/17/34; *Variety*, 3/20/1934.

37 "to free up time": *Los Angeles Times*, 3/22/1934; *Radio Guide*, 3/24/1934.

37 "Everything is rosy": *Los Angeles Times*, 3/24/1934.

37 “*I expected to love*”: *Radio Stars*, 11/1936.

38 *Kay received a telegram*: In June 1934, bandleader Tom Coakley’s regular female vocalist, Virginia Haig, came down with tonsillitis and was forced to take a leave-of-absence in order to have a tonsillectomy. Tom needed a temporary replacement so he sent Kay Thompson a telegram, begging her to come perform for two weeks with his orchestra which was by then anchored for several months in San Francisco in the Rose Room at The Palace Hotel. Virginia Haig recalled, “I had to take time off and have my tonsils removed and when I came back to the Palace Hotel, Kay was occupying my room. In fact, Kay’s sister Blanche was visiting and I remember they were *both* in my room. She was very nice but didn’t look anything like Kay. I went in and Kay was lying in bed. I said, ‘Oh, Kay, I bought a new gown in Oakland at I. Magnin.’ My mother lived in Oakland so that’s why I was there. Kay said, ‘Oh, did you really? What’s it like?’ And I told her and she said, ‘Oh my God! I bought one just like it and I wore it last night!’ I could have killed her. She was tall and slender and I’m short. She said, ‘Don’t worry about it, honey. It was Monday night and not many people were here.’”

38 *Rose Room at the Palace*: Majestically dominating a two-and-a-half-acre city block at the southwest corner of Market and New Montgomery Streets, the Palace Hotel first opened in 1875 but was seriously damaged in the devastating 1906 San Francisco earthquake. It was gutted and re-built from the ground up, reopening in 1909. Still thriving today, the Palace is a beloved San Francisco landmark with nearly six hundred guest rooms. Favored as the hotel-of-choice by visiting American Presidents and world leaders, the hotel has the unfortunate distinction of being known as the place where President Warren G. Harding died while in office on August 2, 1923. Sarah Bernhardt and Oscar Wilde were among the establishment’s many celebrated guests. In 1909, Maxfield Parrish was commissioned by the hotel to paint “The Pied Piper of Hamelin” mural which became the centerpiece of the Pied Piper Bar—declared by *Esquire Magazine* to be among “The World’s Seven Greatest Bars.” During Prohibition, the enormous work of art was relocated to the Rose Room, an elegant space for dancing, with old-ivory toned woodwork, rose-colored velvet and silk hangings under an iridescent stained-glass ceiling. The Rose Room was situated adjacent to the spectacular Garden Court lounge, also noted for its massive glass atrium. Valued at several million dollars, the Parrish masterpiece was still hanging in the Rose Room when Kay Thompson sang there with Tom Coakley’s orchestra in 1934. “Over our bandstand was the Parrish mural called ‘The Pied Piper,’” confirmed Virginia Haig. “I have a picture of us on the bandstand underneath it. I was thrilled about that.” Soon afterwards, however, the mural was moved back to the Pied Piper Bar, where it still hangs today.

38 *Tom and his guys*: The personnel in Tom Coakley’s orchestra during his gig at the Palace Hotel in 1934 included Dudley Nix (vocals); Frank Barton (trumpet, vocals); Virginia Haig (vocals); Carl Ravazza (clarinet, saxophone, violin, vocals); Armand Camgros (clarinet, saxophone, violin); George Kinney, Stan Brent, and Jack Vance (clarinet, saxophone); Joe Coates, Bill Moreing, and Frank Hauser (violin); Bud Bardo (trombone); Bud Gregg (piano); Ham Richards (guitar); Carl Schwedhelm (bass); and Jimmy Emerson (drums). Source: Bob Arnold’s liner notes for the 2001 CD *An Evening with Tom Coakley and His Orchestra (1933–1935)*, Vintage Music Productions (VMP-

0031). Though not listed, it appears that blind pianist-arranger Glenn Hurlburt may have also been among the musicians.

38 “*Kay Thompson was booked*”: *Los Angeles Herald-Express*, 6/16/1934.

38 “*Kay Thompson will be heard*”: *San Francisco Call-Bulletin*, 6/19/1934.

38 “*on the Merrymakers broadcast*”: Although Kay Thompson’s national exposure on the *Crosby* and *Pontiac* programs fell by the wayside, KHJ kept her busy on such regionally sponsored series as *The Merrymakers Hour* (then sponsored by S&W Fine Foods), Union Oil’s *Rhythm Revue* with Arthur Jarrett & His Orchestra (for which Pat Weaver was the writer, producer, and master-of-ceremonies), plus her own sustained program, *The Kay Thompson Show*. On these programs, Thompson performed such songs as “Missouri Misery” (E. Y. “Yip” Harburg-Dana Suesse), “The Three Little Pigs Are Pork Chops Now” (Benny Davis-James Hanley), and her critically acclaimed “piano fantasy rendition” of the 1929 song “Liza (All the Clouds’ll Roll Away)” (George Gershwin-Ira Gershwin-Gus Kahn). In 1944 at MGM, Kay further honed her special arrangement of “Liza (All the Cloud’ll Roll Away)” for *Ziegfeld Follies*, though it was ultimately discarded. This special arrangement, featuring “additional music and lyrics by Kay Thompson,” was registered for copyright with the Library of Congress Copyright Office on April 3, 1944; filed under the author name of “Kay Thompson, pseudonym of Catherine F. Spier.” (Source: 1944 Catalog of Copyright Entries, by Library of Congress Copyright Office, Washington, D.C., 1944, page 595, item #370013.) [In 1946, Judy Garland and Vincente Minnelli named their baby daughter, Liza Minnelli, after “Liza (All the Clouds’ll Roll Away)”—and designated Kay Thompson as her godmother. In 2008, Thompson’s special arrangement of “Liza (All the Clouds’ll Roll Away)” was performed by Jim Caruso, Cortés Alexander, Tiger Martina, and Johnny Rodgers, accompanied by Billy Stritch and orchestra, during the tribute to Thompson in Liza Minnelli’s Tony Award-winning Broadway show *Liza’s at the Palace*—immortalized for posterity on the cast recording, television special, and DVD.] In the spring of 1934, Thompson was also re-assigned to *California Melodies*, now produced by Pat Weaver, and this time with her Three Rhythm Kings tossed in for harmonic measure. The plus-size singer Kate Smith, who later adopted *God Bless America* as her theme song, was the May 20 guest star on *California Melodies*. Kate took an immediate liking to Kay and years later would frequently feature Kay Thompson and the Williams Brothers on her own television shows. Kay also made occasional guest appearances on *The Shell Show*, a variety program sponsored by Shell Gasoline, performed in front of a live audience at the KHJ Radio Playhouse in Los Angeles. Rush Hughes was the emcee and the regular line-up included Edith Evans and the comedy team Yahbut & Cheerily (comedy writers Jennison Parker and Bill Wright). Although Boris Karloff, Bela Lugosi, Joan Bennett, Billie Burke and Edward Everett Horton were on the guest list, the most significant acquaintance Kay made while doing *The Shell Show* was the conductor for this series, Georgie Stoll, who would later become an Oscar-winning music director at MGM where he and Kay would collaborate on numerous musicals. Born in Minneapolis, Minnesota, on May 7, 1905, Georgie Stoll shared a similar background with Raymond Paige, beginning his career as a violinist before becoming a maestro. His proper name was George E. Stoll, but even as far back as 1934, everyone just called him “Georgie.”

Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 33; *Oakland Tribune* (Oakland, California), 3/31/1934; *San Francisco Call-Bulletin*, 6/19/1934.

38 on *KFRC*, *Don Lee's San Francisco*: KFRC, which stood for “Known For Radio Clearness,” was headquartered in the plush Don Lee Cadillac Building at 1000 Van Ness Avenue (at O’Farrell Street), San Francisco, a seven-story structure built in 1921 which is today a registered landmark. The impressive lobby began as a showroom for Cadillac automobiles. “Rising like a monumental platform in a noble's country estate is the lobby's most impressive feature: a double staircase of carved and molded wood, looking so important you think it ought to lead to the main events,” wrote Gerald D. Adams in *The San Francisco Examiner*, “[but] the stairway led to offices. Supporting the stairway are the four Bernini-esque spiral columns—a design called Solomonic fluting, according to project preservationist architect Jay Turnbull, who says the name derives from architecture of the biblical days of King Solomon. The stairway's ornamentation includes colorful, hand-set tile work, which also decorates a fountain that is almost altar-like in its setting. One of the most eye-catching features is the lobby ceiling, a lavish series of golden coffers adorned with rosettes, stars and cruciforms... Turnbull cites his belief that the building's original owner took his cue from motion picture theater designers of that era. ‘Don Lee,’ he says, ‘wanted an aura of romance, similar to that of going to the movies.’” If going to the movies was what Lee had in mind, then he would be happy to know that today, his magnificent lobby serves as the entrance for the AMC Van Ness 14 multiplex cinemas. *San Francisco Examiner*, 7/27/1998.

38 and overseen by Pat: Pat Weaver recalled, “*The Blue Monday Jamboree* was a two-hour theatrical presentation that took place before great crowds of radio fans in our largest auditorium studio every Monday night after the news. It was a music-comedy variety show with a full orchestra, several featured singers, and a dozen comedy skits. It was thus similar to our *Merrymakers* show in Los Angeles... [and was] the station's [KFRC, San Francisco] biggest hit.” Conductor Meredith Willson recalled, “You could shoot a gun in any street in California on that night and never hit anybody on account of they were all at home listening to *The Blue Monday Jamboree*. I can't think of anything that's ever been done on the radio that we didn't do first on that program.” Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 38; Willson, Meredith. *And There I Stood with My Piccolo*. New York: Doubleday, 1948, pages 135–36; *Oakland Tribune*, 6/18/1934.

38 “*I was terrible*”: *Radio Guide*, 11/7/1936.

38 “*You can imagine*”: Ibid.

38 “*It was do or die*”: Ibid.

38 “*I cannot sing*”: *Radio Stars*, 10/1935.

38 *it got plenty of ink*: Press stories around that time noted that Thompson “likes to travel by plane” and “writes songs in her spare time but never submits them to publishers.” Her “favorite actors” were Paul Muni, Katharine Cornell and Helen Hayes; her “favorite hobbies” were “books and dogs;” and her “most valuable possession” was “her Scotch terrier puppy,” Mr. Chips. *Radio Stars*, 10/1935.

39 *broadcast daily by NBC*: The daily coast-to-coast exposure that Tom Coakley’s band was getting on NBC stations would not have been economically viable prior to the summer of 1934. In July of that year, due to mounting pressure from the networks, AT&T finally reduced its \$800 west-to-east routing surcharge down to \$200 for national broadcasts originating from Los Angeles and down to only \$175 for those coming out of San Francisco. An immediate beneficiary of the new pricing policy was *The Tom Coakley Show*, broadcast six nights a week. Instead of a prohibitive \$4,800 weekly line fee, going coast-to-coast would now only cost NBC \$1,050 per week, an expense the network was willing to absorb. The Coakley programs were a direct line feed from the Rose Room in the Palace Hotel, though some sources claim that occasional programs were transcriptions recorded in a studio, pretending to be “live” from the hotel ballroom. [Conflicting sources claim that Coakley’s transcriptions were recorded at MacGregor & Sollie and/or at Transco Studios (Transcription Company of America), both located in San Francisco.] Vocalist Virginia Haig insists this information is inaccurate: “No, I don’t remember that at all. It was all live at the Palace in the Rose Room.” Recordings of several shows have survived, including Kay Thompson’s renditions of “I Can’t Give You Anything But Love,” “The Man I Love,” “Here Come the British,” “Call It a Day,” and “Strike Me Pink.” For Kay’s rendition of “I Can’t Give You Anything But Love,” the announcer said: “Recently revised and with distinct success by virtue of a setting in contemporary style with Miss Kay Thompson and the trio, ‘I Can’t Give You Anything But Love.’” This song was early evidence of a typical Thompson vocal harmony arrangement, highlighted by her rousing, confident scat. Aside from vocalizing with his band, Kay’s keyboarding got noticed, too. Most enthralling was “Call It a Day,” an instrumental concerto showcasing Kay’s virtuoso piano arrangement—a rare recording that spotlights Kay’s skills as both a classical and jazz pianist. “Strike Me Pink” (Lew Brown-Ray Henderson), the title song of the 1933 Broadway show starring Jimmy Durante and Lupe Valez, was introduced on the September 16 broadcast as follows: “Listeners and patrons of the Palace Hotel alike have applauded the Coakley music and among the important contributions Tom has made to the air is the engagement of Miss Kay Thompson as a featured artist of these programs. Miss Thompson opens the program today singing ‘Strike me Pink.’” During Kay’s charming rendition of the song, she playfully adapts the lyrics and sings, “There’s no doubt, you’re gonna bring out the Coakley in me.” *Variety*, 7/10/1934, 8/7/1934, 8/28/1934 and 9/4/1934; *Los Angeles Evening Herald-Express*, 4/15/1935. “Strike Me Pink” and “I Can’t Give You Anything But Love” are commercially available on the 2003 CD compilation, *Kay Thompson: The Queen of Swing Vocal & Her Rhythm Singers, 1933 to 1937* (Baldwin Street Music BJH-313).

39 *the initials of owner*: *West, Los Angeles Times Magazine*, 11/12/2006.

39 *archrival*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 22.

39 *using a pseudonym*: *San Francisco Chronicle*, 6/23/1934.

39 “*Kay Thompson is singing*”: *San Francisco Call-Bulletin*, 6/22/1934.

39 “*Judy Rich*”: No one knows for sure how Kay Thompson came up with the pseudonym “Judy Rich” in June 1934, but there was a very likely source for the first name. Just three months earlier, the Victor label had released a new record that was currently one of the most popular songs in America: “Judy” (Sammy Lerner-Hoagy Carmichael), recorded by Hoagy Carmichael for the Victor label on March 9, 1934 (Victor 24627). Coincidentally, we do know for a fact that one year later, thirteen-year-old Frances Gumm borrowed the song title when she adopted her stage name “Judy Garland.” *San Francisco Chronicle*, 6/23/1934.

39 *not only fired her*: In a 1948 interview in the *New York Daily News*, Kay Thompson claimed that, in 1934, she had been personally fired by Don Lee because she “couldn’t sing loud enough.” Kay could be accused of many things, but lack of volume was not one of them. In fact, Kay earned a life-long reputation of being a belter, of the Ethel Merman School of Subtlety. File Kay’s fabricated explanation under “rubbish.” The truth was she was fired because she was caught singing under a pseudonym on a rival station (KECA, NBC’s San Francisco affiliate) while under exclusive contract to the Don Lee Network (CBS’s West Coast affiliate). Just two months after firing Thompson, Don Lee died on August 30, 1934. No doubt distraught over several August news leaks that CBS was secretly scheming to shift its affiliation from Lee’s chain to rival West Coast stations, the radio mogul was stricken by “acute indigestion” while dining in Los Angeles at the Ambassador Hotel with his son, Thomas, and his third wife, Geraldine, whom he had just wed in June 1934. He was only 53-years-old. As if this were not enough to cripple the business, inheritance claims from two former wives and various lovers haunted the Don Lee Network for years. *San Francisco Call-Bulletin*, 6/22/1934; *San Francisco Chronicle*, 6/23/1934; *Variety*, 9/4/1934; *New York Daily News*, 4/5/1948; Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 22.

39 *canned the Three Rhythm Kings*: *Los Angeles Times*, 7/16/1934.

39 “*There is no thrill*”: *Tower Radio*, 3/1935; *Radio Guide*, 11/7/1936.

39 *notices were good*: In addition to positive reviews, Thompson got plenty of anecdotal ink in gossip columns. On August 19, 1934, the *San Francisco Chronicle* reported: “Kay Thompson was scheduled to sing the first number on a transcontinental program the other afternoon with Tom Coakley’s band at the Palace Hotel. But, five minutes before the broadcast, there was no sign of Kay. A hurried phone call was made to her hotel room, and just as the band was playing the theme song, Kay came rushing into the Rose Room. Her hair was in disarray, one sock was on and the other was off, and she was still

fastening up part of her scanty attire. It seems her watch had stopped and the telephone call had caught her singing in the bath tub—all unaware that she was about due on the air.” *San Francisco Chronicle*, 8/19/1934.

39 “*When she sings*”: *Los Angeles Times*, 8/12/1934.

40 “*In love?*”: *Radio Stars*, 11/1936.

40 *Victor Records invited*: Prior to 1934, Tom Coakley and his band had recorded for the Brunswick label without much success. But now that his outfit was heard daily on NBC radio stations across the country, it was perfect synergy for him to record for Victor Records since both NBC and Victor were owned by the same parent company, RCA. And the cross-pollination worked. “Tom Coakley comes in for his share of praise today from E. Wallerstein and Miss Eva Black, officials of Victor Recording Company now visiting here,” it was reported on August 16, 1934, in *The San Francisco Call-Bulletin*. “Wallerstein and Miss Black point out that the weekly sales report on Victor recordings has carried the name of Tom Coakley in second or third place for several months. Coakley’s recording of ‘I’ll String Along With You’ is selling second to Duke Ellington’s ‘Cocktails for Two.’” Wallerstein and Black’s mission in San Francisco was to produce more Coakley recordings for Victor’s pipeline. Naturally, they attended his live performances at the Palace Hotel where they became exposed to the chirping of Kay Thompson and were duly impressed. As a result, Kay was invited to be the featured vocalist on some of Coakley’s sessions for Victor but there was an obstacle. Special “loan-out” permission for Kay’s participation had to be granted from the Brunswick label, which still held exclusivity over Kay’s recording career, even though it was doing nothing with her. Luckily, Brunswick played ball but would only allow Kay to do one side. Recorded on September 25, 1934, “Take a Number from One to Ten” (Mack Gordon-Harry Revel) became Thompson’s first commercially-released record. The credits on the disk read “Tom Coakley and his Palace Hotel Orchestra, Vocal Refrain by Kay Thompson (Victor 24744-A).” The location of the session has not been verified. Coakley had previously recorded disks for the Brunswick label in the San Francisco studio of transcription producers MacGregor & Sollie at 865 Mission Street (between Fourth and Fifth Streets). For at least some of his recordings for the Victor label, however, Coakley would take his band by bus to record sides at Victor’s Los Angeles studio. “Take a Number from One to Ten” was released the following month and an October 23 review in *Variety* called it “a brace of brisk foxtrotology... Coakley, new to Victor, is a brisk dance dispenser and he delivers.” Kay’s performance was a cover version of Lydia Roberti’s original vocal in the movie *College Rhythm* (Paramount, 1934) starring Joe Penner, Jack Oakie and Lanny Ross, a follow-up to *College Humor* (Paramount, 1933) starring Jack Oakie and Bing Crosby. Coincidentally, Kay’s former vaudeville partner, Frank Jenks, appeared in *both* movies as “the bandleader.” Kay’s voice was not heard on the flip side of the 78 rpm disk. It featured another song from the same movie, “Let’s Give Three Cheers for Love” (Mack Gordon-Harry Revel), performed by “Tom Coakley and his Palace Hotel Orchestra, Vocal Refrain by Frank Barton (Victor 24744-B).” “I remember having so much fun with Frank Barton,” Virginia Haig recalled. “Frank and I loved each other dearly—not a romantic thing, just brother-sister-like love. We had the same sense of humor. One time we were on a bus going to

Los Angeles to record a record. When everyone was sleeping, Frank and I would go up and down the aisle selling, ‘Peanuts?! Root beer?!’ Waking them all up, they hated us! (laughs) Not very funny, huh? Well, it was funny at the time. We got a big kick out of it.” Sales figures for “Take a Number from One to Ten” are not known but one of Coakley’s Victor recordings from the following year, “East of the Sun (and West of the Moon)” (Brooks Bowman), landed at No. 1 on the *Billboard* chart for two weeks in 1935, spurring interest in his entire back catalog of disks. *The San Francisco Call-Bulletin*, 8/16/1934; *Variety*, 10/23/1934.

40 “a brace of brisk”: *Variety*, 10/23/1934.

40 radio star Jane Froman: *Variety*, 6/26/1934.

40 her manager, Danny Winkler: Manager Danny Winkler is perhaps best remembered today for his association with the notorious Johnny Roselli, Al Capone’s “man in Hollywood.” When Roselli served time in prison in the 1940s, Winkler wrote him regularly to keep him up on the latest industry gossip. But long before all that, in 1925, Danny had started out his career in the music publishing business as vice president and general manager of DeSylva, Brown & Henderson, “the most successful songwriting-publishing trio from the mid 1920’s until 1930,” founded by songwriters Buddy DeSylva, Lew Brown, and Ray Henderson. Danny was a “song plugger,” peddling song compositions to be performed on radio which fueled sales for sheet music and phonograph records. Forging strong personal friendships with Fred Waring, Rudy Vallee and many other key bandleaders and entertainers had made Winkler top in his field. Danny was related to Bob Winkler, of the King & Winkler Booking Agency, a vaudeville circuit specialist who, coincidentally, had just signed The Gumm Sisters on July 5, 1933, an act that included 11-year-old Frances Gumm, later known as Judy Garland (The degrees of separation between Kay and Judy would narrow as time went on). Danny realized that if he could shepherd songs straight to the top, why not talent, too? He had all the right connections at his fingertips. So in 1932, Danny resigned his position at DeSylva, Brown & Henderson to join the Music Corporation of America (MCA) as an agent in their radio and music division. Then in January 1933, Danny partnered with another well-known agent, Charlie Morrison, to form the personal management firm known as the Morrison-Winkler Corporation, with offices in the Park Central Hotel on Seventh Avenue (at Fifty-fifth Street, across from Carnegie Hall). (In the 1940s, Charlie Morrison gave up the management business, moved to Los Angeles and opened the Mocambo, the fabled nightclub on Sunset Boulevard where Kay Thompson and the Williams Brothers would sometimes perform.) Singer Jane Froman caught Danny’s attention at the time she was just starting out in the early 1930s, singing for Paul Whiteman’s band in Chicago. Danny convinced Jane to come to New York in 1933. In less than a year, Jane had become a major radio attraction. She landed a spot in *The Ziegfeld Follies of 1933* on Broadway, and movies were just around the corner. Rosemary and Priscilla Lane were just a couple of wannabe singers when they came to try out some songs at De Sylva, Brown & Henderson. Danny liked what he heard, got Fred Waring to hear them, which resulted in the girls joining *The Fred Waring-Ford Dealers Radio Show*. The up-and-coming comic Milton Berle, heartthrob singer Arthur Jarrett, and conductor Lennie Hayton were other clients who were hitting the big time

with the help of Morrison-Winkler. Danny cultivated a friendship with Fred Waring and they often played golf together—though because Danny was Jewish, he was frequently refused admittance at country clubs that did not allow Jews to be members or guests. *Radio Stars*, 12/1933; *Radioland*, 5/1935; *Variety*, 5/3/1932, 8/9/1932, 1/31/1933 and 9/26/1933; *Radio Guide*, 12/30/1933; Songwriters Hall of Fame website (www.songwritershalloffame.org).

40 *No longer with CBS*: *Variety*, 7/24/1934 and 9/11/1934.

40 *a kiss to George Kinney*: When asked whatever became of George Kinney after Kay Thompson left San Francisco, Virginia Haig replied, “George did well. He didn’t stay in Tom Coakley’s band or music for that matter. He left the business and moved to Los Angeles and worked for one of the big airline manufacturers [possibly Northrop Grumman]. My daughter, Lynn, and I went to see him one time. He lived in a lovely home overlooking the ocean—I was impressed. He had a woman make lunch for us. I don’t know if she was working there all the time or not. I don’t know if George ever did marry. He passed away, but I don’t recall when.”

41 “*refused to sign*”: *Los Angeles Times*, 12/22/1934.

41 “*I have never forgotten you*”: Letter dated 4/24/1953, from Kay Thompson to Burt McMurtrie. From the author’s collection.

41 *Winkler orchestrated*: Fred Waring and Danny Winkler were long-time friends, frequently golfing together at various country clubs, many of which did not allow Jews. Fred had to “bootleg Danny in because he was Jewish,” recalled Virginia Waring in her biography of her late husband. They would hit up the hottest nightspots in New York together to check out the pulse of what was happening in the music scene. In 1932, Fred had taken Danny to hear Duke Ellington at the Cotton Club, then asked him, “What do you think?” Danny replied, “Fred, I can’t tell you that I like it because I don’t.” Waring warned him, “I want you to listen to it because it is the next trend.” Years later, Danny reflected, “Fred was always a notch ahead of what his competitor was doing.” Waring, Virginia. *Fred Waring and the Pennsylvanians*. Chicago: University of Illinois Press, 1997, pages 109, 164.

41 “*What if I told you*”: *Radio Guide*, 11/7/1936.

41 “*Fred Waring’s program*”: *Radio Stars*, 11/1935.

41 “*He’d heard me*”: *Radio Stars*, 11/1936.

41 “*If you can find*”: *Radio Guide*, 11/7/1936.

41 “*I didn’t know a soul*”: *Radio Stars*, 11/1936.

41 *Each girl had to be*: *Radio Stars*, 11/1935.

42 “because I wanted to go”: *Popular Songs*, 9/1936.

42 “When you come back”: *Radio Stars*, 11/1935.

42 “You two kids”: *Tower Radio*, 8/1935.

42 “You’re hired”: *Radio Stars*, 11/1935.

42 *Three Texas girls*: *Radio Stars*, 9/1934; *Radio Stars*, 12/1934; *Tower Radio*, 8/1935. “Dot, Kay and Em” were sometimes billed as “Dot, K. and M.”

42 *She recommended Elizabeth*: Al Rinker and Elizabeth Newburger were married on October 25, 1938.

42 *a larger apartment on Park Avenue*: *Radio Stars*, 10/1935: “Right now she lives on Park Avenue with her two sisters.” According to the *New York Times*, 10/15/1936, Kay moved from Park Avenue to 520 Madison Avenue in October 1936.

42 “The most nightmarish”: *Radio Stars*, 11/1936.

43 “Kay had a rock-solid”: Kay Thompson’s choir for Fred Waring included Janet Ayres, Emily Castle, Edith Craighead, Betty Dwyer, Connie Hale, Dorothy Jenkins, Elizabeth Newburger (who later married Al Rinker), Lillian O’Mara, Julia Rogers, Emily Sivley, Blanche Thompson, Marian Thompson, Kay Wroe, and Helen Zanker (who later married Art MacFarland from Waring’s Pennsylvanians). Members confirmed by Peter T. Keifer, coordinator of Fred Waring’s America Collection at Pennsylvania State University.

43 *Waring informed Thompson*: *Tower Radio*, 8/1935. Henry Ford (1863–1947) was the founder and chairman of the Ford Motor Company in Detroit. According to *Tower Radio*, 12/1934, “A year ago, the industrialist was indifferent to radio.” But during 1934, Ford opened his wallet to radio, spending \$100,000 to broadcast the World Series, plus sponsoring Sunday night concerts by the Detroit Symphony Orchestra as well as Fred Waring’s program.

43 *Ford was charmed*: *Tower Radio*, 8/1935.

43 *back to the grindstone*: By early 1935, Kay and her female choir had their grind down pat. On Friday mornings, all the participants in Fred Waring’s show would gather in the rehearsal space known as the “Big Room” at Waring’s offices in the Hammerstein Building to review the previous night’s broadcast. Over a loudspeaker, a recording of the show would be played straight through, from beginning to end. Everyone listened as Fred paced and jotted notes down on a pad. “Kay Thompson and her girls scarcely seem to breathe when the choral numbers are heard,” it was reported in *Radio Guide*. Afterwards, Fred would address his criticisms to the assemblage, pointing out each flaw, one by one. “One of the choral singer’s voices dominated the others,” Fred said at one such meeting, with Kay silently nodding her head in agreement. The dissection of the 60-minute

program would last well over an hour, with little discussion. After a lunch break, the department heads would meet with Fred for the rest of the afternoon “skeletonizing the next week’s broadcast.” It was during these meetings that Kay would suggest potential songs for her group, with an ear toward complimenting the show as a whole, in terms of theme and variety. By the end of the day, Fred made the final decision on the numbers, who would perform them and in what order. His minions were then released to work independently on their own individual assignments. At her apartment over the weekend, Kay and her girls would work long hours, developing the arrangement for their chosen selection. “I love to take a ballad and turn it into a swing number,” Kay recalled. “I make the arrangements while we are rehearsing. In this way, working with the choir, I find its needs and make them, and the swing idea, harmonize in the arrangement. It’s a hard way, but it’s been very successful with me.” Kay’s way of working was purposefully structured to not have any structure. More like a jam session, she would work her way through a composition, improvising different chord combinations, on a trial and error basis. She would sing the lyrics but come up with another tune altogether, off the top of her head—then sing it counter to the original melody. She would divide the parts among the girls, and hone the harmonies. At the same time, Kay layered in vocal aerobics, such as sliding or stretching words, varying the volume from hushed to belting. And amazingly, *nothing* was ever written down. It was all memorized. On Monday, the choir shifted from Kay’s apartment to a small rehearsal studio in the Hammersmith Building, in close proximity to the larger room where Fred worked with his orchestra. Instead of singing with the band, the chorus would practice to Kay’s piano accompaniment. “Often Fred drops his baton and races over to the studio occupied by the girls’ glee club,” it was reported. “Kay Thompson, blonde hair falling in wisps over her forehead, flashes a quick smile at him as he enters, and signals her charges to go through their paces. Sixteen voices blend in harmony, and the maestro nods his head in approval before he races back to the large auditorium, or perhaps to the tiny studio used by Stella and Her Fellas, another vocal cog in the Waring machine.” Waring’s top arranger, Leo Arnaud, who would later work with Kay at MGM in the 1940s, had the complicated task of coordinating how the orchestra would fit in with Kay’s group as well as the other vocal talent. The splintered rehearsals would continue through Tuesday and Wednesday. On Thursday, everyone moved to the cavernous Hudson Theatre (141 West 44th Street, east of Broadway) for final rehearsals and the evening’s live broadcasts. This would be the only day in which the vocalists would finally be united with the orchestra. Kay’s mike fright was ever present, no secret to her chorus members. “On Fred Waring’s show,” Elizabeth Newburger Rinker remembered, “Kay got so nervous beforehand that she threw up. Then she went right on and sang.” Kay’s weapon against her own crippling insecurity was outward bravado. The program would be performed twice before a large studio audience at 8:30 P.M. for the East and 11:30 P.M. for the West. If there were no needed adjustments, the performers would have a break between shows—a welcomed respite, but they did not have time to stray very far from headquarters. In those days, most announcers’ introductions would precede the first note of music. Waring, however, would strike up the band, then introduce the name of the song and the performers during the instrumental prelude. Trying to do too many things at once contributed to Fred’s infamous knack for flubs. On Fats Waller’s “Oh Susannah, Dust Off That Old Piano,” he announced the song would be sung by “Kay Thompson and the girls,” but when the singing started, it was the Men’s Glee Club. At the next break in the song, Fred earnestly

stated the obvious, “That wasn’t Kay and the girls. That was the boys.” For “I Get a Kick out of You,” Fred informed the audience that the song was by Cole Porter, from the Broadway show *Anything Goes*—so far, so good. But when he got around to introducing the singers, he said, “Here’s ‘I Get a Kick out of You’ and Kay gets a kick with the girls...” As the unintentional Sapphic inference sank in, a flustered Fred quickly added, “...out of you!” Kay was not always at her best either. During the first few weeks, her arrangements were often tentative and unfinished. “Sometimes I’m Happy” had its moments, but petered out toward the end, with such a wimpy ending, the audience barely knew when it was time to applaud. “I Get a Kick out of You” begged to be uptempo, yet Kay oddly kept it down a notch, in a mid-tempo, bluesy range. “Exactly Like You” was downright dreary—a song Kay later reinvented to much better effect. “I Got Rhythm” could have used a lot more of it during the climax. As time went on, though, Kay got her bearings and blossomed in all her radiant colors. Arrangements became more elaborate, the jazz more jazzy, and the endings built to big finishes. Even in those formative weeks, Kay’s penchant for shifting tempos within an arrangement was in full swing. Comic production numbers, such as “Hi Ya Duchess” and “There’s Gonna Be the Devil To Pay,” were given extended treatments, replete with solo bits divided up among the chorus members. At least one of Fred Waring’s Pennsylvanians got into the act, too. Drummer Poley McClintock, who had a “frog-voice” that sounded just like Popeye, became an honorary member of Kay’s chorus during “Hi Ya Duchess” on March 7, 1935. When the chorus sang, “See her royal carriage?” Poley replied in his guttural rasp, “She got that from the Duke, of course!” Startled, the audience roared with laughter. At the very end, Poley croaked, “Hi ya Duchy!” It was so unexpected, so off the wall, so *insane*, it got a huge reaction and the fun was infectious. After that, Kay regularly invited Poley to interject his two cents into such songs as “There’s Gonna Be The Devil To Pay” (“Beelzebub! Beelzebub! Beelzebub!” “Keep ‘em waitin’, I’m goin’ skatin’!” “Ohhhhhh, Lucifer!”), and “Rhythm Is Our Business” (various hollers). In “Louisiana Hayride,” during a roll call for all aboard, Kay queries, “Colonel Stoopnagle?!” but it was Poley, not the famous comic, who bellowed back, “I is here!” It was somewhat confusing because, in fact, the comedy team Stoopnagle and Budd had been appearing semi-regularly on the show around that time. But, according to Peter T. Kiefer, coordinator of Fred Waring’s America Collection at the Pennsylvania State University, “The time that ‘Louisiana Hayride’ was done, Stoopnagle and Budd had temporarily left the program. I’m certain that it is Poley McClintock who answered. I think it was an inside joke. In fact, some of the other names Kay Thompson called do not match up with performers on the show.” *Popular Songs*, 9/1936; *Radio Guide*, 6/1/1935; *Tower Radio*, 10/1934.

43 *Ford’s highly vocal anti-Semitism*: Starting in 1920, Henry Ford published anti-Semitic editorials in his own newspaper, *The Dearborn Independent*, in which he denounced jazz as “moron music.” “The mush, the slush, the sly suggestion, the abandoned sensuousness of sliding notes, are of Jewish origin,” wrote Ford, warning that composers like Irving Berlin were “a menace” because “Jews did not create the popular song; they debased it.” His anti-Semitic rants were even quoted in Adolf Hitler’s *Mein Kampf* (Seckler and Warburg, 1925) and later, on the occasion of Ford’s 75th birthday in 1938, the industrialist was awarded the Grand Cross of the German Eagle, “the highest medal that Nazi Germany could bestow on a foreigner.” Lewis, David Lanier. *The Public Image of Henry Ford: An American Folk Hero and His Company*. Detroit, Michigan:

Wayne State University Press, 1976, pages 116, 135; Logsdon, Jonathan R. Power, *Ignorance and Anti-Semitism: Henry Ford and His War on Jews*. Thesis from Hanover College, Department of History at http://history.hanover.edu/hhr/99/hhr99_2.html. Also: Ford, Sr., Henry. *The Independent Jew: The World's Foremost Problem*. Philadelphia: Liberty Bell Publications, 2004, page 136. (Compilation of the four volumes of collected editorials that Henry Ford published in 1921 and 1922 through his own Dearborn Publishing imprint.) From the webpage on Henry Ford posted on Wikipedia at http://en.wikipedia.org/wiki/Henry_Ford.

43 *did a proud story*: The *St. Louis Globe Democrat* did a proud story on the four hometown girls who had hit the big time in New York with Fred Waring. The article reported, “Kay, Marian and Blanche Thompson are sisters, and the fourth is Julia Rogers, daughter of Mr. and Mrs. George Priest of St. Louis who was a chum of the Thompson trio during her girlhood.” Julia had no hesitation identifying her parents and admitting that “Rogers” was her stage name. In stark contrast, there is no mention of Leo and Hattie Fink, nor the Fink family name. *St. Louis Globe Democrat*, 3/21/1935.

43 *Jule sought*: From comments Jule Styne made to interviewer Jack Eigen on the late-night talk radio program *The Chez Show* (WMAQ, Chicago, nightly at 11:15 p.m.) circa 4/1957. Undated recording courtesy of Jack Mattis; Taylor, Theodore. *Jule: The Story of Composer Jule Styne*. New York: Random House, 1979, pages 61–64.

44 “*Kay Thompson, in my*”: From comments Jule Styne made to interviewer Jack Eigen on the late-night talk radio program *The Chez Show* (WMAQ, Chicago, nightly at 11:15 p.m.) circa 4/1957. Undated recording courtesy of Jack Mattis.

44 *one measly number per broadcast*: List of songs performed by Kay Thompson and Her Choir on *The Fred Waring–Ford Dealers Radio Show*: “Wistful and Blue” (12/27/34), “I Got Rhythm” (1/5/35), “Exactly Like You” (1/10/35), “Cuban Love Song” (w/ Men’s Glee Club, 1/10/35), “Sometimes I’m Happy” (1/17/35), “I Get a Kick out of You” (1/24/35), “Stardust” (w/ Stu Churchill & Men’s Glee Club, 1/24/35), “Oh Susanna, Dust off That Old Piano” (2/14/35), “Put On an Old Pair of Shoes” (2/14/35), “I Get a Kick out of You” (2/21/35), “Jericho” (w/ Men’s Glee Club, 1/31/35), “You’ve Got Me Doin’ Things” (w/ Men’s Glee Club, 2/7/35), “I’m Running in Circles” (2/28/35), “Hi Ya Duchess” (3/7/35), “Oh Susanna, Dust off That Old Piano” (3/14/35), “She’s a Latin from Manhattan” (3/21/35), “I Lost My Rhythm” (3/28/35), “I’m Running Around in Circles” (3/28/35), “Rockin’ Chair” (4/4/35), “Lullaby of Broadway” (part of big production number, 4/11/35), “I’m Livin’ In A Great Big Way” (4/11/35), “Way Back Home” (w/ Men’s Glee Club, 4/18/35), “My Heart Stood Still” (4/18/35), “It Must Have Been a Devil in the Moon” (4/18/35), “There’s Gonna Be the Devil to Pay” (4/25/35), “My Heart Stood Still” (4/25/35), “What’s the Reason?” (5/2/35), “She’s a Latin from Manhattan” (5/9/35), “Louisiana Hayride” (5/16/35), “What’s the Reason?” (5/23/35), “I’ll Never Say Never Again” (6/6/35), “The Lost Chord” (w/ Stu Churchill & Men’s Glee Club, 6/6/35), “There’s Gonna Be the Devil to Pay” (6/13/35), “Rhythm Is Our Business” (6/20/35), “Oh What a Little Moonlight Will Do” (w/ Men’s Glee Club, 6/20/35), “I’ll Never Say Never Again, Again” (6/27/35). 18 of these songs are available on the marvelous CD collection, *Kay Thompson and Her Girls Choir from the Fred*

Waring–Ford Dealers Radio Programs 1935, produced by Fred Waring’s America Collection, The Pennsylvania State University, Peter Keifer, Coordinator.

44 “*A few weeks ago*”: *Radio Stars*, 11/1936.

44 *romance between Kay and Don*: For at least a brief period, Kay Thompson and Don Forker did resume dating in New York in early 1935. At the same time, Pat Weaver had given up San Francisco for New York and, like Forker, he’d gotten a job at the Lord & Thomas advertising agency to create radio shows for such clients as Bourjois Toiletries—for which he’d launched the NBC variety series *Evening in Paris Roof*. With so much in common, Forker and Weaver would often go on double-dates with Thompson and her sister Blanche. Weaver recalled, “[On] Fifty-second Street, near Sixth Avenue, there was an intimate boîte where Louis Prima and his troupe entertained. I used to take Kay Thompson, her boyfriend, Don Forker, and her sister, Blanch [sic], to hear Prima.” The Pat Weaver–Blanche Fink coupling didn’t last very long because it was soon announced that she’d decided to marry her hometown sweetheart, Clement Robinson Hurd, a newspaper copy editor for the *St. Louis Post-Dispatch*, in a New York ceremony on June 28, 1935. *The New York Times* reported on the lavish shower–luncheon Kay had thrown for her sibling at the Park Lane Hotel, attended by all the members of her Melody Girls chorus plus Stella Friend and the Lane sisters, Rosemary and Priscilla. Even members of Tom Coakley’s orchestra, including vocalist Virginia Haig, were invited to the affair. Haig recalled, “We went on tour and we were in Philadelphia when Kay invited us to come to New York for a cocktail party. We did and had a great time. Her sister, Blanche, was with her and about to get married.” When asked if George Kinney, Kay’s former flame from Coakley’s orchestra, had also come to the party, Haig said, “Yes, I believe he did.” With Blanche off the market, Thompson set up Pat Weaver with Jerilyn Jones, Blanche’s replacement in the Melody Girls. Apparently, romance was in the air that summer. That very same month, Lennie Hayton married Helen “Bubbles” Gifford, former Ziegfeld girl and ex-wife of sports announcer Ted Husing, at a New Jersey wedding attended by Kay. Lennie also gained a ten-year-old stepdaughter in the process, Peggy Husing. (A few years later, Helen would die tragically of a sudden cerebral stroke, leaving Lennie to raise her child as a single parent.) Also that summer, the *Los Angeles Evening Herald-Express* reported that agent Danny Winkler was “threatening to merge” with Geraldine May Lee, the “widow of radio and automobile magnate, Don Lee.” Caught in the crossfire of Cupid’s arrows, Kay was suddenly sporting “a large solitaire diamond on her fourth finger of her left hand” according to the *Los Angeles Evening Herald-Express* on July 2, 1935. “[She] says there’s nothing to it—but you know how such things are.” It turned out the ring had been given to her by one of Lennie Hayton’s band members, an ace trombonist by the name of Jack Jenney. *Variety*, 6/19/1934; *Los Angeles Evening Herald-Express*, 4/15/1935, 7/2/1935, and 8/7/1935; *New York Times*, 6/25/1935; Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 53.

44 *The tobacco giant*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House; The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, pages 102–5.

44 *In March 1935: Radio Guide*, 3/30/1935; *New York Times*, 4/14/1935.

44 *Forker essentially stole*: Willson, Meredith. *And There I Stood with My Piccolo*. New York: Doubleday, 1948, page 139.

45 “*Just to quiet him down*”: *Ibid*.

45 “*Who is going to*”: From the author’s 2002 interview with Elizabeth Newburger Rinker.

45 *a compromise was struck*: *New York Journal*, 3/26/1935.

45 *Waring let them go*: When Kay and her choir were not renewed for *The Fred Waring–Ford Dealers Show*, spin in the press named money the scapegoat. “Kay Thompson and her girls left the Waring show,” it was reported in *Radio Mirror*, “because expenses just had to be cut to meet the extra cost of Stoopnagle and Budd.” Frederick Chase Taylor as “Colonel Lemuel Q. Stoopnagle” and Budd Hulick as “Budd” were a popular comedy duo who had headlined their own CBS variety shows for years. During a brief spell in 1935, when they found themselves between sponsors, they joined Waring’s program to add some satirical nonsense to the mix. Although Stoopnagle and Budd did not come cheap, Kay’s pink slip had absolutely nothing to do with balancing the budget. Waring got rid of her because she was headlining *The Lucky Strike Hit Parade* on a competing network—which he considered to be an act of betrayal. In a fed-up mood, Kay Thompson told reporters that she planned to retire within five years, live on a boat with her dog, Mr. Chips, and sail around the world. Blanche and Marian piped up that they didn’t buy a word of such talk from their sister, insisting that she’d still be singing at 50. Kay retorted, “That’s the trouble with me. I probably will. And nobody will be listening!” The comments turned out to be eerily prophetic because in 1962, at age 52, Kay chucked it all and fled to Rome where her only constant companion was her pug dog, Fenice. *Tower Radio*, 8/1935.

45 *offbeat arrangements*: In 1935, a reporter for *Radio Guide* spent a week observing Kay Thompson in action at NBC for *The Lucky Strike Hit Parade* and had this to say: “It is a revelation to watch Kay at work. The rehearsals for her *Hit Parade* program were frequent and demanding. They went on all week with a final seven-hour plug on Saturday, the day of the broadcast. She sparkles; she is vivid with the flame and force of living, a veritable reservoir of energy.” As an example, the July 27, 1935, installment of *The Lucky Strike Hit Parade* consisted of the following Thompson performances: “Chasing Shadows,” the No. 1 song of the week, sung by Kay, solo; “The Lady In Red,” ranked No. 5, sung by Kay with the Three Rhythm Kings; at No. 7, a reprise of her last song for Fred Waring, “I’ll Never Say Never Again, Again,” sung by Kay *without* her chorus this time around; and ranked No. 14, Kay’s great big ensemble number, “I’m Livin’ in a Great Big Way.” “I’m Livin’ in a Great Big Way,” music by Jimmy McHugh and lyrics by Dorothy Fields, originated in the 1929 Broadway show *Hello Daddy*, sung by Billy Taylor. In 1935, it had been resurrected for the RKO movie *Hooray for Love*, performed by Fats Waller and Bill “Bojangles” Robinson. For *The Lucky Strike Hit*

Parade, the song was completely reinvented by Thompson into four distinct “chapters,” replete with her brand-new lyrics, performed by Gogo DeLys, Johnny Hauser and Kay herself, backed by her Three Rhythm Kings and fourteen Melody Girls. Of curious note, the third “chapter” was sung by “Baby Movie Star,” a spoof of Baby Rose Marie and Shirley Temple, warbled in a “widdle baby goil” voice by Gogo DeLys—a precocious ancestor of Eloise, perhaps? The number began with the announcer, Ben Grauer, saying, “We’re turning the musical pages of a make-believe radio magazine. Page one, the headline reads, ‘Miss Gogo DeLys Declares That Everything Is About As It Should Be!’ Listen, she’ll read the article for you.” Accompanied by piano and light orchestration, Gogo sang the first “chapter” of Kay’s lyrics, including the lines:

**Got a big grand piano,
And I’m learning to play.
I for one think it’s fun,
Livin’ in a quiet little way.**

When DeLys finished her section, the announcer continued, “Page two, Johnny Hauser writes a few words about farm life in New Jersey.” Then, Johnny sang the second “chapter,” orchestrated in country twang, with lyrics that included:

**Got a coop full of chickens,
And a barn full of hay.
On my little old farm,
I’m livin’ in a great big way.**

“And here we are at page three,” the announcer continued, “and look what we find, an interview with a famous baby movie star.” As the orchestration switched to a tinkling music box motif, DeLys became “Baby Movie Star,” whining such lyrics as:

**Got a Mickey Mouse watch,
Got a lot of time to play.
But believe it or not,
I’m livin’ in a great big way.
I’ve got a picture of Rosie,
But the thing that I like the best,
Is a great big hat with feathers,
A present from my best pal, Auntie Mae West!**

Then, the announcer said, “Page four, ‘Kay Thompson, The Girl with Rhythm to Burn,’ writes her own story and illustrates it with her own original brand of vocalizing.” The orchestra floors it with Kay and her whole gang stepping into high gear as follows:

**KAY:
Got a tap in my fingers, yes sir,
Got a rhythm in my song, whoa.
Bada dada tada,
I’m livin’ in a great big way.**

THREE RHYTHM KINGS (briefly borrowing the familiar tune):
Way down upon the Swanee River...

KAY:
That's where rhythm was born!

THREE RHYTHM KINGS:
Yes ma'am! That's where rhythm was born!

(later at the climax)

MELODY GIRLS:
Livin'...
Livin' in...
Livin' in a great –

KAY (shouts):
Enormous! Colossal! Gigantic! Tremendous!

MELODY GIRLS and THREE RHYTHM KINGS: (big finish)
Livin' in a great...big...WAAAAAY!!!

As the studio audience exploded in applause, it was mighty clear that Kay was a force to be reckoned with. *Radio Guide*, 11/23/1935; Thompson's special lyrics to "I'm Livin' in a Great Big Way" (Jimmy McHugh-Dorothy Fields, additional words and music by Kay Thompson), were transcribed from a recording of *The Lucky Strike Hit Parade* (NBC-Radio, 7/27/1935); "Rosie" refers to Baby Rose Marie, considered "radio's first genuine star" by John Dunning, author of *On the Air: The Encyclopedia of Old-Time Radio*. The precocious child was the star of her own radio show, *Baby Rose Marie*, beginning at the age of 3, in 1926. The show continued until 1935 when she "retired," but was brought back by popular demand in 1938. As Rose Marie got older, she played "Baby Rose Marie" as a character, much the same way that Fanny Brice played "Baby Snooks," posing for publicity photographs and making appearances dressed as a baby. In the 1950s, Rose Marie was finally able to shed the typecasting when she played a regular adult supporting character on *The Dick Van Dyke Show*.

45 *One of the more notable*: Fred Astaire's recording of "Cheek to Cheek" reached No. 1 on August 10, 1935, and was performed that night on *The Lucky Strike Hit Parade*.

45 "He was dancing on": Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Alfred A. Knopf, 1996, page 238.

46 "table microphones": *Radio Guide*, 8/10/1935. In the March 6, 1937, issue of *Radio Guide*, there is a photograph of Astaire on page 23 with microphones at his feet.

46 *Forced to use: Radio Mirror*, 12/1935. In addition to Jack Jenney, Lennie Hayton also brought three other key sidemen to Los Angeles: Charles Margulis (trumpet), Frank Signorelli (piano), and Harry Bluestone (violin).

46 *Jenney was a handsome*: The son of John Mordecai Jenney and Ada Cox Jenney, Truman Elliott “Jack” Jenney was born May 12, 1910, in Mason City, Iowa, but grew up in nearby Cedar Rapids. In a 1939 radio interview, Jack explained, “Father and mother were musicians—the only teachers I ever had.” At the age of seven, John started his son on a trumpet, but the youngster didn’t have enough dexterity in his fingers, so little Jack switched to a trombone. By the age of twelve, Jack was professionally playing trombone as a member of his father’s group, John Jenney and His Grandioso Band. In 1928, fresh out of Indiana’s Culver Military Academy, Jack joined Austin Wylie’s band, then Mal Hallett’s group. From 1931 to 1933, Jack played trombone for the Isham Jones Orchestra, which recorded five tunes with Bing Crosby in Chicago in 1932. Jack’s trombone solo on Bing’s hit recording of “Sweet Georgia Brown” (recorded 2/28/1932) made a major impression that had kept him in demand ever since. It was Crosby who introduced Jack to his protégé, Lennie Hayton, so they all owed quite a lot to Bing, Kay included. Consequently, Kay and Jack shared a number of mutual friends and had much in common, including their ages, both twenty-five-years-old when they got acquainted that summer of 1935. Finding time to date wasn’t easy, however, due to his busy work load. On May 30, 1935, the famed Dorsey Brothers Orchestra was performing at the Glen Island Casino on the Long Island Sound in Westchester, New York, when siblings Tommy and Jimmy Dorsey got on each others’ last nerve, the scene of their infamous break-up. Tommy walked out, leaving Jimmy to carry on the orchestra by himself. Tommy, perhaps the most famous trombonist of all-time, was not an easy guy to replace, but it was Jack Jenney who was called to the rescue. After his nightly radio commitments were done, Jack would race out to Glen Island to fill-in Tommy’s substantial trombone solos, alongside bandmate Glenn Miller. “When it came to ballads,” swing historian Campbell Burnap once wrote, “Jenney could match anyone in the business—including Tommy Dorsey.” Jenney was easy on the eyes, too. “Jack was a very handsome man,” swooned singer Bea Wain in a 2002 interview for this book. “*Extremely* attractive and he looked great in tails.” Alec Wilder added, “There was an extra elegance. [Jack] could wear full formal evening wear without looking like an Italian wedding.” Regarding Jenney’s demeanor, Wilder observed that he was always “laughing, not too bright, intense about his horn, easily irritated by conductors and inferior players and arrangements, and with child-like mixed with street-arab characteristics.” The whole package was an aphrodisiac to Kay, but her brakes screeched to a halt when Jack let it slip that he had a young son named John. “My mother’s name was Clara Jesina,” Jack’s son, John, recalled, “a 100% bohemian girl. Around 1928, she married my father, Jack, at her family’s home—1938 Park Avenue, Cedar Rapids, Iowa—the house where I would later live. I guess it was an inexpensive way of getting married, to do it right there.” The daughter of Mr. and Mrs. Charles J. Jesina, Clara had graduated from the local Washington High School and had been working for the Equitable Life Insurance Company when she fell in love with Jack. She gave up her career to go out on the road with him, but the thrill of living out of a suitcase quickly evaporated. “My mother couldn’t keep up with my father,” John explained. “She didn’t like all the traveling around, plus she had a little baby boy—that was *me*. I was born July 30, 1929 [Daddy

Jack Jenney was only nineteen-years-old at the time]. She left me with my grandparents a lot, but she finally just got tired of all the traveling. They were divorced around 1933 or '34. [sic; Actually, Jack and Clara separated in Chicago around that time, but the divorce was not made official until later. The marriage license between Truman Elliott Jenney and Catherine Louise Fink lists Jenney's divorce from Clara to be "July 1936," due to "incompatibility."] My mother got custody of me and she and I moved back to Iowa to live with my grandparents in a tiny town outside Cedar Rapids called Swisher. I was Jack's only child and he was supposed to pay \$100 a month in child support, which was big money in those days, but he could afford the payments because he played trombone all the time." Relieved to learn that Jack was in the process of getting a divorce from Clara, Kay cautiously allowed Jack's courtship to proceed. *Down Beat*, 1/1/1946; Stone, Desmond. *Alec Wilder in Spite of Himself: A Life of the Composer*. New York: Oxford University Press, 1996, page 67; Liner notes by Campbell Burnap from the 1996 CD collection, *Jack Jenney: Stardust* (HEP Records CD 1045); Interview with Jack Jenney, conducted by Ruth Moss, from an unidentified Boston radio program on June 24, 1939, available on the 2003 CD *The Jack Jenney Orchestra Live at the Totem Pole Ballroom, June 23, 1939*, issued by the Jack Jenney Music Festival, courtesy of Paul Hemmer.

46 *according to family legend*: Jack Jenney's son, John, recalled, "My dad had two brothers, Bob and George. Jack was the oldest, George was the middle one, Bob was the youngest. Their father—my Grandpa John Jenney—sold music instruments. He loved music and he formed a little band and they used to play during halftime at sporting events and go up and down the Mississippi to play Dixieland jazz in the riverboats." Aside from being a regionally well-known musician, the older John was an instructor of brass instruments at Dubuque's Columbia College (now Loras College) who would eventually manage branches of the C. G. Conn Instrument Company in Waterloo, Iowa, and later in Hartford, Connecticut. For the Jenney patriarch, horns were his life. "Would you believe," the younger John noted, "that another fellow from Mason City, Meredith Willson, wrote *The Music Man* about my Grandpa John? Well, it's true. They were good friends. Of course, you know Meredith Willson added a lot to it and made a helluva show out of it, but my Grandpa John was the inspiration." In his lifetime, Meredith Willson never named names, but he admitted his title character in *The Music Man*, Harold Hill (immortalized on Broadway and in the movie by Robert Preston), was an amalgam of several real-life men he had known in his past. There is every reason to believe that Jack Jenney's father was one of them. And, there was no shortage of irony in the fact that in 1935, Jack Jenney was playing trombone on *The Lucky Strike Hit Parade*, a series inspired by Willson's *Top Ten* radio program.

46 "*son of the Music Man*": From the author's 2002 interview with Elizabeth Newburger Rinker.

46 "*Jenney could match*": Liner notes by Campbell Burnap from the 1996 CD collection *Jack Jenney: Stardust* (HEP Records, CD 1045).

46 "*highly charged*": From the author's 2008 interview with Robert Wagner (who was a friend of Hughie McFarland).

46 *by express train*: After the Astaire-less *Lucky Strike Hit Parade* broadcast on September 7, 1935, Kay Thompson, Lennie Hayton, and the others packed their bags for California. Because the journey by train would take five days, there was no time to properly prepare and rehearse a new show for September 14. So, in the *Hit Parade* timeslot on that date, NBC aired a special West Coast program promoting the premiere of a new motion picture entitled *The Big Broadcast Of 1936* (Paramount) with stars from the movie providing the entertainment for that week, including Bing Crosby, Ethel Merman, Jack Oakie and Charles Ruggles. *Los Angeles Times*, 9/10/1935; *Los Angeles Evening Herald-Express*, 9/11/1935, 9/12/1935, and 9/14/1935; Williams, John R. *This Was Your Hit Parade*. Rockland, Maine: Courier-Gazette, Inc., 1984, page 4.

47 “*she really wanted to be in movies*”: In *Radio Stars*, Kay Thompson remarked, “You know, there’s a funny thing. You take the thousands of girls—and a lot of them talented, too—who go to Hollywood with only one ambition. To break into movies. And they never get to first base. Yet, because I *didn’t* want to break into movies, I had a dozen offers. Hollywood is so provincial. They think movies and live movies and talk movies. After I’d been there a while I knew I *didn’t* want any part of the movies.” Regardless of what defense mechanisms Thompson invoked for the press, there was nothing she wanted more than to be a movie star. *Radio Stars*, 11/1936.

47 “*I’m not the maternal*”: *Radio Stars*, 11/1936.

47 *were busy jammin’*: While in Los Angeles for *Lucky Strike Hit Parade*, Kay Thompson and Lennie Hayton co-hosted the commencement of the autumn Radio Show Convention, with a ceremony held at the J. W. Robinson Department Store on September 23, 1935. A photograph from the event appeared in the *Los Angeles Times* showing a state-of-the-art ‘High Fidelity’ Philco radio console flanked by Thompson and Hayton. And, a solo photo of Thompson appeared in the *Los Angeles Evening Herald-Express*. *Los Angeles Times*, 9/27/1935; *Los Angeles Evening Herald-Express*, 9/26/1935.

47 “*I vowed*”: Astaire, Fred. *Steps in Time*. New York: Harper, 1959, page 212.

47 *hauled right back to New York*: While Kay and the others traveled back to New York by train, Jack Jenney drove east, dropping off his son, Little John, in Iowa. Jack’s mother, Ada, however, did not get out of the car. It turned out that she and her husband had separated and now she wanted to go live with her son for a while in New York City. Although Jack spent most nights at Kay’s apartment, he maintained a place in the Hotel Lismore at 253 West 73rd Street (between Broadway and West End Avenue). Under the circumstances, Jack had little choice but to acquiesce to his mother’s request—and like most mothers, she would spoil her son by doing the cooking and the cleaning.

47 “*to become too closely*”: *Radio Mirror*, 8/1936.

47 *strict new creative guidelines*: George Washington Hill manifesto read as follows: 1.) Cut out all effort to produce a show in a piece or a number. Play the number as it made the original hit, without variations or new ideas. 2.) Make the voice fit the music. Do not attempt to fit the music to the voice. Then if the voice fits in, put it in. If it doesn’t fit in,

leave it out. 3.) On introducing hot numbers, play them in original style that made them hits, regardless of their age. [There was a brief period of time when Hill did not even allow the names of singers to be identified on the air—only the song titles—a guideline that was eventually rescinded after a deluge of listeners’ complaints.] *Radio Guide*, 4/25/1936.

47 “*I don’t want attention*”: Newman, Kathy M. *Radio Active*. Los Angeles: University of California Press, 2004, page 180.

48 *everyone was fired*: For the overhauled *Your Hit Parade*, Lennie Hayton was replaced by Al Goodman. In a press statement, Goodman said, “My job has always been to give the American public what it wants. I am going to do it. I will break my neck to give the public their *Hit Parade* and I visualize my determination by the change in name.” Despite sucking up to his new boss, Goodman didn’t last six months—just another expendable cog in George Washington Hill’s *Your Hit Parade* meat-grinder. *The Los Angeles Times*, 11/9/1935.

48 *four new songs*: Kay’s first Brunswick record was: “You Hit the Spot” b/w “You Let Me Down” (Brunswick 7560), recorded 11/11/1935, released 11/30/1935. Her second Brunswick record was: “Don’t Mention Love to Me” b/w “Out of Sight, Out of Mind” (Brunswick 7564), recorded 11/11/1935, released 12/7/1935. Source: Brunswick Artist’s Card for “Kay Thompson and The Boys,” courtesy of Michael Feinstein.

48 *For the sessions*: Lord, Tom. *The Jazz Discography*, vol. 22. W. Vancouver, B.C.: Lord Music Reference, Inc., 1999, page T333. The band for the Kay Thomson and Her Boys Brunswick session, 11/11/1935, included Jack Jenney (director, trombone); Chuck Campbell and Jack Lacey (trombones); Charlie Margulis, Rudy Weinstein, and Manny Klein (trumpets); Toots Mondello, Alfie Evans, and Eddie Powell (clarinets, alto sax); Larry Binyon (clarinet, tenor sax); Frank Signorelli (piano); Dick McDonough (guitar); Artie Bernstein (bass); and Johnny Williams (drums).

48 *series of guest appearances*: The first of Kay’s prerecorded installments of *The Harry Richman Dodge Show* was aired in most markets on Sunday, January 19, 1936. It began with a brief instrumental of Harry Richman’s signature song, “Puttin’ On the Ritz.” Then, Harry said, “Now we’re going to present an outstanding personality of stage and radio, Miss Kay Thompson, and what she can do to a song is something to write home about. That’s why I’m going to sing my song first.” After that reverse introduction, Richman sang “A Treat for the Eyes.” When it was over, Kay said, “Nice work Harry. You’re setting an awful pace for me.” Harry responded, “You’ll never make me believe that, Kay. But speaking of paces, Dodge is setting a sensational pace in the motor car world...” After several more platitudes about the sponsor, Kay was finally allowed to squeeze in her first number, “I’ve Got a Feeling You’re Fooling.” Her performance was relaxed and confident but the same cannot be said of the pitching between songs. At every possible chance, the script called for Harry and Kay to banter ad nauseam about Dodge cars. In those days, commercials were often ham-fisted, an insincere style that seems ridiculous by today’s standards. Even back then, however, not everyone fell for it. A review in *Variety* wagged its finger that “the plugging is as aggressive as any of

Chrysler's knockdown sales jobs," and Richard Himber, a well-known radio bandleader, had openly lambasted these heavy-handed appeals, calling them "broadcastoril." But the marketing experts for Dodge were pleased as punch—clearly fond of the "hit 'em over the head" approach. Impressed with Kay's automotive charm, the bullish marketeers signed a separate deal with her to appear as the Dodge spokeswoman for a print advertising campaign (with a free car as a perk). One of Kay's Dodge ads appeared in the May 1936 issues of *McCall's* and *Better Homes & Gardens* magazines. Strangely, there were no pictures of the automobiles, leaving it up to the imagination what the cars looked like. Instead, there were three ghastly headshots of "Kay Thompson, famous star of radio and stage." The ad is headlined by Kay's quote: "What a gorgeous car! And so economical!" Copy continues below each not-so-flattering portrait, along the lines of, "You've probably heard me rave on the air about the new Dodge 'Beauty Winner'... and I am enthusiastic about it." Far from being a "Beauty Winner" herself, Kay must have rolled her eyes all the way to the bank. No stranger to the hawking game, Kay had her own product to sell on that first Dodge broadcast. Promoting her Brunswick record, Kay performed "Don't Mention Love to Me," featuring a less effective trumpet solo in place of the original disc's mellifluous trombone solo by Jack Jenney. Despite the shot in the arm, Kay's platter of "Don't Mention Love to Me," backed with "Out of Sight, Out of Mind," was not resuscitated—an unfortunate but typical fate in the exceedingly elusive world of hit records. On another installment of *The Harry Richman Dodge Show*, Kay dutifully promoted her other Brunswick disc by singing "You Hit the Spot" from that movie *Collegiate* which was about to open in theaters. Although the installment was transcribed on January 16, 1936, in advance of the film's opening on January 22, for inexplicable reasons beyond Kay's control, the installment was not aired until March 28, long after the movie and her Brunswick disc were dead and buried. Next up was more "broadcastoril," and it was quite a mouthful. *The Rexall "Magic Hour" Original One-Cent Sale Radio Programs* were five 15-minute doses to be ingested on weekday afternoons for one week in late-April 1936. Set to be transcribed in February, Kay signed on as the featured vocalist. The music would be provided by Don Voorhees & His Orchestra, whom Kay had met at CBS when Don was conducting the music for Bill Spier's *The March Of Time*. Also on the transcriptions would be the Songsmiths (Randolph "Tubby" Weyant, Scrappy Lambert, Leonard Stokes, and Robert Moody), the latest casualties from *Your Hit Parade*. Rounding out the line-up would be baritone Conrad Thibault, announcers Basil Rysdael and Fred Uttal, plus young actress Eunice Howard as "Little Miss Penny," Rexall's One-Cent Mistress of Ceremonies. To promote the show, a free brochure was handed out at all the Rexall Drug Stores around the country, describing Kay as "the latest sensation among sensational blues singers," touting her former association with Bing Crosby. The money was fairly good but the sad truth was that the Dodge and Rexall shows were no *Hit Parade*. Kay had gone from one of the top-rated hours on network radio to low-rent, syndicated fillers that were little more than glorified commercials. *Variety*, 2/26/1936; *Radio Guide*, 8/27/38; Other Kay Thompson numbers on installments of *The Harry Richman Dodge Show*: Episode No. 7: "Solitude" and "After You've Gone," recorded 1/22/1936, aired on 2/23/1936; Episode No. 13: "If This Is Love, I Don't Want Love" and "You Hit The Spot," recorded 1/16/1936, aired on 3/29/1936.

48 ads in magazines: *Better Homes and Gardens*, 5/1936; *McCall's*, 5/1936.

49 *left him for Mark*: In 1936, Mark Hanna was an agent with the Leland Hayward Agency (located at 654 Madison Avenue at Sixtieth Street). Writer Ernest Lehman recalled, “[Mark Hanna] was a celebrity agent in his own light, with an eccentric (read eclectic) list of clients. I recall that during the same time he was representing me [in the early 1940s], his list included novelist John O’Hara, Broadway columnists Dorothy Kilgallen and Louis Sobol, bandleader Benny Goodman, and Brooklyn Dodgers’ manager Leo Durocher. (Yes, I kid you not.)” Lehman further described Hanna as “a saturnine, silver-haired, elegantly dressed man in his mid-50s, who was so much more colorful than any of the make-believe figures I was trying to turn into a writing career that I wonder why I never attempted even once to ‘use’ him as a character in a short story.” *Written By*, June/July 2001, printed excerpts from Ernest Lehman’s unpublished autobiography *How the Hell Should I Know? Tales from My Anecdotalage*.

49 *in the King Cole Room*: *New York Times*, 2/12/1936 and 2/13/1936; *New Yorker*, 2/15/1936; *Port Arthur News* (Port Arthur, Texas), 2/19/1936.

49 *By then, the Melody Girls*: With Thompson unable to find work for her fourteen-member Melody Girls choir, the ladies began to disperse. Kay’s sisters, Marian and Blanche, were among the first to leave. Three more returned to their old professions. Member Elizabeth Newburger Rinker recalled, “While Kay was gone to Los Angeles for *Hit Parade*, one of these girls in the chorus, Lillian O’Mara, wanted to pull the remaining nine members of the group together and head it. She was involved with an announcer and probably got the idea from him. Anyway, she tried to organize this group. When Kay came back and found out what was going on, that was the end of Lillian as far as Kay was concerned. In fact, Kay wouldn’t have anything to do with *any* of them, except me because I wouldn’t do it. Nothing to do with loyalty to anything, I just didn’t want to do it.” With Elizabeth a no-go, Lillian and the seven other Melody Girls stuck together, renaming themselves the Eight Lovely Girls, and got a job on *Gulliver*, Ed Wynn’s CBS radio show, starting February 13, 1936. On May 12, Wynn and the Eight Lovely Girls switched networks to NBC where the show was rechristened *Ed Wynn’s Grab Bag*. Underscoring just how incestuous the business could be, NBC assigned Lennie Hayton to conduct the orchestra—with Jack Jenney playing trombone. You can bet Lennie and Jack got an earful from Kay about her disloyal charges (though their act of “betrayal” was no different than what Thompson had done to Fred Waring). After *Ed Wynn’s Grab Bag* ended on August 12, 1936, the Eight Lovely Girls disbanded and were never heard from again. “The girls all disappeared,” recalled Elizabeth Newburger Rinker. “They didn’t stay in the business or anything.” Meanwhile, Elizabeth freelanced in the neutral zone until Thompson formed the Rhythm Singers in the spring of 1936. Elizabeth was the only carryover from Kay’s original Melody Girls choir. *Popular Songs*, 9/1936; Dunning, John. *The Encyclopedia of Old-Time Radio*. New York: Oxford University Press, 1998, page 218. Also, information gleaned from an NBC press release and photo of Ed Wynn with the Eight Lovely Girls, dated 5/14/1936.

49 *Three Rhythm Kings had gone*: In 1938, the Three Rhythm Kings (Chuck Lowry, Hal Hopper, and Woody Newbury) joined the Pied Pipers, an octet that included Jo Stafford and the former members of the Four Esquires. In 1940, the Pied Pipers (minus Newbury)

backed up Frank Sinatra on his No. 1 hit “I’ll Never Smile Again.” Although membership frequently changed, the group had a successful recording career throughout the 1940s, with Lowry a constant and Hopper present off and on.

49 *Even Kay’s sisters*: Kay’s younger sister Marian abandoned the Melody Girls and resumed art school in New York, with ambitions of becoming a fashion designer. To pay the rent, she took a part-time job working in an upscale furniture store. Kay’s older sister Blanche married her St. Louis hometown sweetheart, Clement Hurd, on June 28, 1935. Blanche and her husband were over the novelty and hubbub of New York City and decided to settle down in St. Louis to raise a family. (Their first child, Julie, was born on May 1, 1936; their second child, John, was born on October 12, 1939.) Disappointed that her sister had given up a career to become, of all mundane horrors, a mother and homemaker, Kay simply announced to the press that Blanche had gone home “to write a novel.” In an interview for this book, Blanche’s daughter, Julie, confirmed that although her mother enjoyed writing, she never wrote a book or published anything. Julie was also unaware of any fashion designing from her Aunt Marian. Julie said that, in later life, Kay was known to admonish her sisters, “Neither one of you did anything with your talents.” When Kay passed away in 1998, her estate went to her only surviving sibling, Blanche. When Blanche died on May 31, 2002, the estate was passed on to her children, Julie Hurd Szende and John Hurd. *Radio Guide*, 11/7/1936.

49 *The components would*: *Chicago Daily Tribune*, 7/30/1960. Later replacements in Kay’s Rhythm Singers included Dorothy Kirsten, a New Jersey girl who had been singing with the Kate Smith Chorus and eventually became a star soprano for the Metropolitan Opera. Suzanne “Daisy” Eaton was one of Kitty Fink’s college sorority sisters from Kappa Kappa Gamma.

50 *For the twelfth*: Bea Wain, born in New York on April 30, 1917. At the age of six, Bea got her start on *The Children’s Hour* (on a station that later became NBC). On May 1, 1938, Bea married radio announcer Andre Baruch, with Jack Jenney as an usher. After working with Kay’s group, Bea forged a successful solo career.

50 *Ken Lane was not only*: Ken Lane was a Brooklyn native who had started out as a piano player for the George Marlowe Music Publishing firm. “Getting that job was a real break for me,” Ken later told a reporter. “My main job was taking songs around to people like Bing Crosby and Kate Smith. I’d demonstrate the songs, hoping they would sing them on the radio. It also gave me a chance to sing. I was a second tenor and I sang with Kay Thompson for a while.” Ken would later lead his own choral group, do vocal arrangements for Columbia Pictures, and become the accompanist for Frank Sinatra (1944-1952), then for Eddie Fisher (1952-1957), and finally for Dean Martin (1957-1970s). *The Daily Courier* (Connellsville, Pennsylvania), 8/29/1970. [See additional endnotes on Ken Lane listed for page 184 under the trailing phrase “gracefully bowed out.”]

50 *her all-star team*: Prior to the launch of CBS-Radio’s *The Chesterfield Radio Program* on May 1, 1936, Kay Thompson and Her Rhythm Singers made an unannounced, surprise radio debut on Sunday, March 29, 1936, not on CBS, but rather on

a rival NBC show, *Is Swing the Thing?* In her diary, Rythym Singer Virginia “Jitchy” Vass noted: “Came home after rehearsal just long enough to rest a minute and then went back to NBC and went on the air with Kay—but got no money for it! Shucks!” Well, considering the stellar line-up, no wonder they did it for free: Benny Goodman, Red Norvo, Ray Noble, Meredith Willson, guitar duo Dick McDonough and Carl Kress, Casper Reardon swinging on the harp, and vocalist Mildred Bailey, sister of Kay’s chorus member, Al Rinker. The review in *Variety* cheered, “As a round-up of swing stars, this program was the best to date.” Four days later, Kay and her new choir sang *Blue Moon* and *Knock Wood* on Rudy Vallee’s hugely popular NBC program, *The Fleischmann’s Yeast Hour*, Thursday night at 8 P.M., with each chorus member raking in \$22.50, their first paycheck as a group. *Variety*, 4/8/1936; and from Virginia “Jitchy” Vass Scott’s unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott.

50 named Hugh Martin: Born August 11, 1914, Hugh Martin was a prodigy pianist from early on. At the age of five, he was the youngest student at the Birmingham Conservatory of Music. He formed a jazz band to back up his piano and got a gig in Rio de Janeiro, Brazil, where he met Carmen Miranda, long before Hugh did the vocal arrangements for her Broadway musical *Streets of Paris* (Broadhurst Theatre, 1939-40), co-starring Bud Abbott and Lou Costello. In 1936, however, all Hugh wanted in the whole wide world was to work for Kay Thompson. “Kay had an apartment,” Hugh explained. “I showed up at 9 o’clock one morning.” Toused and still in her nightclothes, Kay answered the door on that early morning in March 1936. “Don’t you know show people sleep till noon?” Kay told Hugh. Apparently, the audition time had been set for 9 P.M., not A.M. “I’d waked her up and she was furious,” Hugh recalled. Kay told Hugh to come inside and wait. As she disappeared to make herself more presentable, Jack Jenney emerged holding an electric razor. “I think she had been in bed with Jack Jenney at the time,” Hugh surmised. “They were living together and not married yet, but at least she eventually married him and that made it all right.” Feeling ever so slightly awkward, Hugh made an attempt at idle conversation by admiring Jack’s shaver. “I’ll sell it to you cheap,” Jack said, not exactly the response Hugh was expecting. “I’d never had one,” Hugh recalled, “so I bought it. All I can tell you about Jack Jenney is that he played a superb trombone and he sold me a pretty good shaver.” As the men were concluding their deal, Kay reappeared and asked Hugh, “Could you come back at noon and accompany a gentleman who wants to audition for me at 12?” Hugh replied, “I’ll be glad to.” And that’s how Hugh Martin met Ralph Blane. “Ralph came up there at noon,” Hugh recalled. “I played for his audition that day and Kay took me. It was just the best break I ever had.” In a 1971 interview with author Hugh Fordin, Kay fondly recalled that first meeting with Hugh Martin. “He said, ‘I’ll be the pianist.’ And so he picked up quite a bit of training there,” Kay remembered. “Then, I auditioned Ralph and loved Ralph’s voice and we became friends from that moment on.” Born July 26, 1914, in Broken Arrow, Oklahoma, Ralph Blane discovered he could sing at Northwestern University, Chicago, and coincidentally had made his professional singing debut in Kay’s hometown with the St. Louis Opera Company. Unfortunately, the big break for Ralph in the Big Apple would have to wait—Kay was dead set on hiring three male singers who were an existing group. Even so, Kay had unwittingly enabled the introduction and birth of one of the greatest songwriting teams of all time: Martin & Blane. But, while fame and fortune waited in the

wings, Blane would occupy his time by starring on Broadway in Leonard Sillman’s latest incarnation of *Low and Behold!*, now entitled *New Faces of 1936*, opposite Imogene Coca and Van Johnson. *Coronet Magazine*, 4/1943; and from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

50 *comic novelty songs*: According to *Radio Guide*, 11/21/1936, for the song “I’m an Old Cowhand (From the Rio Grande)” (Johnny Mercer), Kay Thompson added a new verse for her chorus member Al Rinker, formerly of the Rhythm Boys (which he had founded with his friends from Spokane, Washington—Bing Crosby and Harry Barris):

**I’m a rhy-thm-m man
From old Spokane
I used to sing with Bing
Until he learned to sing
Now we both sing on the ra-di-o
Bing’s in the money and steals the show
I’d rather be Bing if you’d like to know.**

The original hit song, sung by Bing Crosby, was from the movie *Rhythm on the Range* (Paramount, 1936), starring Crosby.

51 *at 485 Madison*: Kay Thompson and Her Rhythm Singers were assigned rehearsal space at CBS, 485 Madison Avenue (between Fifty-first and Fifty-second Streets), on the sixteenth floor, adjacent to the office of André Kostelanetz, and diagonally across the hall from the office of future movie maestro Bernard Herrmann. *Radio Guide*, 4/30/1938.

51 “*living in sin*”: From the author’s interviews with Hugh Martin, Bea Wain, and others.

51 “*Kay is so thrilled*”: From Virginia “Jitchy” Vass Scott’s unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott.

51 *debut on May 1: The Chesterfield Radio Program* was produced by Phil Cohan, directed by Fred Bethel, and written by Kay Swift, all CBS employees. David Ross was assigned to be the announcer and the decision was also made to add a male singer to the regular cast, a handsome, blond baritone named Ray Heatherton, born in New Jersey in 1909—the same year as Kay Thompson. In the early 1930s, Ray won a radio talent contest on CBS-Radio’s *The Atwater Kent Hour*, and from there had gone on to sing with Paul Whiteman’s band on CBS’ *The Old Gold Show*. He would later father entertainer Joey Heatherton, but in 1936, he was single and quite the heartthrob among many of the girls in the chorus, despite his somewhat diminutive height. “He was very little,” Bea confirmed. “He used to stand on a box.” And sure enough, in a group photo, it appears

that he towers over Kay until you realize he is standing on the riser behind her. Size didn't matter. In the diary of Virginia "Jitchy" Vass, the four familiar phases of unrequited idol worship are right there in black and white: First, there was the blushing he-actually-noticed-*me* moment: "Ray Heatherton is so cute. He talked to me for a while and was I thrilled." Second, there was the desperate how-can-I-get-him-talking-to-me-*again* moment: "I persuaded Kay to join the Book of the Month Club and lo and behold, I also roped Ray Heatherton in too...at least he promised." Third, there was the impatient he's-not-my-type-anyway moment: "Found out Ray Heatherton is Catholic—so all is over!!!" And finally, the back-to-square-one moment: "Ray talked to me a while today and even though he is Catholic, he's awfully cute." Luckily, Jitchy found *true* love not long after in the form of Robert Scott, a handsome actor, a persistent suitor, and, "praise the Lord, a Protestant!" A year after beginning *The Chesterfield Radio Program*, Heatherton made his Broadway debut in *Babes in Arms*, which opened April 14, 1937. He would later play the beloved children's character, "The Merry Mailman," on radio and TV in the 1950s. He died in 1997. From Virginia "Jitchy" Vass Scott's unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott.

51 "*she was the Statue of Liberty*": Although Kay Thompson and Jack Jenney were staples of the showbiz party circuit, Kay always found time to socialize with her chorus members. According to the diary of Rhythm Singer Virginia "Jitchy" Vass, dated June 15, 1936: "Kay came to dinner and we had the most fun and the best fried chicken—oh, she's so cute. If I had just half the personality!!!! Aunt Annie and Aunt Alice thought she was awfully cute and she thought they were." Rhythm Singer Bea Wain likewise recalled: "Kay used to come up to my house for dinner. We lived in the Bronx. She took a bite of something and said she had broken a tooth, but she didn't. She had caps on her teeth and it was just a cap that had come off. Kay always had a nickname for everybody and she called me B. R., for Beatrice Ruth, my full name. I have a picture that she gave me, autographed: 'To B. R., 'cause she makes my teeth fall out.'" Kay was a generous gift giver, although distributing autographed pictures of oneself might be thought of as a tad egocentric. Jitchy's diary, July 3, 1936: "Kay gave each of us a pair of hose and a funny picture of herself." Elizabeth Newburger Rinker remembered that picture vividly, "of Kay standing outside the theater where we worked, by the stage door. A snapshot. She had a hat on. It was summer. She was just standing on the sidewalk." But not all the gifts were utilitarian or self-aggrandizing. Jitchy's diary, August 20, 1936: "My Birthday!! 21 years old, whew! Just as we were sitting down to dinner, in came flowers for me—I opened and found 2 beautiful orchids from Kay. God bless her—not only that but a check for \$25 also!!!!" August 21: "Went down for the show and of course thanked Kay profusely for her lovely, lovely gifts—honestly she's the sweetest person I've ever known." Then there was a party for Jitchy on Saturday night, August 22: "Kay (there's no limit to her) brought four bottles of champagne! Oh, she's so cute I wish she..." Curiously, Jitchy's pen just doodles after that last dangling phrase, leaving her wish undeclared. It seems pretty clear, though, that she had something of a crush on her mentor, and the feeling appears to have been mutual. From Virginia "Jitchy" Vass Scott's unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott.

51 *two nights a week*: Kay Thompson's workload was Herculean. As an example, the Wednesday, July 15 *Chesterfield Radio Program* called for Kay to sing "Ain't It Right" (solo), "I Don't Want To Make History" (with her Rhythm Singers), and a medley (with Ray Heatherton), all from her own original arrangements. Plus, she had the Friday show to do, with completely different material. However, no matter how invincible she may have appeared on the outside, Kay still had an Achilles' stomach. "Upchuck," Bea grimaced. "That was her word. I'd never heard that expression before. Kay was nervous before the shows—*real* nervous. We had bathrooms backstage and she would throw up in the sink. If I ever felt that I had to throw up, I couldn't talk afterward, much less sing a show. I don't know how she did it." According to the diary of Virginia "Jitchy" Vass, July 15, 1936: "Had rehearsal of course, then after dinner, back for the broadcast. Kay was sick so we were kinda nervous – all right, though!" The pressure of doing two shows a week was starting to take its toll on everyone. Jitchy's diary, July 16: "Had long drawn out rehearsal... Kay got kinda upset today cause Kosty was upset cause [the sponsor] didn't like the program last night. She's afraid we're gonna lose our jobs any time. Came back for another rehearsal tonight." July 20: "Took our costumes and went down to have pictures made—waited two hours for Kay. Spent from 2 o'clock till 8 at the photographers. Hope the pictures are good. It was so hard on us that Jessie [Mahr] fainted and finally when we got thru, Kay announced that after we got a little dinner, we had to come right back to rehearsal—well—we did—but all of us looked like tramps and hags—and felt worse. Didn't get much done consequently. Got home 12:15. Flopped." July 22: "Had to get up at the 'crack' and go down to [Kay's]. Guess what? Yes, we sang all day till dinner time—ate—then went on the air [the fourth week in a row of double shows]. Kay's voice was practically gone." Chorus members' pipes were getting ragged, too. Daisy Eaton got strep throat and had to leave to have her tonsils removed. Elizabeth Newburger missed a week or two due to laryngitis. Kay's sister, Marian, still in New York but focusing on her art, was drafted as an occasional substitute. Kay tried to give her team a day off now and then, but even that backfired. August 19: "Went back to work today. We'd forgotten most of our songs and Kay was mad—said she wasn't gonna give us any more days off. Oh well. I didn't do anything anyway!" To make matters worse, André Kostelanetz bowed out of three weeks of broadcasts in August (six shows). Opera singer Lily Pons demanded that RKO bring her beloved Kosty to Hollywood to conduct for her performances in *That Girl from Paris*, both for the prerecording sessions as well as on-screen. (Pons and Kostelanetz would also headline at the Hollywood Bowl on Friday, August 7, 1936.) So, Kostelanetz' assistant and violinist, Harry Hoffman, was left behind in New York to fill-in for *The Chesterfield Radio Program*. Jitchy's diary, August 5: "Things don't seem to go so smoothly 'cause Kosty is not here." According to an article in *The Atlanta Constitution*, Kay wrote a new "screwy melody... to celebrate Kostelanetz' return from Hollywood last week. There was first a verse and chorus of straight lyrics, then a little nonsensical elaboration on the idea with dialog and sound-effects. It was finished with a return to the chorus. Kay arrives at the funny middle part by taking the whole group into conference on it. The girls and the three young men sit around, shoot ideas back and forth, and finally come out with something. Kay says those meetings are worth 10 hours of sleep, they're so relaxing." By the time Kostelanetz returned, some changes were already afoot. August 25: "Had to go down for early rehearsal with Kosty. We were all certainly glad to see him [back from Hollywood]! Found out that it's pretty certain we're going [back to just] once a week all fall." At the

end of September, the Wednesday show was shifted to a classical format, starring Lily Pons. Although Kay and her crew were disappointed, there was also a certain sense of relief. With only one show per week on Friday nights, they could breathe again. *The Atlanta Constitution* (Atlanta, Georgia), 9/6/1936; and from Virginia “Jitchy” Vass Scott’s unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott. The July 20, 1936, photo session mentioned above yielded a group picture that was used for a promotional postcard that appears in the photo section of this book (No. 7). Postcard reads “Kay Thompson, Ray Heatherton, Rhythm Singers, Chesterfield Radio Program, Columbia Network Coast-to-Coast, Every Wednesday and Friday.” Front and center is Kay Thompson, with Ray Heatherton beside her, standing on a step to make him seem taller. The Rhythm Singers, top row, left to right: Virginia “Jitchy” Vass (Scott), Jude Freeland (Barnum), Louisa “Weezie” Vass (Gould), Bea Wain (Mrs. Andre Baruch), Al Rinker, Ken Lane, Johnny Smedburg, Elizabeth Newburger (Mrs. Al Rinker), Suzanne “Daisy” Eaton (Silloway), Loulie Jean Norman (Price), Marjorie Miller (years later killed in plane crash in the Pacific), Beverly Freeland (the second Mrs. Gordon Jenkins), and Helen Jackson (English). Lower row, left to right: Jessie Mahr (the first Mrs. Gordon Jenkins), Eula “Marion” Jernigan, and Sally Vass (Waters).

51 unique vocal arrangements: Critics were impressed with Thompson’s artistry. In the *Los Angeles Times*, Dale Armstrong wrote, “Kay Thompson’s vocal work with André Kostelanetz is something to write home about. Clever, tuneful, interesting and at times inspired. Last week’s ‘Kay for President’ routine was unusually good.” On the May 15, 1936, installment of *The Chesterfield Radio Show*, Kay had a field day reinventing “Joan of Arkansaw” (Herbert Stodhart-Oscar Hammerstein). However, not every song was fun. According to the diary of Virginia “Jitchy” Vass, dated May 13-14, 1936, “Rehearsed for *Chesterfield*. Found out that we have to change our song for next week so we can sing a corny song that Ginger Rogers wrote. Kosty kind of likes her and that’s why... after dinner we had to go back to help Kay arrange our new Ginger Rogers song—we stayed till pretty late—but cut up more than anything else. I don’t think the song’s so cute.” Adding a last-minute song was highly unusual. Normally, the programs were collaboratively planned well in advance. “Essential for presenting popular music was expertise in arranging,” Kostelanetz later wrote in his autobiography. “There were usually orchestrations available because most of the popular songs we played had come from musicals, and those orchestrations were for the theater’s pit orchestra. But they were conventional to the point of dullness, so we started fresh with the sheet music.” According to a report in *Microphone*, “André Kostelanetz called a preliminary conference where he and his ‘board of strategy’—the most talented arrangers in radio—discuss the type, selection and grouping of the numbers.” The enclave of arrangers included Kay Thompson, Gordon Jenkins, Carroll Huxley, Herbert Quigley, and Charles Henderson (composer of “Deep Is the Night” and “Carefree”) who doubled in the orchestra as drummer and pianist respectively. Another arranger was George Bassman (composer of “I’m Getting Sentimental Over You”) who went on to become a staff arranger and composer at MGM, where he worked on such films as *The Wizard of Oz*, and later collaborated again with Thompson on several movies. “The arrangers would bring their work to me,” Kostelanetz remembered, “and I would go over it, making suggestions and refinements. The only real problem we had was selecting material—there

was so much to draw from.” The report in *Microphone* continued: “Once the basic program is decided upon, the more technical labor begins—several score people are called into service. The number of pages of manuscript music turned out for the program is never less than 1,300 and is usually more. Then begins the editing, additions and blue-penciling. The next step is the work of three assistant arrangers. It takes them three 15-hour days to assemble the single score. With the score whipped into shape, three copyists spend three more 15-hour days extracting from the arrangements the parts for each of the 45 instruments. Final rehearsals begin at 9 A.M. on the Thursday before the [Friday night] broadcast. The entire group continues through till 6 that night and takes up where it left off on Friday afternoon [continuing up to the 10 P.M. live performance].” Kay’s off-the-wall arrangements, and her penchant for never writing anything down, presented its own set of obstacles. Many wondered if she could even read music. When entertainer and music historian Michael Feinstein later posed this question to her, Kay responded, “Oh, darling, I read music. I just think so fast I don’t have the time to write it down. I have other people do that for me.” As rehearsal pianist, Hugh Martin would have to memorize Kay’s hyper, ever-changing arrangements, then play them for Kostelanetz’ arrangers and copyists far enough in advance so that all could be written down and orchestrated. And, as you might have guessed, Kay was not immune to last-minute revisions—nor was Kosty—which kept everyone on their toes right up to airtime. “It was hard to go wrong with such music available and the performing and arranging talent to present it,” Kostelanetz recalled. “Not only did the listening public respond but composers did, too.” *Los Angeles Times*, 8/16/1936; *Microphone, The Original U.S. Radio Newspaper*, 8/7/1936; *Gay City News*, 12/14/2006; Kostelanetz, André, with Gloria Hammond. *Echoes: Memoirs of André Kostelanetz*. New York: Harcourt, Brace, Jovanovich, 1981, pages 77-79; and from Virginia “Jitchy” Vass Scott’s unpublished diary, made available to the author exclusively for this book, courtesy of Jitchy and her husband, Robert Scott.

51 *Cole Porter, Richard*: Kostelanetz, André, with Gloria Hammond. *Echoes: Memoirs of André Kostelanetz*. New York: Harcourt, Brace, Jovanovich, 1981, page 79.

52 “to approximate a band”: Tormé, Mel. *My Singing Teachers: Reflections on Singing Popular Music*. New York: Oxford University Press, 1994, page 164.

52 “Kay’s tag endings”: *Ibid.*, page 165.

52 “marvelous André”: Minnelli, Vincente, with Hector Arce. *I Remember It Well*. New York: Doubleday, 1974, page 86. Gordon Jenkins married not one, but two of Kay’s chorus members—first Jessie Mahr, and later Beverly Freeland.

52 *by the end of September*: Beginning the first week of October, reduced to just one show a week, the members of Kay Thompson’s Rhythm Singers had more time to moonlight. Not only did the Vass Sisters have their regular Saturday morning show, but Bea and the Bachelors (Bea Wain, Al Rinker, Ken Lane, Johnny Smedburg) continued to sing as a quartet whenever possible. “We used to rehearse Bea and the Bachelors in one of Irving Berlin’s rehearsal rooms,” Bea recalled. “And in another studio, there were four guys rehearsing also, the four Modernaires. They were very good and we were very good. But they used to annoy us because they’d rehearse loud and we’d rehearse loud, and so

on. Finally someone came to us and said, ‘Instead of competing with each other, why don’t you just join each other?’ So we did. We put an octet together, which was also quite wonderful. Seven boys and a girl. And then somebody came to us and said, ‘You know, I think Fred Waring could use you. Why don’t you go up and talk to him?’ So we did. We went and auditioned for Fred and he hired us right away. He was on the Ford program, he called us the V-8, which was the name of a car. And Andre [Baruch] was announcing that show—that’s how we first got together [and later married]. The eight of us were doing the Ford show with Fred and at the same time the four of us from Bea and the Bachelors were doing the Chesterfield show with Kay. It was a very busy time. Well, as you know, Kay had had experience with Fred Waring. We used to tell Fred, ‘We have to leave. We’re rehearsing too long. We gotta go do the Chesterfield rehearsal.’ He used to raise his voice and say, ‘You tell Kay Thompson that she’s a so-and-so-and-so-and-so, and what does she want with *my* singers?!’ He used every curse word in the book and we went back and told her! And she’d say, ‘Okay, you tell *him* what I say: *blah blah blah!*’ I mean this was a *big* hate thing between them... he *hated* her. He resented every second and she didn’t take any crap from him. And we were in the middle, running back and forth between rehearsals, and he didn’t make it easy for us because he knew where we had to go. He gave us a very hard time. But later, when Andre [Baruch] and I were married [on May 1, 1938, with Jack Jenney as one of the groomsmen], we became friends because Fred and [my husband] were such good friends. We saw each other quite a bit.”

52 settled on Hal Kemp: In an interview for this book, Bea Wain said, “Hal Kemp really was sweet. He had a great band, if you like that kind of music. Fourteen men. We rehearsed with him on Long Island, in Forest Hills. That’s where he had a rehearsal hall. We took the train. We used to go to a drugstore and bring sandwiches back, but before we could eat them, the guys in the band would grab the bags and eat them. We got very upset at that. I used to eat cream cheese and jelly sandwiches on toast. That was my standard, all the time. So, Loulie and I went to the drugstore and the guy looked at me and said, ‘Cream cheese and jelly on toast?’ And I said, ‘No. Toothpaste and jelly on toast.’ If you put the white toothpaste out nicely, it can look like cream cheese. Of course, when we got back to rehearse, they took our bags and soon found out what they were eating, and they never took our sandwiches again.” *Radio Guide*, 5/1/1937, lists the roster of Hal Kemp’s band: Hal Kemp (saxophone); C. B. Van Nordstrandt (piano); Edgar C. “Skinnay” Ennis (drums, vocals); Jack Shirra (bass); Phillip Fent (guitar); Ralph Hollendeck, Clayton Cash, and Mickey Bloom (trumpets); Wendell “Gus” Mayhew and Edward Kuczborski (trombones); Harold H. Dankers (first saxophone); Ben Williams (saxophone, clarinet, flute); H. K. “Saxie” Dowell (saxophone, clarinet); and Bob Allen (vocals). Additional source: *Radio Guide*, 12/19/1936.

52 her impressive rankings: Interest in Kay Thompson’s lifestyle was a clear indication that her celebrity status had risen from newcomer to trendsetter. When *Radio Guide*, 9/12/1936, published a collection of “Hot Weather Drink Recipes,” Kay’s favorite concoction shared equal billing with the beverage formulas of such top radio stars as George Burns and Gracie Allen:

Kay Thompson’s Peach Punch: 1 cup sugar, 2 cups water, ¼ cup orange juice, 2 cups sliced peaches and juice, ¼ cup lemon juice. Boil water and sugar together 1

minute, then set to cool. Force peaches through sieve. Add other ingredients and cooled syrup. Chill thoroughly, dilute with mineral water.

Radio Mirror, 8/1936, published “Kay Thompson’s Secrets for Summer Loveliness” featuring her extensive lecture on personal hygiene and grooming. “My particular problem is my forehead,” Kay revealed. “One of my idiosyncrasies, as you’ve probably noticed already, is talking with my eyebrows.” It is not clear how radio fans would know that, but hey, if Fred Astaire could dance on the radio, Kay Thompson could certainly manage to convey some arched expressionism over the airwaves. “That comes partly from facial expressions necessary in putting over popular songs,” Kay explained, “and partly from a childhood habit of trying to keep my eyes wide open, because I thought they were too small and light! Well, this constant use of the eyebrows encourages deep horizontal lines in the forehead, so I pay special attention to that when using my tissue cream, by massaging it generously into this part of my face.” She suggested frequent baths, especially during the hot summer months, plus the use of “witch hazel for occasional quick cleansings during the day before re-powdering. These new pine and olive bath oils are such a help! They protect the natural oils of the body from the too-frequent contact with water, and they sooth the nerves. That last is a fundamental thing, because I believe relaxation is everything. You can’t have a pleasant-looking face without relaxed, happy nerves.” (Interestingly, ointments-as-tranquilizers was on Kay’s mind two decades later in her first *Eloise* book; after *Eloise* and her pug dog Weenie have been spooked in a dark closet by imaginary monsters, she makes Nanny put “witch hazel and cotton on all of our toenails” to calm their nerves.) Deodorant was deemed absolutely essential. “It’s not simply a question of making one’s self more alluring and irresistible,” Kay sniffed, “but it’s also a question of—well, of being a good neighbor, if you want to put it that way! As a matter of fact, while we’re on the subject, I’ll have to admit I’d be very glad to get up on a soapbox and lecture the men about deodorants, too!” At the end of the article, the reader was informed that for “more about Kay’s cosmetics,” a free leaflet was available by sending a self-addressed-stamped-envelope to the magazine. Wouldn’t that be a kick to find? (Regrettably, as of this writing, no copy of the leaflet featuring Kay Thompson’s cosmetic tips has turned up.) *Radio Mirror*, 8/1936; *Radio Guide*, 9/12/1936; Thompson, Kay. *Eloise*. Illustrated by Hilary Knight. New York: Simon & Schuster, 1955, pages 62-63.

53 *The year-end Hearst: Variety’s First Annual Radio Directory 1937–38*. New York: Variety, Inc., 1937, pages 31–32.

53 *Renamed It’s Chesterfield Time: It’s Chesterfield Time* featuring Kay Thompson and Hal Kemp lasted twenty-six weeks, from January 1 to June 25, 1937. Kay’s numbers included “Why,” “Pennies from Heaven,” “One in a Million,” “The Story of the Dixieland Band,” “I’m Hating Waiting Around,” “Too Marvelous for Words,” “Boo Hoo,” “Whoa Babe,” and “How Deep Is the Ocean.” She performed “It Had to Be You” on January 29, 1937, a song she would record for the Victor label on April 15, 1937. “He’s a Gypsy from Poughkeepsie” was introduced on the show by Kay, resulting in her photo being featured on the cover of the published sheet music. Kay’s last appearance with Kemp on June 25, 1937, included her performances of “Summertime” and “That Foolish Feeling.”

53 *launched on January 1*: Starting January 1, 1937, the leaner and meaner *It's Chesterfield Time* hit the airwaves, with a new theme song, "Celebrating Time," written and performed by Kay:

**Let's let the show begin,
Let's bring the singers in,
Let's give the band a chance,
Let's start the song and dance.
I'm certain you'll take us to your heart,
Let's raise the curtain, let's start!**

There were also some personnel changes in the lineup of Rhythm Singers. Dorothy Kirsten, a New Jersey girl who had been singing with the Kate Smith Chorus, joined Kay's group and eventually became a star soprano for the Metropolitan Opera. Kirsten would later sing a duet with Bing Crosby in the movie *Mr. Music* (Paramount, 1950). On January 2, 1937, Kay Thompson and Her Rhythm Singers starred in a CBS radio special honoring its new affiliate stations in California: KNX-Los Angeles and KSFO-San Francisco (replacing the Don Lee Network's KHJ and KFRC). Broadcast live from New York and Los Angeles, the East Coast portion was introduced by network chairman William S. Paley and, in addition to the music of Kay and her group, the program also featured the comedy of Milton Berle, George Burns and Gracie Allen, plus an opera number performed by Nino Martini with an orchestra conducted by Rubinoff. Hollywood was represented by Al Jolson, Eddie Cantor, Nelson Eddy, Cecil B. DeMille, Jack Oakie, Gertrude Niesen, and Martha Raye. *Illustrated Daily News* (Los Angeles), 1/2/1937; *Chicago Daily Tribune*, 7/30/1960.

53 *"I rehearse my group"*: *Microphone, Original U.S. Radio Newspaper*, 2/6/1937.

53 *Thompson's popularity was at*: Another barometer of Kay Thompson's success could be measured by the company she kept. After terrible floods in the Midwest, New York's Mayor LaGuardia staged an all-star charity fundraiser at Radio City Music Hall on February 11, 1937, to aid the American Red Cross. Kay shared the spotlight with many of her future chums: Milton Berle, Noël Coward, Ethel Merman, Jimmy Durante, Helen Hayes, Bob Hope, Bert Lahr, Beatrice Lillie, and Vincent Price, with music conducted by Guy Lombardo, André Kostelanetz, Rubinoff and Fred Waring. The two-hour gala was carried over CBS and both the Red and Blue NBC networks, an unprecedented cooperative event. *New York Times*, 2/11/1937; *Los Angeles Times*, 2/11/1937.

53 *Other than the occasional*: Chesterfield cigarette ads featuring Kay Thompson and Hal Kemp appeared in *Playbill* (the week of May 3, 1937, back cover, for all Broadway shows) and numerous other magazines and newspapers around the country in April and May 1937.

54 *Although Kay was announced*: *Los Angeles Times*, 1/13/1937.

54 *more luxurious apartment*: *New York Times*, 10/15/1936.

54 “*Kay took an entire*”: *Radio Mirror*, 10/1937.

54 *Indeed, Mr. Chips*: *Los Angeles Evening Herald-Express*, 8/6/1935.

54 “*The woodwork is*”: *Microphone, Original U.S. Radio Newspaper*, 2/6/1937.

54 *Kay eloped with Jack*: The Kay Thompson–Jack Jenney marriage license was dated January 25, 1937; their marriage certificate was dated January 27, 1937. Thompson’s hometown paper, the *St. Louis Post-Dispatch*, reported on January 27 that the marriage had taken place on January 26. On January 24, Jack Jenney’s hometown newspaper, the *Waterloo Sunday Courier* (Waterloo, Iowa), announced that the Thompson-Jenney union had taken place on January 23, 1937.

55 *giving Holiday her*: Billie Holiday’s version of “Carelessly” was No. 1 for three weeks, beginning on May 15, 1937.

55 “*Kay Thompson certainly spoiled*”: *San Antonio Light* (San Antonio, Texas), 5/24/1937.

55 “*he thought they were awful*”: *New York Daily News*, 4/5/1948.

56 *On June 12, he booked*: In addition to “Whoa Babe,” Kay would also perform her Victor release, “It Had to Be You.”

56 “*famous ‘Simone Simon’ break*”: In 1936, Twentieth Century-Fox mogul Darryl F. Zanuck had imported a gorgeous, pouty French starlet by the name of Simone Simon to star in her first Hollywood movie, *Girls’ Dormitory*, followed by a string of others (ironically including *Love and Hisses*, the sequel to *Wake Up and Live*, again starring Walter Winchell and Ben Bernie as themselves, with Simone supplanting Alice Faye as the rising starlet). The studio’s publicity machine had been working overtime, landing Simone on the covers of countless fan magazines, establishing her as the hottest “it” girl of the moment. Today she is perhaps best remembered for Val Lewton’s suspense classic, *Cat People* (RKO, 1942). In 1936 and early 1937, Simone Simon had been dating the legendary composer George Gershwin. Kay was a friend of George and his brother-slash-songwriting partner, Ira, having performed many of their songs, including *I Got Rhythm* and *Summertime*. Kay had recently become friendly with the entire coterie of chums who swirled around the Gershwins, including Vincente Minnelli, Harold Arlen, Yip Harburg, Howard Lindsay, Russel Crouse, even her CBS producer buddy, Bill Spier. And, Kay’s main squeeze, Jack Jenney, had known George since 1934 when he played trombone for *Music by Gershwin*, a CBS radio series hosted by the composer. Could Kay’s “famous ‘Simone Simon’ break” have been meant as a wink to the crush George had on the starlet? Tragically, and quite unexpectedly, a month after Kay performed *Whoa Babe*, George died from a brain tumor, on July 11, 1937. “Simone, Simone, Simone,” was not the only girl’s name Kay used as filler. “Lucille, Lucille, Lucille,” also pops up in *Whoa Babe*, although her significance, if any, remains unsolved. One might suspect that it refers to the most famous “Lucille” of all, Lucille Ball, but in 1937, she was just starting

to make a name for herself in movies and radio. Ball did have a supporting role in *That Girl from Paris* with Lily Pons and André Kostelanetz, a January 1937 release that Kay surely would have seen, but if Kay's "Lucille" had been inspired by a high-profile celebrity, that person would more likely have been a singer by the name of Lucille Manners. On February 5, 1937, Lucille Manners had, with significant controversy, replaced Jessica Dragonette on the *Cities Service Concerts*, a radio program of remarkable popularity and longevity, lasting from 1925 to 1956. After several successful years on the program, Dragonette had demanded a raise that the sponsor would not cough up, so out the door she went, replaced by Lucille Manners, who understandably had a bumpy start trying to win over disgruntled listeners. Manner's show was broadcast weekly on Fridays at 8 P.M., immediately preceding *It's Chesterfield Time*, so perhaps therein lies a connection. Hugh Martin believed the choice was random: "I sincerely believe Kay picked that name out of the blue just because she liked the sound. To this day, I can still sing you 'Lucille, Lucille, Lucille,' from 'Whoa Babe.' In another arrangement she garnished a jazz riff, 'Eloise, Eloise, Eloise.' This was long before she wrote the children's book. I remember singing 'Eloise, Eloise, Eloise' and I could sing it for you note for note, but I've drawn a total blank of which song it was in." Previously unreported, this golden nugget adds yet another brick to the foundation of Eloise. So far, no Thompson radio performance from that period has surfaced with an "Eloise, Eloise, Eloise" break. Let the search begin. *Downbeat*, 5/1936 and 7/1937.

56 "plenty hot": *Down Beat*, 7/1937.

56 starring Alice Faye: *Radio Guide*, 6/19/1937.

56 were no longer required: On Sunday, June 20, 1937, five days before her last *It's Chesterfield Time* show on CBS, Kay accepted an invitation to guest star on NBC's *The Magic Key of RCA Hour*, hosted by Milton Cross, featuring the 30-piece NBC Symphony Orchestra conducted by Frank Black. Spearheaded by Kay's former boyfriend, Don Forker of the Lord and Thomas advertising agency, the series offered a progressive mixture of "symphony musicians and opera stars with purveyors of swing." It certainly seemed like an ideal environment for Thompson until egos clashed. The *New York World-Telegram* reported, "Just an hour before Kay Thompson's scheduled appearance... the lady walked out of the studio after an argument with Frank Black. Kay wanted the trumpet section to walk down in front and play immediately behind her Rhythm Singers choir. Frank explained this was impossible because the next number was a symphonic work and the trumpeters could not get back to their places in the brass section in time to blend into the music properly. Rather than upset her arrangement Miss Thompson refused to go on the air. The Southernaires quartet was rushed in to fill the gap." With unemployment looming large, Kay's temper was apparently on a very short fuse. After the broadcast, however, Forker smoothed things over and Thompson was rescheduled to appear on the July 4 installment along with nine-year-old soprano Bobby Breen plugging his latest movie, *Make a Wish* (RKO, 1937). Kay could have immediately segued into another popular CBS series if she had accepted an offer of \$1000 per week to join *Community Sings*, a musical-comedy variety show sponsored by Gillette Razors that had launched Milton Berle's radio career. But, she turned it down. There was also talk of teaming up with her *Saturday Night Swing Club* buddies—Leith Stevens' orchestra and

host Lanny Ross—for a new CBS series “beginning the latter part of July or in early August.” But nothing came of that either. Dunning, John. *On the Air: The Encyclopedia of Old-Time Radio*. New York: Oxford University Press, 1998, page 422; *Los Angeles Times*, 6/17/1937; *Oakland Tribune* (Oakland, California), 7/1/1937; *New York World-Telegram*, 6/21/1937; *Albuquerque Journal* (Albuquerque, New Mexico), 6/20/1937; *Atlanta Constitution* (Atlanta, Georgia), 7/4/1937.

56 boarded the Queen: The *Queen of Bermuda* was built in 1933, weighed 22,575 gross tons, and measured 580 feet in length. Private toilets were featured in each cabin, a rarity at that time. The usual cruise lasted six days—forty hours each way from New York to Bermuda and back, with four days spent anchored at the island. In the mid-1930s, trips cost as little as sixty-two dollars per person.

Chapter Three: Hooray for What?

57 “The screaming and the sobbing”: From the author’s 2002 interview with Hugh Martin.

57 an offer of \$5,000: *Liberty*, 12/25/1937. Joe DiMaggio and the other guest stars in *Manhattan Merry-Go-Round* were all paid \$5,000 each, favored nations.

58 named John H. Auer: The John H. Auer information was taken from the *American Film Institute Catalog* listing for *Manhattan Merry-Go-Round*, posted on the AFI website (www.afi.com). The credited director of *Manhattan Merry-Go-Round* was Charles Reisner, who would later direct the Marx Brothers in *The Big Store* (MGM, 1941); his films *Meet the People* (MGM, 1944) and *Lost in a Harem* (MGM, 1944) featured vocal arrangements by Kay Thompson.

58 replacements were quickly: The fifteen-member lineup of Kay Thompson’s Rhythm Singers in *Manhattan Merry-Go-Round* (Republic Pictures, 1937) included Hugh Martin, Al Lane (brother of former Rhythm Singer Ken Lane), Al Rinker, Elizabeth Newburger (soon to be Mrs. Al Rinker), Bea Wain, Jessie Mahr, Beverly Freeland, the four Mullen sisters, and four unidentified female singers.

58 for two new songs: “All Over Nothing at All” and “I Owe You” were composed expressly for *Manhattan Merry-Go-Round* by Peter Tinturin and Jack Lawrence.

58 “We need stars”: Dialogue from *Manhattan Merry-Go-Round* (Republic, 1937), screenplay by Harry Sauber.

58 “Joe DiMaggio?! The ballplayer”: Ibid.

59 “This is hotter ’n”: Cramer, Richard Ben. *Joe DiMaggio: The Hero’s Life*. New York: Simon & Schuster, 2000, pages 99 (photo of Kay Thompson and Joe DiMaggio) and 111.

- 59 “*Republic Studios jumped*”: *San Francisco Examiner*, 11/18/1937.
- 59 “*paraded into camera range*”: *New York Times*, 12/31/1937.
- 60 *a second movie appearance*: *Radio City Revels*, filmed in November and December 1937, released on February 11, 1938, by RKO.
- 60 *Just before Kay signed*: After Alice Faye and Kay Thompson were a no-go, Jane Froman ended up appearing as the vocalist with Hal Kemp’s band in *Radio City Revels* (RKO, 1938).
- 60 “*had an apple orchard*”: Meyerson, Harold, and Ernie Harburg. *Who Put the Rainbow in “The Wizard of Oz”?* Yip Harburg, *Lyricist*. Ann Arbor: University of Michigan Press, 1993, page 104.
- 60 “*a gas so terrible*”: *Ibid.*, page 105.
- 61 “*I’ll go into the chorus*”: Castelluccio, Frank, and Alvin Walker. *The Other Side of Ethel Mertz: The Life Story of Vivian Vance*. New York: Berkley Boulevard Books, 2000, pages 78–79.
- 61 “*have been engaged for the*”: *Chicago Daily Tribune*, 8/14/1937.
- 62 “*I thought she might be*”: Castelluccio, Frank, and Alvin Walker. *The Other Side of Ethel Mertz: The Life Story of Vivian Vance*. New York: Berkley Boulevard Books, 2000, page 82.
- 62 *At a rehearsal space*: Jablonski, Edward. *Harold Arlen: Happy with the Blues*. New York: Doubleday, 1961, page 114; *New York Times*, 8/21/1973. The chorus listed in *Playbill* for *Hooray for What!* on November 30, 1937, included Hugh Martin, Ralph Blane, Johnny Smedburg, William Chandler, Harold Cook, Ford Crane, Frank Howard, Castle Williams, Peggy Badey, Bidida Blakely, Constance Carr, Carrol Clarke, Beverly Hosier, Meg Mundy, Dagmar Nilsson, Wynelle Patterson, Barbara Towne, Virginia Vonne, and Armance Wilkins.
- 62 “*I had to take them*”: De Mille, Agnes. *Dance to the Piper*. Boston: Little, Brown and Company, 1951, page 181.
- 62 *finale showstopper*: “Down with Love” would later become the title song and inspiration for the movie *Down with Love* (Twentieth Century–Fox, 2003) starring Renée Zellweger and Ewan McGregor. The song was performed for the movie by Michael Bublé and Holly Palmer, arranged and produced by Marc Shaiman. Judy Garland’s cover version of the song was also utilized in the film.
- 62 “*God’s Country*”: *God’s Country* was used again in *Babes in Arms* (MGM, 1939), sung by Judy Garland, Mickey Rooney, Douglas MacPhail, Betty Jaynes, and chorus.

62 “*Napoleon’s a Pastry*”: Shaw, Arnold. *Let’s Dance: Popular Music in the 1930s*. New York: Oxford University Press, 1998, page 138. “*Napoleon’s a Pastry*” was used again years later in the Arlen-Harburg stage musical *Jamaica*, starring Lena Horne in her Broadway debut.

63 “*became friendly with Ed*”: Castelluccio, Frank, and Alvin Walker. *The Other Side of Ethel Mertz: The Life Story of Vivian Vance*. New York: Berkley Boulevard Books, 2000, page 88.

63 *tryout set to open*: *New York Times*, 10/8/1937.

63 *Minnelli began popping*: Minnelli, Vincente, with Hector Arce. *I Remember It Well*. New York: Doubleday, 1974, page 100.

63 “*We were all treated*”: De Mille, Agnes. *Portrait Gallery*. Boston: Houghton Mifflin Company, 1990, pages 102–3.

63 “*The dress rehearsal lasted*”: *Ibid.*, page 102.

63 “*Then with no warning*”: Minnelli, Vincente, with Hector Arce. *I Remember It Well*. New York: Doubleday, 1974, page 100.

63 “*Vincente Minnelli took to his*”: De Mille, Agnes. *Portrait Gallery*. Boston: Houghton Mifflin Company, 1990, page 103.

63 “*a striking blonde girl*”: *Boston Herald*, 10/31/1937.

64 “*The next morning*”: *Ibid.*

64 *a midnight rehearsal*: *PIC*, 1/1938.

64 “*This isn’t true*”: De Mille, Agnes. *Portrait Gallery*. Boston: Houghton Mifflin Company, 1990, page 104.

64 “*Buds Won’t Bud*”: “*Buds Won’t Bud*” was later recorded and filmed by Judy Garland for the movie *Andy Hardy Meets Debutante* (MGM, 1940) but ended up being cut from that production, too. Garland recorded the song for the Decca label, released in June 1940. The song finally made it to the silver screen when Ethel Waters sang it in *Cairo* (MGM, 1942).

64 *to punch up his lines*: Joke writers Parke Levy and Alan Lipscomb received no credit for *Hooray for What!* However, an advertisement was taken out in *Hollywood Reporter* on December 13, 1937, that read: “Hooray for What??????? Hooray for who wrote those Belly Laughs for Ed Wynn in the New York Winter Garden Smash HOORAY FOR WHAT!!!!!!! Now working on ‘Right The Way’ with Tamara, Guy Robertson and Joe Lewis.”

64 *On Friday night, November 5: PIC*, 1/1938.

64 “*That will be your last*”: De Mille, Agnes. *Portrait Gallery*. Boston: Houghton Mifflin Company, 1990, page 104.

65 “*Thompson had throat trouble*”: *PIC*, 1/1938.

65 “*If you’re going to be a target*”: Transcribed from *The Mike Douglas Show*, 11/18/1969. Courtesy of King World.

65 *Libby Holman*: Thirty-three-year-old Libby Holman, the legendary 1920s torch singer (*Am I Blue?*), had last starred on Broadway in *Revenge with Music* (New Amsterdam Theatre, 1934-35). What made Libby a particularly interesting choice for the role of the femme fatale in *Hooray for What!* was the fact that she may have actually been one in real life. “In July 1932, Zachary Smith Reynolds, the younger son of North Carolina tobacco magnate R.J. Reynolds Sr., was killed by a gunshot to the head,” noted historian Bill Bell. “His wife, Broadway torch singer Libby Holman, and his close friend Ab Walker were charged with murder, though they said he committed suicide. The charges were later dropped at the request of the family, reportedly to prevent unpleasant details of Smith Reynolds’ life from becoming public.” Heeding the advice of her attorney, Holman turned down the role in *Hooray for What!* because she and her handlers were doing everything in their power to bury the past. *Ironwood Daily Globe* (Ironwood, Michigan), 11/26/1937; “McDuffie’s Homes” by Bill Bell, posted on the Buckhead, Inc., website (www.buckhead.net).

65 *Ethel Shutta*: *Fitchburg Sentinel* (Fitchburg, Massachusetts), 11/23/1937. Ethel Shutta, forty-one, was a well-known cabaret and radio singer who starred opposite Eddie Cantor in both the Broadway and movie versions of *Whoopee!* but she turned down the offer to be in *Hooray for What!*

65 “*The switch was made*”: Castelluccio, Frank, and Alvin Walker. *The Other Side of Ethel Mertz: The Life Story of Vivian Vance*. New York: Berkley Boulevard Books, 2000, page 83.

66 “*You must do the show*”: *Ibid.*, page 84.

66 “*the Shuberts’ fornicality*”: Quote from “The Passion According to St. Kate, Opus 19, #46,” an original birthday cantata by Roger Edens in honor of Kay Thompson’s birthday on November 9, 1946, performed privately for the occasion by Judy Garland, Ralph Blane, Conrad Salinger, and Roger Edens. Another verse on the subject of *Hooray for What!* read as follows:

**The Shubert Brothers—Jake an’ Lee.
Those bastards wouldn’t pay for what
She signed up to portray. For what
they wanted was a lay (for what?)
So Katie left “Hooray for What?”**

From the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

66 “*Soloists Coached by*”: From the *Hooray for What!* program for its Philadelphia tryout at the Forrest Theatre, commencing November 16, 1937.

66 *dropping like flies*: *New York Times*, 11/18/1937. Hanna Williams was replaced by June Clyde; Roy Roberts was replaced by Jack Whiting.

66 “*It all started*”: *New York Times*, 11/28/1937.

66 “*Greta Garbo, Sophie*”: Ibid.

67 “*nothing remarkable*”: *New York Times*, 12/2/1937.

67 *over the next six months*: Midway through the run of *Hooray for What!* June Clyde and Jack Whiting were replaced by Dorothy Stone and Charles Collins, respectively.

67 “*I’m Hangin’ On to You*”: Harmetz, Aljean. *The Making of “The Wizard of Oz.”* New York: Knopf, 1977, pages 74–75. The influence of *Hooray for What!* on *The Wizard of Oz* extended beyond just the music. The title role of the Wizard was first offered to *Hooray for What!* star Ed Wynn (as well as W. C. Fields) before finally going to Frank Morgan.

67 *The blissful exuberance*: *Royal Gelatin Hour*, NBC, 12/2/1937, 8:00 p.m., courtesy of Ted Ono and Baldwin Street Music. *The Royal Gelatin Hour* was not the only radio show Kay did during that period. On November 27, 1937, three weeks after being fired from *Hooray for What!*, Kay appeared once again as guest vocalist on CBS-Radio’s *Saturday Night Swing Club*, performing “a hot specialty number” with Leith Stevens’ all-star band including Jack Jenney (trombone), Hank Ross (sax), Dick Donough (guitar), Lou Shoobe (bass), Billy Gussack (drums), and Walter Gross (piano). Kay’s former Rhythm Singer, Al Rinker, was still co-producing the show. Photographs of the broadcast appeared in *Radio Guide* showing a happy and confident Kay, looking like a million bucks in a new hip-length fox fur coat. No moss was collecting on this rolling stone. *Radio Guide*, 12/18/1937.

68 *And so, on January 14*: On January 14, 1938, Jack Jenney and His Orchestra also recorded “Swingin’ the Apach” and “The Night Is Blue.” Jack Jenney’s orchestra lineup: Red Solomon, Charlie Zimmerman, and Don Sprague (trumpets); Bob Jenney and Jack Biglow (trombones); Toots Mondello, Frank Myers, Johnny Pepper, and Art Drelinger (saxophones); Gil Bowers (piano); Chick Reeves (guitar); Lou Shoobe (bass); and Gene Krupa (drums).

68 *the scandalous, twenty-one-year-old heiress*: *Radio Stars*, 2/1935; *Radioland*, 4/1935; *Radio Mirror*, 6/1935, 8/1935, and 9/1935; *Radio Guide*, 12/5/1936. Adelaide Moffett’s father was James A. Moffett, federal housing commissioner. The family fortune came

from Moffett Newspapers, a Southern publishing syndicate. In 1935, as an eighteen-year-old debutante, Adelaide got her first singing break as a discovery on *The Kate Smith Hour*. In 1936, while she was engaged to Henry Gibbons, Jr., the gravedigger son of army brigadier general Henry Gibbons, the debutante's mother inexplicably fell to her death from the window of a New York apartment she shared with her daughter. The engagement was called off, but Adelaide rebounded by marrying David Brooks, who, in 1937, met the same fate as Adelaide's mother—a fatal plunge from a fourteenth-floor window. Although Adelaide was never officially charged with any wrongdoing, a cloud of suspicion overshadowed her career. Kate Smith distanced herself.

68 “*won an entry level position*”: *Chicago Tribune*, 7/22/1982; Dave Garroway's obituary on the MSNBC.com website.

68 *Pittsburgh and Chicago*: *Chicago Tribune*, 7/22/1982; Dave Garroway's obituary on the MSNBC.com website. Leonard Grainger, Kay Thompson's business manager for many years, was told by Thompson that she had a relationship with Dave Garroway in New York in the late 1930s, before she got together with Bill Spier. Garroway only lived in New York from 1937 to 1939, when Kay was married to Jack Jenney.

68 “*legendary consumption*”: From the author's 2008 interview with Robert Wagner.

68 “*In her early days*”: From the author's interviews with Hilary Knight and Mart Crowley.

69 *got fired*: *Orchestra World*, 1/1939.

69 “*He was besieged*”: *Song Hits*, 3/1940. In the May 1936 issue, *Down Beat* reported, “Jack [Jenney] has played the past few years under such conductors as André Kostelanetz, Lennie Hayton, Richard Himber, Rubinoff, Jaques Renard, George Gershwin, Nat Shilkret, Arnold Johnson and many others. The type of programs these leaders play will give you an idea as to the versatility of Jenney as a trombonist.”

69 *formed a very tight bond*: *Radio Hit Songs*, 10/1941.

69 *Straeter relied heavily*: *Radio Guide*, 3/19/1938; *Classic Images*, 8/1997. Ted Straeter's chorus on *The Kate Smith Hour* included such Kay Thompson alumni as Jack Smith (of the Three Ambassadors), the four Mullen sisters, Elizabeth Newburger Rinker, and Bea Wain.

70 “*Kay encouraged them*”: *Family Circle*, 10/17/1941.

70 *to reconfirm her standing*: When Kay appeared on *The Royal Gelatin Hour* (NBC-Radio, 12/2/1937), she met an act known as Tommy Riggs and Betty Lou. Tommy was what might be called a “radio ventriloquist,” a comic with a dual personality, minus the dummy. He carried on conversations with a mischievous five-year-old girl named Betty Lou, a character that he voiced himself, in a very believable, high pitch—so convincing, in fact, that the Labor Department investigated to determine if a real girl was being used.

Host Rudy Vallee had recently made Tommy Riggs and Betty Lou regular attractions on his show, replacing vaudeville veteran Edgar Bergen and his beloved ventriloquist dummy, Charlie McCarthy. The previous year, on December 17, 1936, Vallee had introduced Bergen and McCarthy to a national audience, and the duo proved so popular, NBC spun them off into their own series beginning May 9, 1937. The ratings were so explosive, the phenomenon didn't die down until 1956. (Bergen's real-life daughter, Candice, later made her mark as star of the TV series *Murphy Brown*.) Edgar's Charlie McCarthy was a smart aleck boy, with a crackling voice caught in mid-pubescence. Although Tommy Riggs' Betty Lou character was often described as Charlie's younger sibling, she was more akin to Baby Rose Marie and especially to Baby Snooks, the rascally toddler played by Fanny Brice. The popularity of Baby Snooks on radio and Broadway was so enormous, Brice was expanding the character into movies and merchandising. Taking a cue from the best-selling Charlie McCarthy toy dummies, bendable Baby Snooks dolls were flying off toy store shelves faster than they could make them, and MGM would release *Everybody Sing* on February 4, 1938, featuring Brice as Baby Snooks in a comedy sketch opposite Judy Garland as her playmate. Of course, success breeds imitation. Red Skelton, who made his radio debut in 1937, introduced his own juvenile alter ego: Junior, the Mean Widdle Kid. With characters like Charlie McCarthy, Betty Lou and Junior gaining popularity, Baby Snooks no longer had a lock on the market. With this growing trend of child mimicry, Kay surely must have entertained the notion of taking Eloise to the next level. But, in late-1937, following her dismissal from *Hooray for What!*, Kay was too shell-shocked to seriously contemplate anything new. The first order of business was to reclaim her position as a top radio singer.

70 *variety series*, The Monday Night Show: When a national sponsor failed to underwrite *The Monday Night Show*, CBS decided to test an innovative "co-operative" plan masterminded by producer Freddie Mayer for the U.S. Advertising Agency of Toledo, Ohio. *Variety* described the strategy as "a practical sales initiative to cop more biz by opening up important talent to local sponsorship." *Radio Guide* reporter Martin Lewis explained, "There are fifteen different sponsors of this program in as many different cities. On cue, the engineer in each city cuts down the volume while Humber's band is playing, and the local announcer reads the advertising. In New York, the audience sitting in the studio watching the program doesn't hear it because the announcement is being made from the CBS studios on Madison Ave., while the program originates in the CBS Playhouse on 45th Street, and goes uninterrupted." Each market around the country used these instrumental interludes to customize commercial breaks for the regional sponsor read by their own local announcers. Brewers' Association, makers of Tromer's Malt Beer, was the sponsor for New York and most of the Northern Atlantic region, and therefore the broadcast was known in those local markets as *Tromer's Troopers*. Other markets assigned various titles according to the whims of the sponsor at hand, including *You Said It!* (the catchphrase of host Lou Holtz). However, when the CBS publicity department put out national press releases, they were left with no choice but to use the program's generic name: *The Monday Night Show*. *Variety*, 3/9/1938; *Radio Guide*, 5/28/1938.

70 *the versatile thespian Agnes*: Led by *March of Time* performer Orson Welles, several members of Bill Spier's troupe from *The March of Time* came together in 1937 to form the Mercury Players, including Moorehead, Joseph Cotten, John Houseman, Everett Sloane, Elliott Reid, and Vincent Price. The Mercury Players' first radio series, *The Shadow*, premiered with great success in 1937, with Moorehead playing Margo Lane, the friend and companion to Welles in the title role. On Saturday night, October 30, 1938, Orson Welles and his Mercury Players acting troupe presented *The War Of The Worlds* (CBS-Radio), a tale of Martian invasion that many listeners believed was really happening. The groundbreaking style was inspired by the same docu-drama format of the real-life news recreations Welles had been doing on *The March of Time*. (Welles used a similar device as the opening sequence for his 1941 movie, *Citizen Kane*, a faux newsreel featurette called *News On The March*.) The mass hysteria caused by the program was unprecedented, with public protests, government hearings, a Federal Communications Commission (FCC) investigation, formal apologies and the institution of new guidelines to prevent such a thing from ever being broadcast again (at least until February 9, 2004, when Janet Jackson exposed part of her private anatomy during the Super Bowl halftime to an unsuspecting CBS television audience). Orson Welles became an overnight celebrity, dominating just about all discussions of radioland for some time to come.

70 *vocalist Connie Boswell*: In 1936, after her two siblings, Vet and Martha, gave up show biz to marry and settle down, Connie Boswell went solo. Confined to a wheelchair since the age of four, Connie had suffered from what she described as a near-fatal fall from a wagon that cracked her spine—although it was commonly believed she had actually been a victim of polio. Even with a weakened wrist, she managed to play various instruments, including a saxophone. She later changed the spelling of her first name to “Connee.”

70 “*until the show got rolling*”: *Variety*, 4/20/1938.

70 *as a last-minute replacement*: *Lowell Sun* (Lowell, Massachusetts), 4/5/1938.

71 “*Richard Himber gave a*”: *Progress Review* (LaPorte City, Iowa), 3/31/1938. Himber's magic-trick hobby would eventually turn into a cottage industry; he later created a line of novelty items for amateur magicians, distributed by the National Magic and Supreme Magic companies, such as Richard Himber's “Trick Wallet,” “Magic Cards,” “Trick Water Glass,” “Vanishing Bottles,” “Split-a-Drink,” and “Penciltration” (a magic pencil).

71 “*was a big disappointment*”: *Radio Guide*, 3/26/1938.

71 “*The zing of Miss Thompson*”: *Variety*, 3/9/1938.

71 *new comedy writers*: On the first week of *The Monday Night Show* (CBS, 3/7/1938), the biggest laughs were elicited by one of Kay Thompson's dogs, Mooey. Bea Wain, who was sitting in the theater that night with her mother, confirmed that Kay often brought her canine companions to rehearsals. “It took a little black cocker spaniel dog to win the acclaim and attention of the studio audience,” it was reported in *Radio Guide*. “In the

middle of one of the tunes, the dog dashed out from the wings of the stage and bounded around the musicians' legs. The audience started to laugh, of course, and when the spaniel strutted up to the front of the platform and glared at the audience as if they had no right to be there, they roared! Finally, he wandered toward the rear, and two pairs of eager hands stretched out, grabbed the pooch by the neck, and saved the program from going to the dogs." For the second installment of *The Monday Night Show* (CBS, 3/14/1938), comedy writer Billy K. Wells was replaced by Al Lewis and Hank Garson. The new writers included Kay in some scripted banter with Lou Holtz and announcer Dan Seymour:

KAY: Hello fellas.

DANNY: Why hello, Miss Thompson.

LOU: How are ya, Kay. Gee, you look pretty tonight.

KAY: Thanks Lou. Say, I've been listening to you two and it was really pretty funny.

LOU: Oh, you liked the stuff, Kay?

KAY: Yes, I think Danny is a scream!
(audience laughs)

LOU: Yeah...well... Ladies and gentlemen, Miss Kay Thompson is famous as a vocal stylist par excellence and also the girl who thinks Danny is a scream, will now sing "It Had To Be You."

With genuine laughter, the humor seemed to be on a better track than the week before, but not for long. After Kay finished her song:

LOU: Well, Kay, I just listened to your number and it was really very good.

KAY: Oh, did ya like it, Lou?

LOU: Yes. I think Richard Hember is a scream.

After that punch line, you could have heard a pin drop, and the awkward silence caused a furor. *Variety* noted, "Listeners have become accustomed to the main comic being needled by his co-workers in the cast, but they're likely to rear unfavorably when the same comic is made to slap back with belittling intent at a girl on the program. That's what happened in one passage between Holtz and Kay Thompson." It could be argued that it was the fault of the new writers who should have understood that Holtz was playing the beleaguered host that everybody dumped on—not the other way around. However, nuances were not up for discussion. The sponsors blamed Holtz. Producer Freddie Mayer's verbal promise to raise Holtz' rate from \$1,500 to \$2,500 after the first two weeks was suddenly out the window. In fact, by the sixth week, Holtz had only been issued payments of \$1,000 per show. *Variety* reported, "When Mayer stated that the sponsors wanted Holtz cut down to six or seven minutes, thus minimizing his efforts considerably... the comedian balked at the \$1,000 payoff and walked." The trade journal also reported, "Along with Holtz' leaving, Kay Thompson's choir is out." Well, that was not an entirely accurate statement; the phantom choir, which Kay had begun to assemble, had never found its way in. Like Holtz, Kay was not even getting the fee she had been promised, so after her sixth broadcast on April 18, she bailed before things got any worse. Nevertheless, the series' orchestra, conducted by Richard Hember—featuring Jack Jenney

on trombone—was voted Top Dance Band of 1938 in *Radio Guide*'s Readers' Poll. In the midst of all this, Kay made another happy guest appearance on *The Saturday Night Swing Club* (CBS, 3/19/1938), briefly reuniting with many of her favorite musicians. *Radio Guide*, 3/12/1938 and 5/28/1938; *Variety*, 3/16/1938; *Appleton Post-Crescent* (Appleton, Wisconsin), 3/19/1938.

71 Faced with uncertainty: After Kay Thompson departed *The Monday Night Show*, Jane Froman filled in on April 25, 1938 (the same singer who replaced Thompson in the movie *Radio City Revels*), but on May 2, after producer Freddie Mayer finally coughed up her full asking price, Connie Boswell became a permanent fixture.

71 for job opportunities: In the summer of 1938, Kay freelanced at NBC where Lennie Hayton, her maestro on *The Bing Crosby-Woodbury Show* and *The Lucky Strike Hit Parade*, was conducting various series such as *The Origin of Jazz* and *The Budd Hulick Show*. Although it is unclear how much Kay contributed to those shows, she did work as vocalist and choral arranger on an NBC special that Lennie conducted on August 9, 1938, called *Irving Berlin's Music from "Carefree."* The special was hosted by Irving Berlin himself, serving to whet appetites for the September 2 opening of *Carefree* (RKO, 1938), a Fred Astaire-Ginger Rodgers musical featuring five new Berlin songs. In keeping with the theme, Kay and Lennie also reprised Berlin's hit tunes from *Top Hat* (RKO, 1935) which they had performed with Astaire on *The Lucky Strike Hit Parade* in 1935. Kay was the featured vocalist for *Irving Berlin's Music from "Carefree"* and she conducted the Radio City Choir. Ever since 1935, Irving Berlin was so impressed with Thompson, he often requested her to sing and arrange his tunes. After that, Kay took a brief trip to the West Coast, yet again fishing for jobs in Hollywood, though movies remained tough to reel in. The only thing she snared was a radio guest appearance on *Al Jolson and the Parkyakarkus Comedians* (aka *The Lifebuoy Program*) (CBS, 10/25/1938), hosted by Al Jolson, featuring Olsen & Johnson, Martha Raye, and the Parkyakarkus comedy troupe, with Lud Gluskin conducting the orchestra. *Variety*, 8/17/1938; *New York Times*, 10/23/1938.

71 his March of Time studio: While working for the BBDO advertising agency in New York (383 Madison Avenue, five blocks south of CBS), Bill Spier had helped its client, *Time* magazine, sell a proposed radio show to CBS called *The March of Time*, which premiered on March 6, 1931. *The March of Time* had a news magazine format featuring dramatic recreations of up-to-the-minute bulletins from around the world. Though innovative, the concept had been percolating since the late-1920s when Roy Larsen, general manager of *Time*, teamed up with radio executive Fred Smith to produce *News Acting*, 15-minute transcriptions of dramatized news stories, distributed to radio stations free of charge in exchange for the promotional plugs of *Time*. For CBS, the model would be expanded and given state-of-the-art production values. Spier's meticulous direction included actors doing spot-on impersonations of famous voices, elaborate sound effects, and atmospheric, orchestral music. The title of the show came from the tune by Harold Arlen, "The March of Time," which was utilized as the theme music for the program. By 1935, the show had become such a success, it had expanded to five live broadcasts a week—keeping Spier tied to the CBS building almost 24/7. Naturally, Kay was very familiar with *The March of Time* and, like any fan, was curious to go behind-the-scenes,

to see how it was all done. When Kay visited *The March of Time* studio on the twenty-third floor, Bill introduced her to his group of voice actors, including Agnes Moorehead, 36, Joseph Cotten, 31, and the baby of the group, 21-year-old Orson Welles, who had made his radio debut on March 22, 1935, under Spier's direction. In fact, a legion of notable actors lost their radio virginity to Spier, including William Powell, James Cagney, John Barrymore, W. C. Fields, Loretta Young, Walter Huston, Joan Blondell, Nelson Eddy and George Arliss. Spier was also responsible for giving the brilliant young composer and conductor, Bernard Herrmann, his first work in radio—most frequently for *The March of Time*. Thompson already knew Herrmann because his office was diagonally across the hall from her rehearsal room on the sixteenth floor. This happy coincidence brought Spier to Kay's vicinity quite frequently. Sources: Berg, Chuck, and Tom Erskine. *The Encyclopedia of Orson Welles*. New York: Checkmark Books, 2003, page 305. (Orson Welles debuted on *The March of Time* on 3/22/1935 “by reprising his stage role of MacGafferty in a scene from Archibald MacLeish's experimental play *Panic*, which had just finished an exclusive three-night run during the previous week at New York's Imperial Theatre.” And, on the same broadcast, “when a baby-effects expert was not available for the next segment of the show devoted to Canada's Dionne quintuplets, Welles piped up, ‘I can do baby voices.’ After a brief audition, Welles was hired to pinch-hit... Director Spier predicted great things from Welles' immense talent and extraordinary voice.”) Dunning, John. *The Encyclopedia of Old Time Radio*. New York: Oxford University Press, 1998, pages 434-437. (Dunning reports that during *The March of Time*'s busiest “mid-1930s” period, directing duties alternated between William Spier and Homer Fickett.) Grams, Jr., Martin. *Suspense: Twenty Years of Chills and Thrills*. Kearney, NE: Morris Publishing, 1997, page 10. (Grams reports that Spier began directing MARCH OF TIME in 1932 and by 1939 had clocked in over 800 shows.) Heyer, Paul. *The Medium and the Magician: Orson Welles, The Radio Years, 1934-1952*. Lanham, Maryland: Rowman & Littlefield Publishers, Inc., 2005, page 18. Other sources: *Radio Mirror*, 12/1935; *Radio Guide*, 7/18/1936; *Mason City Globe-Gazette* (Mason City, Iowa), 9/23/1943; *People and Places*, 8/1953. Diagram of offices and rehearsal room on the sixteenth floor of CBS at 485 Madison Avenue, from *Radio Guide*, 4/30/1938. *The March of Time* studio was reported as being on the twenty-third floor in *Radio Guide*, 4/6/1935.

71 *who'd made his radio debut*: Orson Welles debuted in *The March of Time* on March 3, 1935, “by reprising his stage role of MacGafferty in a scene from Archibald MacLeish's experimental play *Panic*, which had just finished an exclusive three-night run during the previous week at New York's Imperial Theatre.” And, on the same broadcast, “when a baby-effects expert was not available for the next segment of the show devoted to Canada's Dionne quintuplets, Welles piped up, ‘I can do baby voices.’ After a brief audition, Welles was hired to pinch-hit.” Berg, Chuck, and Tom Erskine. *The Encyclopedia of Orson Welles*. New York: Checkmark Books, 2003, page 305. Regarding Welles's radio debut on *The March of Time* in a scene from *Panic*, “director [Bill] Spier predicted great things from Welles' immense talent and extraordinary voice.” *Mason City Globe-Gazette* (Mason City, Iowa), 9/23/1943.

71 *his father's Jewish heritage*: Bill Spier had been brought up Presbyterian, the heritage of his mother, Florence Hannam Spier. Bill's father, Louis Spier (1863-1924), was

Jewish, the son of Levi Lippman Spier, an immigrant from Merzhausen, Germany. Not unlike the Finks from St. Louis, this particular branch of the Spier family had resolutely discarded all traces of its Jewish roots, a common by-product of anti-Semitism that was so prevalent in those days. In fact, until she was interviewed for this book in 2003, Bill Spier's daughter, Greta Spier Kiernan, had no idea that her grandfather was Jewish. Greta, who was elected to the New Jersey General Assembly in 1977, seemed anxious to inform her family and friends of the discovery. A few days later, she wrote the following e-mail: "I am delighted to know of my roots—my daughter Ann said 'Do you feel like Madeline Albright?' All my Jewish friends (which is just about all my friends) are most amused—because I have been so involved with them, and have been the 'expert' on Jewish Holidays for the goyim of our acquaintance."

72 agency colleague Mary Scanlan: Bill Spier's daughter, Greta Spier Kiernan, said that her mother, Mary Scanlan Spier, had met her father in 1929, both employees of the BBDO advertising agency. Although Bill was new to the company, Mary had been working there for over a dozen years. "She came in as secretarial help at fourteen or fifteen years of age. She quit high school and went to work, to support her mother who was a widow." After many years with the firm, Mary had worked her way up to being one of the key people in BBDO's Radio Bureau. "My mother was one of the early radio people," Greta confirmed. "I have a magazine called *Advertising and Selling*, dated May 1, 1929, and there is her picture, along with a bunch of others. She worked with Roy Durstine [Vice President] at that agency." That same spring of 1929, Bill Spier came to work with his brother, Carleton, at the agency. Born December 31, 1900, Mary was six years older than Bill; she was 28 and Bill was 22 when the office romance ignited. By the end of the summer, they were exchanging vows at an Irish Catholic wedding, in deference to Mary's religion. In August 1929, newlyweds Bill and Mary traveled abroad to record music in nine countries for broadcast in the United States. "They were such pioneers in commercial radio," Greta proudly recalled. Then, Bill got involved in the development of *The March of Time*, and things never slowed down after that. Mary, on the other hand, gave birth to their first child, Peter, in November 1931, and gave up her career to become a full-time mother and housewife. When Greta was born on December 20, 1933, the Spier family moved to a home in New Rochelle, a Westchester suburb of New York City. "My father went to work on the train," Greta recalled. "Sometimes we'd go down to the station and meet him at the end of the day. My father had been a music critic before he got into the radio business, for *Musical America* magazine, and he also was a fine pianist and he had many friends in the musical world. We had two pianos, a grand and a smaller piano nested in the middle of the living room so there was always some music around. My parents went to the opera—they'd get all dressed up and go to the theater and all that. I remember the evening clothes. They often entertained at the house, and they used to bring people home after the theater. Some of them were celebrities. I know George Gershwin came to the house. He and my father were very good friends. In fact, he left my father a piano when he died, one of his pianos. But anyway, those people were his friends. Radio people were his friends. I remember going to the house of André Kostelanetz and Lily Pons, a big estate, things like that. Orson Welles' group—Joseph Cotten and all those folks—they were people my parents knew. But they don't impress kids, you know. When you are four or five-years-old, you sit on

the top step and look down at the party, and who knew who Orson Welles was at that time anyway?”

72 *Bill shopped the package: Radio Guide*, 11/5/1938; *Variety*, 11/16/1938.

72 *two thousand inside: Radio Guide*, 2/25/1939.

72 *by the newly organized*: Each chorus member would earn AFRA scale of \$18 for the broadcast plus \$4 per hour of rehearsal (11 hours), for a total of \$62. Figures from an accounting memo sent to Bill Spier on November 16, 1939. From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

72 *All would be: Radio Guide*, 2/4/1939; *Variety's Third Annual Radio Directory, 1939–1940*. New York: Variety, Inc., 1939. The Rhythm Singers lineup for *Tune-Up Time*: Mary Thompson (aka Marian Fink, Kay's younger sister), Elizabeth Newburger Rinker, Loulie Jean Norman, Beverly Freeland, Jude Freeland, Jessie Mahr, Helen Jackson, Daise Silloway (formerly Daisy Eaton, Kay's Washington University sorority sister), Meg Mundy, Johnny Smedburg, Ken Lane, and Harold Cook.

72 *Under the stage name Mary Thompson*: In 1937, Paul Kane, who conducted the orchestra at New York's Hotel Commodore (on Forty-second Street, next to Grand Central Station), asked Kay Thompson to recommend a singer, and she gave him the phone number of her sister Marian. Though she had an exquisite voice, Marian was an odd choice because, as Hugh Martin put it, “Kay's younger sister was so sweet, so shy, always in the shadows, and not the least bit interested in fame and fortune.” And, true to form, Marian had, for all intents and purposes, given up singing to pursue her art studies, but Kay thought she was nuts to turn her back on her God given vocal talent and good looks. While Kay was away that July of 1937 (on a belated honeymoon to Bermuda), Paul convinced Marian to give it a shot. Under the stage name “Mary Thompson”, Marian Fink made her solo singing debut at the Hotel Commodore as the headliner of a show that was also broadcast on radio. Described as the “young and pretty sister of kilocyclin' Kay,” she managed to live up to the adopted family name. “Before a select gathering of band experts,” wrote a reporter for *Radio Mirror*, “Mary hit the bell; she was taken by her sponsors to a Massachusetts resort colony where she will be groomed for more active work this fall on the ether waves. ‘Unless I'm crazy,’ an advertising agency executive told me, ‘Mary Thompson is going to be radio's next big-time vocalist.’” Unfortunately, Marian's heart wasn't in it, so her fledgling career soon petered out. *Radio Mirror*, 10/1937.

72 *Between musical numbers: Variety*, 1/25/1939; *Radio Mirror*, 7/1939.

73 “*Sweet Sixteen*” was not: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 52–53. Judy Garland's *Tune-Up Time* performances of “Sweet Sixteen” and “F. D. R. Jones,” accompanied by Kay Thompson's Rhythm Singers, are available on the 1993 CD collection *Judy Garland on Radio, Volume One: 1936–1944* (Vintage Jazz Classics Ltd., VJC-1043).

73 *in her trademark slacks*: *Radio Mirror*, 7/1939; *Radio Guide*, 1/5/1940.

73 *While in town*: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 53.

73 *at the Capitol between showings*: *Ibid.*, pages 52–53.

73 *Judy was being looked after*: From the author's 2005 interview with Connie Polan Wald, Barron Polan's sister.

73 *routinely decimated*: *Radio Guide*, 2/18/1939.

74 *moved to Theater 3*: *Radio Guide*, 6/30/1939.

74 *last show before the break*: On the first twenty-six installments of *Tune-Up Time* in 1939 (hosted by Walter O'Keefe), Kay Thompson performed and wrote the vocal arrangements for the following fifty-one songs: 1/12: "F.D.R. Jones;" 1/19: "Blow, Gabriel, Blow;" 1/26: "Girl Friend of the Whirling Dervish" and "Fine and Dandy;" 2/2: "Great Day" and "I Know That You Know;" 2/9: "I Got Rhythm;" 2/16: "The Cuckoo Clock;" 2/23: "Give My Regards to Broadway;" 3/2: "Hurry Home" and "Of Thee I Sing;" 3/7: "The Girl Friend," "You Took Advantage of Me," and "The Lady Is A Tramp" (within Rodgers & Hart medley); 3/16: "Could Be," "Gotta Get Some Shut-Eye," "When Yuba Played the Rhumba on the Tuba;" 3/23: "It's All Yours" and "Hallelujah;" 3/30: "This Is It," "Good for Nothin' But Love" and "Nice Work If You Can Get It" (within Gershwin medley); 4/6: "Digga Digga Do," "The Circus Comes to Town;" 4/13: "And the Angels Sing" and "I Get Along Without You Very Well;" 4/20: "Why, Step Up, Shake My Hand" and "April in Paris" (duet with Ray Heatherton); 4/27: "China Boy" and "The Moon Is A Silver Dollar;" 5/4: "And the Angels Sing," "Change Partners" and "Little Sir Echo;" 5/11: "Guest" and "Louisiana;" 5/18: "Blue Moon" and "Heaven Can Wait;" 5/25: "Don't Worry 'Bout Me," "Heaven Can Wait" and "The Lady's In Love with You" (duet with Walter O'Keefe); 6/1: "Wishing" and "I'm Building a Sailboat of Dreams;" 6/5: "I Never Knew Heaven Could Speak;" 6/12/39: "College Medley" and "If I Didn't Care;" 6/19: "In The Middle of a Dream" and "Wishing;" 6/26: "Strange Enchantment" and "Blue Evening;" 7/3/39: "Blue Moon" and "I'll See You Again." From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

74 *The result was the aptly*: Vocalion's April 11, 1939, recording session with Jack Jenney and His Orchestra also yielded "Got No Time," with a guest vocal by Louise Tobin. Jack Jenney's Orchestra lineup: Oliver Suderman, Nick Galetta, and Tom Gonsoulin (trumpets); Bob Jenney (trombone); Hugo Winterhalter, Jack Ferrier, and Joe Estrin (alto saxophones); Michael "Peanuts" Hucko and Bunny Bardach (tenor saxophones); Frank Cohen (piano); Al Costi (guitar); Bob "Iggy" Shevak (bass); and Sid Jacobs (drums).

74 *"a grand combination"*: *Metronome*, 6/1939.

74 *fronted Jack a loan: Down Beat*, 9/15/1941; *Orchestra World*, 4/1939; *Variety*, 5/31/1939; *Song Hits*, 3/1940.

74 “*up to 1949*”: *Down Beat*, 9/15/1941. Ruby Weinstein played trumpet for Kay Thompson’s 1935 recording sessions for Brunswick Records, conducted by Jack Jenney.

74 “*I’m the dumb chuck*”: *Radio Guide*, 11/7/1936.

75 “*sounds like a million*”: *Down Beat*, undated clipping circa 7/1939.

75 “*Does Kay ever sing*”: This unidentified June 24, 1939, radio interview with Jack Jenney is included on the limited edition CD *The Jack Jenney Orchestra: Live at the Totem Pole Ballroom, June 23, 1939*, issued by the Jack Jenney Festival. For information, contact Paul Hemmer, 2375 Simpson Street, Dubuque, IA 52003.

75 “*marriage and a career can’t*”: *Appleton Post Crescent* (Appleton, Wisconsin), 10/8/1939.

75 “*a brunette Carole Lombard*”: *Down Beat*, 7/1939.

75 *father had died*: Kay’s father, Leo George Fink, born January 12, 1874; died July 12, 1939 (at age sixty-five), at 11:35 P.M., of a heart attack at his home, 17 Parkland Place, St. Louis, Missouri. The Mayor of St. Louis, Bernard F. Dickmann, sent a letter of condolence to Leo’s widow, Hattie. Leo was laid out C. R. Lupton & Sons. He was cremated and laid to rest in the Mausoleum at Oak Grove Cemetery on the southeast corner of St. Charles Rock Road and Hanley. In October 1952, his only son, Leo “Bud” George Fink, Jr., was buried near his father, just outside the Mausoleum. Research courtesy of Jeffrey G. Fink Sr. (Kay’s nephew; son of Bud Fink).

75 *to attend the funeral*: On June 20, 1939, Kay guest-starred on an installment of *If I Had the Chance*, an NBC variety program hosted by Mort Lewis. *Variety* reported, “Kay Thompson was notified during the show that her father had been taken seriously ill.” It was déjà vu of the time in 1932 when, during a radio broadcast in California, Kay had received a telegram from her family that read: FATHER TERRIBLY ILL COME HOME AT ONCE. That urgent plea turned out to be a conspiracy to get her to come home for the holidays, but this time, the missive was real. Leo Fink had suffered a mild heart attack. Kay flew to St. Louis to be by her father’s side and commuted back-and-forth to complete her *Tune-Up Time* obligations through July 3 when the show halted for its summer hiatus. Nine days later, on July 12, 1939, Leo suffered a second heart attack that took his life. He was 65. He was cremated and his ashes were placed at the Oak Grove Mausoleum in St. Louis. *Variety*, 7/5/1939.

75 *a gig at the Chase*: *Metronome*, undated clipping of a review of Jack Jenney and His Orchestra at the Chase Hotel in St. Louis, circa 7/1939. From Jack Jenney’s scrapbook, courtesy of his son, John Jenney. Flyer for the Steel Pier, Atlantic City, New Jersey, for the week of July 10–16, 1939, includes a photo and advertisement for “Jack Jenney, His Trombone and His Orchestra featuring Lucille Mathews.” From the author’s collection.

75 *his most celebrated record*: On October 19, 1939, Jack Jenney and His Orchestra recorded four songs: “Moonray” (vocal: Meredith Blake), “High Society,” “Stardust,” and “What Is There to Say?” Jenney’s sidemen were Nick Galetta, Oliver Suderman, and Tommy Gonsoulin (trumpets); Bob Jenney, Henry Singer, and Ray Noonan (trombones); Hugo Winterhalter, Larry Gordon, Mario DaLollo, and Bunny Berdach (saxophones); Arnold Ross (piano); Al Costi (guitar); Bob Shevak (bass); and Paul Richter (drums).

75 “*Jack Jenney’s solo*”: *Down Beat*, 1/1/1946.

76 *jazz musician Alec Wilder*: Kay Thompson kept her finger on the pulse of what was happening among jazz musicians like Alec Wilder and Walter Gross. When Wilder wrote the words and music to a song called “Give Me Time” in 1940, Thompson declared it was her “favorite of all his songs.” Kay also advised Wilder on his experimental “octets,” for which Walter Gross played the harpsichord. Wilder explained, “I’m going to use nutty titles which are just attention-getters, having nothing to do with the music which is distinctly non-programmatic. Some of the titles are inside jokes like ‘Sea Fugue, Mama’—based on a lick from that Andrews Sisters record ‘I Want Some Sea Food, Mama’—and ‘The Children Met the Train’—Kay Thompson gave me that one.” It is impossible to know to what extent Kay may have influenced the music itself, but she often participated in jam sessions with these cats. Wilder, Alec; annotated by David Demsey. *Letters I Never Mailed: Clues to a Life*. Rochester, New York: Boydell & Brewer, 2005, page 116; Stone, Desmond. *Alec Wilder in Spite of Himself: A Life of the Composer*. New York: Oxford University Press, 1996, page 67.

76 *talk of Bob Hope*: *New York Times*, 7/22/1939.

76 *In August, Audrey*: Stone, Desmond. *Alec Wilder in Spite of Himself: A Life of the Composer*. New York: Oxford University Press, 1996, page 66. During Sam Irvin’s 2008 interview with William Engvick, Engvick provided the titles of the Alec Wilder–William Engvick songs for the *Ladies and Gents* score: “It’s a Boy,” “Miranda,” “Nothing Pleases Me,” “Got on My White Pants” (later retitled “Watch Out for Sharks, Dear”), “Helen,” “It’s Over,” “The Bride’s Mother Ate a Hearty Breakfast,” “To Waltz,” “I Wanna Dance,” “The Second Most Beautiful Girl in the World,” “The Vamp of the Auto Camp,” “A Season or Two Ago,” “Lullaby” (later retitled “City Night”), “A Month in the Country,” and “Next Stop: Heaven.” Unfortunately, most of these songs have never been published, but demo recordings by vocalist Frank Baker, accompanied by Walter Gross, have been preserved in Engvick’s personal archive.

76 *Taking it to the next level*: “City Night” (Alec Wilder–William Engvick–Jack Jenney) was recorded by Jack Jenney and His Orchestra, with vocals by Frank Sherman, for Vocalion Records (Vocalion 5355) on December 6, 1939. (William Engvick believed that “Frank Sherman” was one of Frank Baker’s stage names, though the author was unable to verify this.)

76 *the money just never*: *New York Times*, 12/31/1939. The title of *Ladies and Gents* was changed to *What If They Hadn't*, and then it was briefly workshopped in the Catskills as *Peter and the Wolves* (without Kay Thompson in the cast).

76 “*a bevy of beautiful models*”: *New York Times*, 6/28/1942, 7/16/1943, and 12/7/1943; Wilder, Alec. *The Elegant Refuge: A Memoir of a Life at the Algonquin Hotel*. Unpublished manuscript, circa 1976, page 27. Typescript (300 pages) housed in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

76 *resumed broadcasting on Monday*: In an interview for this book, Tony Martin recalled, “*Tune-Up Time* was broadcast on Monday nights. On Tuesday or Wednesday, we’d meet in Kostelanetz’ office and pick the music for the following week. Kostelanetz had a big group of people. They’d go over how they wanted to do the songs. One man would arrange the strings, one would do woodwinds, one would do brass. Kay Thompson would do the voices and they’d all come up with the whole thing. One arranger was [18-year-old] Nelson Riddle, who was just getting started on his career.” According to *Metronome* magazine, Carroll Huxley, Charles Henderson, Herbert Quigley, Phil Wall, Ken Hopkins and Nathan Van Cleave (who went to Hollywood in 1947 and later worked with Kay on *Funny Face*) were among the other arrangers in Kosty’s stable of talent. While Kay busied herself getting the chorus ready, Tony would rehearse with pianist Walter Gross. *Metronome Magazine*, 3/1939.

76 *singing heartthrob Tony Martin*: The writers for *Tune-Up Time* played up the chemistry between Tony Martin and Kay Thompson. On the December 4, 1939, installment, Tony introduced his co-star as follows: “It may not be generally known to you, but Kay, aside from her soloing, is also one of the country’s leading arrangers and makes all of the ensemble arrangements on our show. Tell me, Kay, how do you go about making an arrangement?” Tongue firmly planted in cheek, Kay responded, “Well, you take a large song—a small one won’t do it. Alright, at first you may think that you haven’t any idea how to arrange this song, but gradually, as you work on it more and more, you realize that the idea you originally didn’t have wasn’t the wrong idea at all, but that instead, you may not have gotten what you originally had not planned on. You see, that’s how you make arrangements.” Amid audience laughter, Tony deadpanned, “Yes, that’s very, very clear. That clears it up nicely.”

77 *As if that weren’t enough*: Columbia Pictures’ *Music in My Heart* had the working title *Passport to Happiness* during production but was renamed for its release on January 4, 1940.

77 *assemble a new choir*: *Radio Guide*, 10/6/1939.

77 *Martin and the Brian Sisters*: The Brian Sisters was a trio including Betty, nineteen, Doris, thirteen, and Gwen, eleven.

77 *performed on the November 6*: *Lima News* (Lima, Ohio), 11/6/1939.

78 “*If you have no confidence*”: *Appleton Post Crescent* (Appleton, Wisconsin), 10/8/1939.

78 *when her contract expired*: On the last nineteen installments of *Tune-Up Time* in 1939 (hosted by Tony Martin), Kay Thompson performed and wrote the vocal arrangements for at least forty-two songs: 8/21: “This Is No Dream,” “The Lamp Is Low” (w/ Tony Martin); 8/28: “South American Way,” “Over the Rainbow” (w/ Martin); 9/4: “Ding-Dong! The Witch Is Dead,” “Thanks for Everything” (w/ Martin); 9/11: “Running Through My Mind,” “My Love For You” (w/ Martin); 9/18: “Oh You Crazy Moon,” “Goodnight, My Beautiful” (w/ Martin); 9/25: “Especially For You,” “Home In Pasadena”/“California, Here I Come” (w/ Martin); Next four weeks from Hollywood: 10/2: “Ding-Dong! The Witch Is Dead,” “Over the Rainbow” (w/ Martin); 10/9: “I’ll Remember,” Medley from *Music in the Air* (the Jerome Kern-Oscar Hammerstein II musical) (w/ Martin) [*Radio Guide* lists “Man With the Mandolin,” “The Lamp Is Low” (w/ Martin)]; 10/16: “How Deep Is The Ocean,” “Just Too Marvelous” (w/ Martin) [*Radio Guide* lists “Mad About the Boy,” “The Loveliness of You” (w/ Martin)]; 10/23: “They Didn’t Believe Me,” “In The Heart of the Dark;” Remaining weeks back in New York: 10/30: “I Didn’t Know What Time It Was,” “Last Night” (w/ Martin); 11/6: “Especially for You,” “Hawaiian Medley” (w/ Martin); 11/13: “I Can’t Get Started,” “Goodnight, My Beautiful” (w/ Martin); 11/20: “Time on My Hands,” “Goodnight Sweetheart” (w/ Martin); 11/27: “I Get A Kick Out of You,” Cole Porter Medley from *Du Barry Was a Lady* (w/ Martin), “Begin the Beguine” (w/ Martin); 12/4: “You’re A Lucky Guy,” “Stop! It’s Wonderful” (w/ Martin), “S Wonderful” (w/ Martin); 12/11: “Dancing on the Ceiling,” “South of the Border” (w/ Martin); 12/18: “I Didn’t Know What Time It Was,” “Blue Moon,” “Yours Sincerely” (w/ Martin); and 12/25: “They Didn’t Believe Me,” “Home Sweet Home” (w/ Martin). From various issues of *Radio Guide*; and from the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

78 “*Musical ingredients*”: *Variety*, 11/8/1939.

78 *Cole Porter was so*: *Circleville Herald* (Circleville, Ohio), 11/22/1939.

78 “*Kay Thompson and her choir*”: *Radio Guide*, 12/22/1939. After Thompson’s departure from *Tune-Up Time*, choral director Joseph J. Lilley was hired to lead a smaller, cheaper ensemble.

78 “*hocked to supply*”: Liner notes by Campbell Burnap, dated 10/1995, for the CD collection *Jack Jenney, Stardust* (HEP Records, CD 1045).

78 “*As far as I’m concerned*”: Wilder, Alec. *Life Story*. Unpublished manuscript, circa 1971, pages 69–71. Typescript (189 pages) contained in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

79 “*Thompson, the thrush*”: *Nevada State Journal* (Reno, Nevada), 10/12/1939.

79 *land of the quickie*: Having a marriage “Reno-vated” was another popular euphemism for divorce.

79 “*They say all is not*”: *Radio Guide*, 12/1/1939.

79 *in March 1940, MCA: Variety*, 3/20/1940; *Down Beat*, 4/15/1940.

79 “*Jack Jenney, the bandleader, will marry*”: Dorothy Kilgallen column clipping, unknown newspaper, circa early 1940. From Jack Jenney’s scrapbook, courtesy of John Jenney.

79 *Jack and Bonnie made it official*: The October 10, 1940, marriage certificate lists “Truman E. Jenney of San Francisco and Bonnie L. Lake of Los Angeles” wed by Justice of the Peace Harry Dunseath in Reno, Nevada. Certificate courtesy of Jack Jenney’s son, John Jenney, and John’s half brother, Frank Watson.

80 “*Thompson comes into vaude*”: *Variety*, 2/14/1940.

80 “*as a singer and*”: *Variety*, 2/14/1940. “The Answer Is Love” (Sam H. Stept–Charles Newman) was a song from *That’s Right—You’re Wrong* (RKO, 1939) starring bandleader Kay Kyser and Lucille Ball.

80 *Heeding the advice*: Thompson later recorded her version of “How Deep Is the Ocean” (Irving Berlin) in 1954 for her LP on MGM Records. The recording is reissued in the 2009 three-CD box set *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

81 *According to pianist*: In addition to the eyewitness testimony of Skitch Henderson, Tony Martin recalled that Kay had worked behind the scenes on the songs for *Ziegfeld Girl* (MGM, 1940).

81 “*They were known for*”: Maltin, Leonard. *Leonard Maltin’s Movie Crazy: For People Who Love Movies*. Milwaukie, Ore.: M Press Books, 2008, page 288.

81 *By the time*: “Buds Won’t Bud” was released in June 1940 as the A-side of a Judy Garland 78 rpm disc backed with “I’m Nobody’s Baby” (Decca 3174). Both are included in the 1994 Judy Garland box set *The Complete Decca Masters (Plus)*, MCA Records, Inc. (MCAC4-11059).

81 *she returned to New York*: It was an awkward time for Kay to sing on the radio because, starting January 1, 1941, the American Society of Songwriters, Authors and Publishers (ASCAP) had gone on strike, forbidding songs under its control to be performed on the airwaves until its new royalty demand was met—a whopping 75% increase. Up to that time, ASCAP basically had a monopolistic hold on the vast majority of working songwriters and their catalogs of compositions. Once the strike began, all that could be played were old songs in the public domain, foreign tunes, or compositions by neophyte composers who had not yet joined ASCAP. The networks stood their ground by forming their own music licensing firm, Broadcasters Music Incorporated, or BMI, to

compete with ASCAP. Many new songwriters were recruited by BMI and signed to write music exclusively for the new agency. Since Kay Thompson and Bill Spier were not members of ASCAP, their new collaboration, “More Wonderful Than These,” was allowed to be performed on radio. So, on January 16, 1941, Kay traveled to Pittsburgh to sing the song on *Musical Americana*, an NBC show based there. What attracted Kay to that far-flung location was her old friend Raymond Paige, the maestro who had been her conductor at KHJ in Hollywood (1933-34). Paige had since worked his way east as far as Pennsylvania and was fronting an impressive one-hundred piece orchestra, combining members of the Pittsburgh Symphony with the twenty in-house musicians contracted to KDKA-Radio, the local NBC affiliate. *New York Times*, 1/12/1941; Dunning, John. *The Encyclopedia of Old-Time Radio*. New York: Oxford University Press, 1998, page 471.

81 *restless and unfulfilled*: At Irving Berlin’s personal request, Kay appeared on the June 15, 1941, edition of CBS’ *Proudly We Hail* to debut his brand-new song entitled “Arms For the Love of America.” The special broadcast was hosted by commentator Gabriel Heatter, “one of Hitler’s greatest enemies on radio,” and featured “leaders of industry and government saluting defense industry workers.” *Lincoln Sunday Journal and Star* (Lincoln, Nebraska), 6/15/1941; Dunning, John. *The Encyclopedia of Old-Time Radio*. New York: Oxford Univ. Press, 1998, pages 496-497.

81 *several songs for Viking*: During the 1941 strike by the American Society of Composers, Authors, and Publishers (ASCAP), Kay recorded several songs for Viking Records that were either public domain or controlled by Broadcast Music Incorporated (BMI), an upstart competitor of ASCAP. Kay’s Viking recordings were: “High on a Windy Hill” (Joan Whitney–Alex Kramer) and “Ay, Ay, Ay” (Osman Perez Freire), Kay Thompson with Jack Hastings & His Orchestra, Viking 105 (10-inch 78); “The Wise Old Owl” (Joe Ricardel), Jack Hastings & His Orchestra featuring Kay Thompson, Viking 106 (10-inch 78); “Dolores” (Louis Alter–Frank Loesser), Jack Hastings & His Orchestra featuring Kay Thompson and the Okays, Viking 107 (10-inch 78); “Number Ten Lullaby Lane” (Bob Carlton–Bob Warren) featuring Kay Thompson and the Okays, and “Friendly Tavern Polka” (Jerry Bowne–Frank DeVol), Jack Hastings & His Orchestra featuring the Okays, Viking 108 (10-inch 78). Viking Records was a division of Nu-Phonic Corp. of New York City, where the recording sessions were held in the spring of 1941. According to *Variety*, 4/9/1941, these Viking discs were being test marketed by Greater Boston Distributors, Inc. (owned by Myer J. Reisner), exclusively for sale “in drug and variety stores” in the New England area, sold for 25 cents a copy, or, as the special sales rack slogan read, “TWO HITS FOR TWO BITS!” Throughout the spring and summer of 1941, these racks were replenished every two weeks with new Viking discs. However, they soon faded from the marketplace as tepid sales figures nixed plans for a national rollout. As a result, these discs are among the hardest to find of all Thompson records.

81 *resulted in a song*: “More Wonderful Than These” (Kay Thompson–William Spier), copyright filed September 24, 1940. Library of Congress Copyright Office. *1940 Catalog of Copyright Entries*. Washington, D.C.: Government Printing Office, 1940, page 1297.

81 “*The dreaming clouds*”: “More Wonderful Than These,” words and music by Kay Thompson and William Spier. Lyrics transcribed from James Mason’s performance of the song in the movie *Lady Possessed* (Republic, 1952).

81 *in charge of Forecast*: Bill Spier recalled, “CBS put [*Forecast*] on in the summer as a replacement for *The Lux Theater*, which used to play for forty-six weeks a year, but took an eight-week hiatus. Up until [1940], they had just filled the [hiatus] with anything the network could find, but we came up with the idea of using that eight weeks as a testing ground—what we would call today ‘a pilot’—for new shows, one of which was *Suspense*, another was *Duffy’s Tavern*, and many shows. Several shows were sold and went on to become well known in radio, some others fell by the wayside.” Anything and everything was possible under the *Forecast* umbrella—drama, comedy, music, what have you. The one-hour timeslot could accommodate a 60-minute program or two 30-minute shows. The unpredictable menu and the ever-changing lineup of stars were intriguing enough to attract good ratings, too. Audience reaction was closely monitored and potential sponsors were courted. The casualties far outnumbered the winners, but for CBS, it was nothing but a win-win proposition. Instead of having to make costly thirteen-week commitments to programming that might turn out to be dead-on-arrival, the network had stumbled upon the equivalent of Broadway’s out-of-town tryout. The network could green light the cream of the crop, workshop whatever held promise, and weed out dreck. Most attractive, however, was the dividend that top name talent could be had for peanuts. *Variety* reported, “Guest names and others working in the CBS summer series, *Forecast*, are receiving only AFRA scale, amounting to \$21 for the 30-minute show for actors and somewhat higher for singers.” That included Marlene Dietrich, Danny Kaye, Fredric March, Herbert Marshall and many other top draws. “Idea is that the show is in the nature of an experiment,” *Variety* added, “and that if any of the programs is sold commercially for a series the fees will be set in the usual dickering way.” *Variety*, 7/24/1940; and from the William Spier / June Havoc radio interview by hosts Dick Bertel and Ed Corcoran, broadcast 11/25/70, on WTIC Radio, Hartford, Connecticut.

81 *create a vehicle for Kay*: For the second annual *Forecast* season, July 14 through September 1, 1941, Bill Spier was eager to grant Kay a shot at her own show, although his bosses were unaware of the romance that fueled his determination. Spier had just finished working with two writers, Leonardo Bercovici and Robert Sloane, on a radio adaptation of the Broadway mystery-comedy, *Mr. and Mrs. North* (which was concurrently being made into an MGM movie starring Gracie Allen). Pleased with their writing, Spier assigned Leonardo and Robert to work closely with Kay in developing a proposal for *Forecast*. Leonardo had previously scripted several Hollywood movies including *Racket Busters* (1938) starring Humphrey Bogart, and would later write *The Bishop’s Wife* (1947) starring Cary Grant and Loretta Young (remade in 1996 as *The Preacher’s Wife* with Denzel Washington and Whitney Houston). Robert Sloane was a playwright whose *Cowboy from Brooklyn* had been adapted into a 1938 movie starring Dick Powell, Priscilla Lane and Ronald Reagan. Robert also may have been a relative of actor Everett Sloane of Orson Welles’ Mercury Players, whom Spier had mentored. Under Spier’s watchful eye, Kay, Leonardo and Robert came up with a treatment called “Having a Wonderful Time,” a situation comedy with music that would showcase

Thompson's talents as a hostess, singer and comedienne, supported by a cast of comic characters. As soon as the first draft was completed in May 1941, Spier sent it to his boss, CBS honcho W. B. Lewis, who was then working out of the CBS-KNX offices in Hollywood. In a telegram to Lewis dated May 21, Spier wrote, "Really think 'Having a Wonderful Time' can be a very refreshing and funny show, using music ingeniously. Maybe this is the way to use Kay Thompson as Mistress of Ceremonies and Entertainment Chairman of a completely nuts summer camp." Apparently, Lewis did not share Spier's enthusiasm. In his next telegram, Spier wrote: "You didn't mention 'Having a Wonderful Time' in your wire. Do you hate it or what? Plan to take all the Jewish overtones away if that's what's worrying you, keeping only one Mr. Pilnick or so for local Arabian color." Deafening silence is Hollywood-speak for "no," but Spier remained determined. After a *third* round of persuasion, Lewis responded, "'Having a Wonderful Time' may be fun and may work out very well, but wouldn't 'Meet the People' use exactly the same type of material without dependence on one set of writers, and without a fairly inflexible framework to worry about. I visualize 'Meet the People' as a revue on which the present writers of 'Having a Wonderful Time' could submit original material as could dozens of other writers who now have no outlet for five and ten-minute sketches and skits." The concept for "Meet the People" was nothing more than a smorgasbord of unrelated vaudeville routines, which was fine—it would later work well for TV's *Saturday Night Live*—but it was geared to an ensemble cast, not as a showcase for one star, i.e. Kay Thompson. Spier sent Kay, Leonardo and Robert back to the drawing board and they came up with a whole new approach entitled "51 East 51," set in a mythical Manhattan supper club of the same name where Thompson was the entertainment headliner. A farcical backstage storyline was interspersed between songs performed in the nitery. Spier went to bat again, relentlessly campaigning in favor of "51 East 51," never wavering on the notion that the show would be the perfect vehicle for Kay Thompson, do or die, until Lewis' arm had been sufficiently twisted into submission. A 30-minute slot for "51 East 51" was assigned for July 21, 1941. The advance press release from CBS described it as "a new musical show with comedy and vice versa, starring Kay Thompson, our midnight girl of music." Publicists for CBS, however, may have gone overboard hyping the show. Columnist Walter Winchell wrote: "That *Forecast* item '51 East 51' (with Kay Thompson, Lionel Stander, et al) made good listening but they [the network publicity boys] murdered it in advance—shrieking how gorgeously superior it was going to be. Look: don't make up our minds, eh, fellas?" "51 East 51" was performed in New York at 8:30 P.M. for the 5:30 P.M. live broadcast on the West Coast, then again at 9:30 P.M. for the live East Coast broadcast. It occupied the second half of the *Forecast* hour, preceded by the 30-minute sitcom pilot "Memoirs of Mischa, the Magnificent," starring Mischa Auer, performed live from KNX in Los Angeles. *New York Times*, 7/27/1941; *Nevada State Journal* (Reno, Nevada), 7/30/1941; and from the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

82 *the real-life address*: From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

82 "a charmingly wacky Latin": *Variety*, 7/23/1941.

82 *The conductor for the show: Song Hits*, 9/1954. Archie Bleyer was born on June 12, 1909, in Corona, New York, and died on March 20, 1989, in Sheboygan, Wisconsin.

82 “*at very reasonable dough*”: Transcribed from *Forecast*: “51 East 51” (CBS Radio, 7/21/1941). “Daddy” and other numbers from the episode are reissued in the 2009 three-CD box set *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

82 “*This program has the*”: *Variety*, 7/23/1941.

82 *newcomer Jim Backus*: The following sidebar details Jim Backus’ early career boost from Kay Thompson:

Eloise Meets Mr. Magoo

By Sam Irvin

In 1941, radio’s top producer-director Bill Spier (*The March of Time*, *Suspense*, *The Adventures of Sam Spade*) had become head of development at CBS and was in charge of *Forecast*, a summer series that presented pilots of proposed radio programs to test audience reaction and fish for sponsors.

Eager to create a vehicle for his fiancée, Kay Thompson (who, back then, was a major radio singer and personality), Spier created a 30-minute farcical backstage melodrama entitled “51 East 51,” set in a mythical Manhattan supper club of the same name (the real-life address of Spier’s New York apartment). Kay would play a fictionalized version of herself, working at the nitery as a singer, with four songs interspersed throughout the story.

After its broadcast on July 21, 1941, reaction was upbeat. In *Variety*’s words: “This program has the good sense to discover Kay Thompson in a bigger and better way than this first-rate artist has heretofore been discovered. Both as a song stylist, where she is among the best, and as a leading lady in featherweight gaiety (oh, blessed breeze in a heavy world!) Miss Thompson is about the most plausible candidate in her class for general discovery hereabouts.”

Reviews like this gave Spier ammunition to press for a series commitment. CBS chairman William S. Paley adored Kay but felt a continuing storyline set in a nightclub was too limiting. He preferred another pilot that Spier had presented on *Forecast* that same summer called “Class of ’41” (broadcast August 11, 1941), a sketch comedy revue featuring an ensemble of fresh comics including then-unknown Jim Backus.

“I had about eight cents in my pocket,” Backus recalled. “I started out to be a serious legitimate actor, but the yen to eat overcame my artistic urge—so, along with countless other actors, I went into radio. The theatre was unaware of my decision and struggled along without me. I became a member of a very strange fraternity that might be called, ‘Actors Anonymous.’”

Shrewdly, Spier suggested taking the obvious strengths of both shows (Kay Thompson and Jim Backus) and combining them. As luck would have it, a Wednesday night series, *Meet Mr. Meek*, would be going on hiatus for five weeks

beginning September 3, 1941, creating a void that had to be filled with something. Slam-dunk. *The Kay Thompson Festival* was born.

At first, CBS financed *The Kay Thompson Festival* themselves—with hopes that a sponsor would soon come forward to foot the bill.

The first installment of *The Kay Thompson Festival* (CBS, September 11, 1941) included an amusing sketch spoofing soap operas entitled “Life Can Be Life,” starring Kay as a heroine so distraught over something, she fails to reveal just what it is—for the duration of the entire sketch.

“I’d rawther you didn’t repeat it,” Kay pleads to Jim Backus.

“Don’t worry, I won’t,” Backus replies, keeping the audience mystified.

The entire sketch can be heard on the recently-released 3-CD compilation *Think Pink! A Kay Thompson Party* (Sepia Records), available on Amazon and elsewhere. (For more information, visit: www.kaythompsonwebsite.com)

Dry and sophisticated, the humor of that first episode was not everyone’s cup of tea. *Variety* preferred the singing of “the stylistic Miss Thompson” over sketches “decidedly on the weakish side.”

As the weeks ticked by, no sponsor turned up with an open checkbook, forcing CBS to continue financing the series. When *Meet Mr. Meek* returned after its five-week hiatus, *The Kay Thompson Festival* lost its time slot and appeared to be doomed.

“We didn’t, any of us, know what we were doing,” Kay Thompson told a reporter. “But despite the fact that we were an instantaneous flop, we all learned a lot from it. It was my first chance at coordinating a whole project, and it enthralled me.”

With the series on the verge of cancellation, Spier finessed a move to Saturday mornings beginning October 11, 1941, under the new title *Kay Thompson and Company*.

In her opening monologue, Kay made light of the less-than-desirable time slot: “It appears now that the really big, up-and-coming, new favorite time for listening is Saturday mornings.”

But the sarcastic style of humor that had not gone over very well with the Wednesday night cocktail crowd fell even flatter with the Saturday morning coffee klatch.

Nonetheless, Kay enjoyed herself immensely and developed a solid chemistry with her partner in crime, Jim Backus—so much so, it occasionally made waves with Jim’s fiancée, Henny. During the run of the show, Jim married Henny but delayed their honeymoon because of Thompson.

“We can leave for our honeymoon tomorrow right after the party,” Jim told his blushing bride.

“What party?” Henny asked.

“The party I persuaded Kay Thompson to give to celebrate our marriage,” stated Jim matter-of-factly.

The bride’s mood went black. “You asked Kay to give us a party?”

Jim replied, “Well, we’re doing the radio show together every week. It’s the least she can do.”

Henny later admitted to moments of jealousy: “Jim feels that working closely with someone he likes creates a mystic bond. If he had his own way, he

would go through the complete Indian rite of blood brotherhood. I didn't understand it at the time, but a party was a party, and who was I to complain."

The last show of the initial thirteen-episode commitment was broadcast on November 29, 1941. With no sponsor and only moderate listenership, Kay and the others were certain they'd be unemployed by month's end. To everyone's amazement, however, Spier persuaded Paley to renew the series for a second round of thirteen episodes.

The first show of Season Two of *Kay Thompson and Company* was broadcast on Saturday morning, December 6, 1941. The new beginning reinvigorated everyone and hopes were high, but within twenty-four hours, all that changed.

On Sunday morning, December 7, America awoke to the news of the bombing of Pearl Harbor. The mood of the entire country turned grim as tens of thousands of men were mobilized into military action.

In light of the situation, *Kay Thompson and Company* dropped its supercilious attitude and became patriotic. Kay opened with a pitch for United States Defense Bonds and introduced a new "Kiss the Boys Hello" segment dedicated to soldiers, with performances of flag-waving songs like "Of Thee I Sing."

Comedy sketches with Thompson and Backus were designed to have heartwarming conclusions.

As scores of women bade farewell to servicemen, the sentimentality of Kay's signature sign-off song, "More Wonderful Than These," hit home.

No longer aloof, the show was suddenly dealing with real, raw emotions. Empowered by this, Spier got CBS to move the show back to prime time on Wednesday nights starting January 28, 1942. But with only five weeks left in the season commitment, there was precious little time to reestablish a foothold.

In a last-ditch effort to attract listeners and a sponsor, Spier and Thompson called in favors from personal friends like Vincent Price, who performed a vignette from his new Broadway smash, *Angel Street*. (The thriller was later adapted into the movie *Gaslight*.)

For added oomph, Kay brought in the Martins Quartet to join her singing "Buckle Down, Buck Private," a militarized makeover of "Buckle Down, Winsoki" from Hugh Martin and Ralph Blane's *Best Foot Forward*, still running on Broadway.

On the air, Kay asked Martin and Blane, "Who writes the titles of your songs?"

"I do," Hugh and Ralph blurted out simultaneously.

Fast on her feet, Kay ad libbed, "I now pronounce you man and wife."

The show had found its footing, but all the effort and good intentions still did not attract a sponsor—hardly surprising during the uncertainties of war, yet essential nonetheless.

Unwilling to pay the tab any longer, CBS decided against renewing the program. After twenty-six weeks of giving it their best shot, Thompson, Backus, and the rest of the gang were retired.

Even so, Jim Backus would forever be indebted. Exposure on *Kay Thompson and Company* had finally gotten his career rolling, resulting in an

avalanche of ongoing character parts in a slew of shows—not only for him, but also for his wife Henny.

“Seventeen was my record one week,” Henny Backus marveled, “and twenty-three was Jim’s.”

His growing reputation as one of the funniest character actors on radio led to him becoming the voice of Mr. Magoo in scores of cartoons starting in 1949—and, of course, later fame on television in *Gilligan’s Island* (CBS-TV, 1964-67).

The pompous accent Jim used for his character, “Thurston Howell, III” on *Gilligan’s Island* dated all the way back to his radio days on *Kay Thompson and Company*.

Searching for a sort of upper crust, “Harvard” delivery on one of the comedy sketches with Thompson, his wife Henny suggested, “Why don’t you play it like that rich guy you always do at parties? You know, that imitation you do right before you put the lampshade on your head and I have to call a cab.” He did—and the rest is history.

83 *whiz-kid director*: Perry Lafferty had originally wanted to be a composer and had been majoring in music at Yale when, in March 1940, he happened to meet radio writer-director-producer Norman Corwin. Norman saw something in Perry and convinced the young man to drop out of school to take a job as his assistant director on various programs for CBS. “Lafferty should be pushed along,” CBS executive W. B. Lewis wrote to Bill Spier in 1941, convinced that the tyro should be groomed for bigger and better things. From there his legendary career in television took off. From the Archive of American Television interview with Perry Lafferty, conducted on December 4, 1997, available on the website of the Academy of Television Arts and Sciences Foundation (www.emmys.tv/foundation/archive/index.php). Memo to Bill Spier from W. B. Lewis, dated 5/20/1941. From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

83 *CBS house conductor*: *Orchestra World*, 1/1939; *Music and Rhythm*, 1/1942. In the early 1930s, Walter Gross had been a pianist with various touring bands (including Rubinoff and His Orchestra and Rudy Vallee and His Connecticut Yankees), but he gave that up to settle down in New York. In *Music and Rhythm*, Walter recalled, “In September 1933, I took over from Charlie Henderson as house pianist at CBS.” Walter got to know Kay while playing with André Kostelanetz’s orchestra on *The Chesterfield Radio Program* (1936) and *Tune-Up Time* (1939). He then got his first shot at conducting when producer Al Rinker (formerly of Kay’s Rhythm Singers) handed him the baton for *The Saturday Night Swing Club* after Leith Stevens’s departure in 1939. From there, collaborations with Alec Wilder and others flourished. The network was so impressed that by February 1940, Gross had been promoted to the permanent position of conducting the CBS house band. Kay adored Walter and welcomed the chance to work with him on *The Kay Thompson Festival*. The only drawback was that Gross were spread so thin. “We play everything from BURL IVES’ COFFEE CLUB on Saturday mornings to my own dance band show Sunday afternoons,” Gross explained, “and a different variety show every other day of the week. The credit is due not only to the boys in the band, but to the arrangers, such as Gus Levene, [Nathan] Van Cleave and George Leeman, all staff men, and an outside freelance, Ben Ludlow.” Kay would later work with several of these

arrangers on future projects in Hollywood. For instance, Gus Levene and Nathan Van Cleave were among the stable of arrangers on *Funny Face* (Paramount, 1957). After working with Kay, Walter Gross went on to a successful recording career, conducting several hit records for Bea Wain. He also composed songs including *Tenderly* that became a million selling record for Rosemary Clooney in 1952, with Walter's keyboard accompaniment.

83 “*borrowed a string section*”: *Music and Rhythm*, 1/1942.

83 *first show included*: *The Kay Thompson Festival* regularly featured announcer John Tillman and tenor Bob Hannon. Kay composed the brief opening theme with the following lyrics:

**A Festival, A Festival
A Festival for Kay!
The Kay Thompson Festival!
Come to the Festival
The Kay Thompson Festival
There's music and laughter
You have to be gay
So welcome to – the Festival.**

From *The Kay Thompson Festival* script, dated 9/17/1941, found in the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

83 “*I'd rawther you didn't*”: “Life Can Be Life,” a sketch written by Jim Backus and Larry Berns. Dialogue excerpts transcribed from a recording of its performance on *The Kay Thompson Festival* (CBS, 9/3/1941), excerpted in the 2009 three-CD box set *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

83 “*the stylistic Miss*”: *Variety*, 9/17/1941.

83 *Don't let Kay get*”: *Family Circle*, 10/17/1941.

83 *From then on*: *Ibid.*

83 “*We didn't, any of us*”: *McCall's*, 1/1957.

83 *beginning October 11*: When *The Kay Thompson Festival* moved to Saturday morning on October 11, 1941, under its new title, *Kay Thompson and Company*, Thompson and Jim Backus performed a comedy sketch called “Hair-do,” written by Backus and Larry Berns. Set in a beauty salon, Kay played a demanding motor mouth named “Kay Russell” opposite Backus as her new French hairdresser, “Gaston Gevon.” While her tresses are being coifed, the two engage in oral one-upmanship of hirsute proportions. “I'll want a Zozo and a Croquienolle,” Kay orders, “and a swirl off the forehead with a down sweep to the neck and I thought something simple like a row of ringlets over each ear might be

quite fetching and at the party I think I'll wear two pink chrysanthemum." (Her run-on sentences were not much different from future Eloise mouthfuls.) Gaston ignores her, arranging her locks as he pleases, assuring Kay that she will be the envy of her friends. "Mademoiselle, it is like olives," Gaston reasons. "You must cultivate ze taste." Convinced that she sports the latest chic Parisian hairstyle, she gives her name and address for the bill, but Gaston suddenly realizes something:

GASTON: You are not ze Kay.

KAY: Gaston, you're not –

GASTON: Little Kay – Kitty!

KAY: Butch! From St. Louis!

GASTON: I haven't seen you since we threw snowballs at each other.

Having dropped the phony French accent, Gaston's credibility evaporates, provoking Kay to smack him on the head for ruining her hair. The idea that "Kitty from St. Louis" had turned into "Kay," a bourgeois fashion victim impressed by anything French, cut awfully close to home. It demonstrated that, at least in those days, Kay tolerated self-deprecating humor. Nevertheless, this is the only known example of Kay publicly alluding to her childhood nickname of "Kitty." Tellingly, no example has ever turned up of Kay alluding to her original family name of "Fink." From the *Kay Thompson And Company* script, dated 10/11/1941, found in the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

83 *"It appears now that": Kay Thompson and Company* script dated 10/11/1941. From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

84 *Henny later admitted:* In an interview for this book, Henny Backus added, "Kay sent out a very funny invitation for our wedding party. I must have thrown it away with a lot of stuff when Jimmy died, but it began something like, 'Because these two people need each other...' That's all I remember. It was a satirical, *very* funny thing. Dammit, I wish I still had it. Kay was so darling. She had a few people over—the gang at CBS that they were working with, Larry Berns, Bill Spier, Perry Lafferty—just to say, 'Goodbye' and 'Good luck' to us because we had to go to Cleveland and do it all over again for Jim's family and then to Philadelphia to do it again for mine. I've always said that the reason we were married so long was because we had an out-of-town tryout."

84 *"Jim feels that working":* Backus, Jim. *Rocks on the Roof*. New York: G. P. Putnam's Sons, 1958, pages 37–39, 72–77; Backus, Henny, and Jim Backus. *What Are You Doing After the Orgy?* Englewood Cliffs, N.J.: Prentice-Hall, Inc., 1962, pages 3, 14–15.

84 *her director, Perry Lafferty:* From the Archive of American Television interview with Perry Lafferty, conducted December 4, 1997, available on the website of the Academy of Television Arts and Sciences Foundation (www.emmys.tv/foundation/archive/index.php).

84 *one of her Okays*: In addition to his duties as a member of the Okays (Thompson's backup chorus), Andy Love was also a member of the Tune Twisters.

84 *and became patriotic*: When the United States entered World War II, the government banned information on radio broadcasts that might be useful to the enemy, and to that end, weather reports were forbidden. Kay's show and others were routinely chastised for even the slightest mention of atmospheric conditions. A terse CBS memo dated February 5, 1942 reads: "In spite of all our warnings, there are still violations of this order that no mention of the weather is to be made on the air. Recently one of our artists who was late for a broadcast came on the air with the remark, 'Boy, that stuff sure is coming down!' It would be a very stupid person who didn't know that this referred to either snow or rain." The War hung over everything like a dark cloud. Celebrities were mobilized to volunteer their time on behalf of worthy and charitable causes. One of Kay's foremost idols, actress Carole Lombard, flew to her family home in Indiana to host a War Bond rally. On January 16, 1942, Lombard's flight back to California crashed outside Las Vegas. All twenty-two passengers perished, including the 33-year-old star and her mother. Devastated by the heartbreaking news, Kay intensified her resolve to endorse War Bonds and other causes for the war effort, in part as a tribute to Lombard. Aside from her weekly radio pitches for War Bonds, Kay also made public appearances, such as a book drive on January 21, 1942. "Prominent members of the entertainment world made appeal yesterday from the steps of the New York Public Library," it was reported in *The New York Times*, "for contributions to the Victory Book Campaign. Judith Anderson and Maurice Evans, co-stars of the current production of *Macbeth*, addressed a lunch hour gathering of 3000 persons. Evans read a script prepared for the occasion by Christopher Morley titled 'The Guttenberg Address.' Kay Thompson, radio singer, led the rally in singing 'The Star-Spangled Banner.' Russel Crouse was master of ceremonies." Russel Crouse?! Within striking distance of Kay Thompson? The hostility between Kay and her *Hooray for What!* nemesis had apparently been set aside for the cause. *New York Times*, 1/22/1942; and from the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

85 *his new Broadway smash*: After a four-year run of 1,295 performances, the Broadway thriller *Angel Street* was adapted into the movie *Gaslight* (MGM, 1944) with Charles Boyer and Ingrid Bergman.

85 *favors from friends*: In addition to getting Vincent Price to appear on *Kay Thompson and Company*, Bill Spier and Thompson also tried to get their pal Orson Welles to do a guest shot. With the release *Citizen Kane* in 1941, Welles had gone from radio wunderkind to movie genius. There were high hopes that Welles would make it back to the East Coast for the February 25, 1942, installment of *Kay Thompson and Company*, but his second film, *The Magnificent Ambersons*, had just completed filming on January 22 and he was stuck in Hollywood, busily editing. Instead, a Welles' compadre, Elliott "Ted" Reid, 22, filled in. Reid was a radio actor who had done voices for Spier on *The March of Time* since the age of 16. Talented though he was, Reid did not have the starry name value that Welles would have brought to the show.

85 *brought in the Martins*: Phyllis Rogers Whitworth (of the Martins singing quartet) recalled appearing on *Kay Thompson and Company*: “I remember rehearsing for that radio show an awful lot. We must have been on it more than one time because we would come in late and there would be a note from Kay with the doorman, ‘Rehearsal at 9 o’clock.’ We wouldn’t be getting much sleep that night.”

85 “*Who writes the titles*”: *Kay Thompson and Company* transcript dated 2/25/1942. From the William Spier and June Havoc Papers at the Wisconsin Historical Society Archives, Harry Miller, archivist.

85 *Kay and her gang*: Larry Berns became a producer at CBS, most notably on the long-running hit *Our Miss Brooks*, starring Eve Arden. Perry Lafferty became a television director (*Twilight Zone*, *Alfred Hitchcock Presents*) and a producer (*An Early Frost*); in addition to winning four Emmy Awards, Lafferty would also serve as vice president of programming for CBS-TV in the 1970s and for NBC-TV in the 1980s.

85 “*After this show*”: *McCall’s*, 1/1957.

PART TWO: THE MGM YEARS

Chapter Four: MGM’s Secret Weapon

89 “*Kay was the best*”: *In Theater*, 4/26/1999.

89 *as staff composer-arrangers*: MGM also bought the movie rights to Hugh Martin and Ralph Blane’s Broadway hit musical *Best Foot Forward* as a starring vehicle for Lucille Ball.

89 “*We all had a cup*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

89 *Around that time, Kay told*: Ono, Ted. Liner notes for the 2003 CD compilation *Kay Thompson: The Queen of Swing Vocal & Her Rhythm Singers, 1933 to 1937* (Baldwin Street Music, BHJ-313).

89 “*a young face made up*”: From a 1956 press release for *Funny Face* (Paramount, 1957). Courtesy of the Academy of Motion Picture Arts and Sciences Library.

90 *add the group to his ensemble*: *Music and Rhythm*, 3/1942; *Song Hits*, 9/1942; *Song Parade*, 2/1943.

90 *Released by Decca Records:* After the 1942 Johnny Long–Four Teens recording of “Can’t Get Out of This Mood,” Kay Kyser and His Orchestra took the song to number four in 1943, and later it was covered by Johnny Mathis, Nina Simone, etc.

90 *“For the song ‘I Can’t’”:* “I Can’t Get Started with You” (Vernon Duke–Ira Gershwin) was introduced on Broadway as a duet for Bob Hope and Eve Arden in *Ziegfeld Follies of 1936*.

91 *beef up the vocal arrangements:* For *Hit Parade of 1943* (Republic, 1943), Kay provided the vocal arrangement for “Do These Old Eyes Deceive Me” (Jule Styne–Harold Adamson), performed by the Music Maids and the Three Cheers, backed by Freddy Martin and His Orchestra. Kay also chose Music Maid Jeanne Darrell to dub Susan Hayward’s singing voice on two duets with John Carroll: “That’s How to Write a Song” (Jule Styne–Harold Adamson) and “A Change of Heart” (Jule Styne–Harold Adamson) backed by Freddy Martin and His Orchestra and a large choir under Kay’s direction. Other numbers that Kay may have worked on included “Tahm Boom Bah” (Jule Styne–Harold Adamson), sung by John Carroll, backed by Ray McKinley and His Orchestra; “Who Took Me Home Last Night?” (Jule Styne–Harold Adamson) sung by Gail Patrick; “Harlem Sandman” (Jule Styne–Harold Adamson) performed by Count Basie and His Orchestra featuring the vocals of Dorothy Dandridge; and “Yankee Doodle Tan” (J. C. Johnson–Andy Razaf) performed by the Golden Gate Quartet.

91 *Kay met the Music Maids:* History of the Music Maids: Alice Sizer Ludes had started her career as a member of a trio known as the Williams Sisters, with Ethelyn “Judy” Williams and Laura Williams. Alice noted, “I wasn’t really a sister, but we billed ourselves that way.” The three girls were from Tacoma, Washington, which also happened to be the hometown of Bing Crosby and clan, and they were soon discovered by Larry Crosby, Bing’s eldest brother, who became the group’s manager. As a result, the trio was brought to Hollywood and signed as regulars on *The Bing Crosby–Woodbury Soap Show* (CBS–Radio / KHJ) in April 1935 (one year after Kay Thompson and the Three Rhythm Kings had departed the program). But Alice wasn’t getting along with the Williams girls and yearned to find a more compatible group of singers. Singing in choruses at the studios exposed her to an endless stream of talented, aspiring women. While working in the chorus on *The Wizard of Oz* (MGM, 1939), Alice selected four of her favorite girls and formed a quintet in January 1939. The original five members were Alice Sizer Ludes, Virginia Lee “Jinny” Erwin (later known as Trudy Erwin), Dorothy “Dottie” Messmer, Denny Wilson, and June Clifford. June was soon replaced by Barbara “Bobbie” Canvin Ames. [Jinny Erwin and Dottie Messmer had formerly been members of a trio called the Three Shades of Blue (with Dolly Waldorf)—a group that had appeared in the James Cagney movie *Something to Sing About* (Grand National, 1937).] Alice explained, “When the five of us girls got together in 1939, we contacted Larry Crosby to help us. He named us the Music Maids and arranged for an audition with Bing Crosby.” As a result, the girls were immediately cast as five waitresses in Bing’s latest picture, *East Side of Heaven* (Universal, 1939), singing “Hang Your Heart on a Hickory Limb” (James V. Monaco–Johnny Burke). Bing liked them so much, he added them to his *Kraft Music Hall* (NBC–Radio) series, from spring 1939 to fall 1944, and frequently used them as backup singers on his records. While working with Crosby, vocal arrangements

for the Music Maids were mostly done by his orchestrator-conductor John Scott Trotter, or by Hal Hopper, formerly of Kay Thompson and the Three Rhythm Kings, who was, by then, a member of the Pied Pipers. Alice, who was also an expert pianist, would occasionally work out their arrangements herself. Jinny Erwin amicably left the Music Maids in October 1941 when she was chosen to replace Ginny Simms as the featured vocalist for Kay Kyser and His Orchestra. [Kyser did not want Jinny Erwin to use a first name that sounded like “Ginny,” and so, to avoid confusion, he recommended “Trudy” which Jinny adopted as her permanent stage name: “Trudy Erwin.”] The remaining four members (Alice Sizer Ludes, Dottie Messmer, Denny Wilson, and Bobbie Canvin Ames) decided not to replace her—and so, the Music Maids simply became a quartet (although Erwin would occasionally reunite with the girls). The group was as popular in front of a mike as they were in front of the camera, making on-screen appearances in a string of movies including *Broadway Melody of 1940* (MGM, 1940) singing Cole Porter’s “Begin the Beguine;” *Ziegfeld Girl* (MGM, 1941); *Kiss the Boys Goodbye* (Paramount, 1941); *Babes on Broadway* (MGM, 1941) performing in the “Babes on Broadway” (Burton Lane-Ralph Freed) number; *Panama Hattie* (MGM, 1942) in the “Hattie from Panama” (Roger Edens) number; and *Du Barry Was A Lady* (MGM, 1943). There were more defections, however. Dottie Messmer left the group to join Kay Kyser; he rechristened her “Diane Pendleton;” under that stage name, she appeared in two movies with Kyser and His Orchestra: *Around the World* (RKO, 1944) and *Carolina Blues* (Columbia, 1944). Then Bobbie Canvin Ames left to join Tommy Dorsey and His Orchestra. At this point, Alice teamed up with two new girls—Patt Hyatt and Jeanne Darrell—and reformed the Music Maids as a threesome. The trio appeared in *Hit Parade of 1943*, harmoniously paired with the Three Cheers (Phil Hanna, Travis B. Hale, Ernest J. Derry), to sing “Do These Old Eyes Deceive Me” (Jule Styne-Harold Adamson), backed by Freddy Martin and His Orchestra. According to Alice, Thompson coached the sextet and provided the vocal arrangement—though it was a straight forward rendering of the song with none of Thompson’s usual tangential frills. Kay also chose new Music Maid Jeanne Darrell to dub Susan Hayward’s singing voice on two duets with John Carroll: “That’s How to Write a Song” (Jule Styne-Harold Adamson)—with a simple piano accompaniment—and “A Change of Heart” (Jule Styne-Harold Adamson) backed by Freddy Martin and His Orchestra. The latter number featured a large choir under Kay’s direction and ended up receiving an Academy Award nomination for “Best Song.” After five-and-a-half-years with Bing Crosby on *Kraft Music Hall* (NBC-Radio), the Music Maids’ tenure came to an end. On November 9, 1944, they were replaced by the Kraft Choir, a revolving door of professional singers, organized and conducted by Charles Henderson (Kay’s former radio orchestrator who had written and conducted songs for the Music Maids in *Hoosier Holiday* and *Jamboree*). *Down Beat*, 9/15/1941 and 7/15/1944; author’s 2007 interview with Alice Sizer Ludes.

91 in *October 1942, Kay*: Despite a whirlwind schedule of commitments in New York and Los Angeles during the fall of 1942, Kay flew to St. Louis every Monday for 13 weeks (October 5-December 28, 1942) to host a weekly musical quiz radio show called *Tic-Toc Time*, co-hosted by Don McNeill, the popular Chicago-based radio personality who, like Kay, traveled back and forth for the weekly broadcasts. The series was broadcast nationally from St. Louis station KSD, the local NBC affiliate. The orchestra was conducted by KSD’s music director, Russ David, with piano accompaniment and

backup singing by Joe Karnes who became a fast friend and future colleague of Kay's. Born in Paducah, Kentucky, circa 1914, Joe Karnes began playing piano professionally at 16 when he was still in high school. He played with a band that would have gigs on weekends in his home town. He attended two years of college at University of Notre Dame in Notre Dame, Indiana, where he earned his expenses by playing at piano bars. Then, in 1934, he dropped out of school, moved to St. Louis, and played piano bars and radio gigs there for the next decade. First, Karnes found work singing and playing piano for KMOX-Radio. Then, from 1938 to May 1943, he worked exclusively at KSD-Radio, the NBC affiliate in St. Louis, where he performed on such shows as *Cheri McKay & Company* (1939) and *Tic-Toc Time* (1942), the latter being Karnes' first professional association with Kay Thompson. Karnes was still performing on KSD as late as May 1943 but, shortly thereafter, at the behest of Kay Thompson, he came to Hollywood to work for her at MGM as a rehearsal accompanist, assistant, and choir singer on such films as *The Harvey Girls* (MGM, 1945), *Abbott and Costello in Hollywood* (MGM, 1945), *The Clock* (MGM, 1945), and *The Hucksters* (MGM, 1947). Heard on a radio during a scene in *A Letter for Evie* (MGM, 1946), Karnes sang a new swing version of "The Trolley Song" as part of The Mel-Tones harmony group; in fact, Karnes was temporarily replacing the group's leader, Mel Tormé, who was busy serving in the military. After Kay left MGM in 1947 to form her own nightclub act, Karnes went on to become a pianist-conductor for various nightclub acts such as Mitzi Green and Rudy Vallee. When Kay's regular nightclub pianist-conductor Joe Marino was sidelined with a drinking problem, Karnes took over, touring the world with Kay and her trio of dancers, from June 1950 through 1951. From 1953 to 1956, Karnes worked at Columbia Pictures as a vocal arranger and vocal coach. At Kay's recommendation, he served as a personal vocal coach to such stars as Ava Gardner, Rita Hayworth, and Susan Hayward. As a composer, Karnes wrote "Get Set for the Blues," a song recorded by Julie London for her *About the Blues* album (Capitol Records 38659; the album peaked on the *Billboard* chart at #15 in 1957). Karnes made uncredited appearances in several movies, including a bit part in *Phffft* (Columbia, 1954) starring Judy Holliday and Jack Lemmon; as a reporter in *You Can't Run Away with It* (Columbia, 1956) starring June Allyson and Jack Lemmon, directed by June's husband, Dick Powell; and as a pianist in *The Opposite Sex* (MGM, 1956) starring June Allyson (though Karnes' footage apparently ended up on the editing floor). From 1956 to 1958, Karnes formed a vocal group, the Joe Karnes Singers, that played gigs in Reno, Nevada. After the group disbanded, Karnes bought a house in Reno and moved there permanently with his wife, Jackie, a former dancer. (A 1962 newspaper article noted that the couple had two sons and three grandchildren.) In the spring of 1959, Karnes was hired as the house singer-pianist for the Sky Room Lounge (later re-named the Coach Room) at the Mapes Hotel. In 1974, Karnes ended his long-term gig at the Mapes and switched to the Iron Sword Room at the Pioneer Inn in Reno. After 1975, no articles or newspaper accounts of Karnes have turned up, so it is presumed that he retired not long after that. *Alton Evening Telegraph* (Alton, Illinois), 4/6/1939; *St. Louis Daily Globe-Democrat*, 10/4/1942; brochure of KSD-Radio, St. Louis, Missouri, circa 1940s; *Nevada State Journal*, 11/13/1959; *Nevada State Journal* (Reno, Nevada), 2/17/1962; *Reno Evening Gazette*, 1/10/1975; *Variety*, 1/28/2003; several articles posted on the St. Louis Radio website (www.stlradio.com); Absher, Frank. *Images of America: KMOX: The Voice of St. Louis*. Charleston, S.C.: Arcadia Publishing, 2012, page 55.

91 *to beef up the finale*: Thompson was apparently one of several arrangers who worked on “Paging Mr. Greenback,” including Hugh Martin.

91 *smash anthology series*: Rescued from the trash heap of *Forecast* pilots, a show called *Suspense* had been successfully championed by executive producer Bill Spier and director-producer Charles Vanda into a series commitment from CBS. Vanda had originally wanted to do radio dramatizations of Alfred Hitchcock’s movie thrillers. In fact, the *Forecast* pilot had been an adaptation of Hitchcock’s 1927 murder mystery, *The Lodger*. However, when the costs of story rights and the use of Hitchcock’s name proved to be prohibitively expensive, Spier suggested adapting economical short stories and commissioning original scripts. As head of CBS’ writing department, Spier would develop the material while Vanda would direct and produce the shows. Like the network had done with Kay Thompson’s “sustained” series, *The Kay Thompson Festival*, CBS had agreed to cover the costs of *Suspense* for a limited amount of time while fishing for a sponsor. Wilbur Hatch had scored the *Suspense* pilot, but Spier convinced his former *March of Time* maestro, Bernard Herrmann, to not only compose the series’ opening theme music, but also to be the weekly composer-conductor. This was no small feat considering that Herrmann had recently earned an Oscar nomination for his motion picture scoring debut for *Citizen Kane* (RKO, 1941), had won the Oscar for his score to *The Devil and Daniel Webster* (RKO, 1941), and had just completed the score for *The Magnificent Ambersons* (RKO, 1942) when Spier persuaded him to come back to New York for *Suspense*. Clearly, musicians revered Spier because he spoke their language and appreciated the critical importance of their job. Although Herrmann’s long-term availability for the show would be limited, his chilling theme composition would always introduce the program, no matter who was waving the baton. Because of the anthology format, the actors would be different each week, mostly lesser-known radio voices who would work for minimum AFRA scale which, for a 30-minute radio program, amounted to a modest \$21.00. There might be an occasional well-known guest (Peter Lorre and Gloria Stuart were prime examples), but only if he or she agreed to work for scale. *Suspense* premiered on June 17, 1942, with only the minor-league star power of character actor Charles Ruggles. During the initial weeks, the roster of talent was virtually anonymous, such as Julie Haydon, the woman who dubbed Faye Wray’s screams in *King Kong* (RKO, 1933), and then-unknown Richard Widmark, who appeared on Episode No. 4, five years before his first movie. This low wattage was fine with Vanda who insisted that the *concept* should be the marquee attraction, not stars. As fate would have it, however, Vanda was called to duty for the War after *Suspense* had only been on the air for six weeks. Spier had a weak heart condition that prevented him from ever serving, so with Vanda’s blessing, Spier took over the producing reigns beginning with Episode No. 7 on July 29, 1942, and assigned various directors week-to-week. The series fit Spier like a glove because it combined so many of his passions: mystery-thriller stories, moody orchestral music, and elaborate sound effects. The latent magician in Spier loved the weekly hat trick of scaring the bejesus out of an audience. Contrary to Vanda, however, Spier was star-struck with the idea that that big name actors would elevate the series to a whole new level. CBS would not pay heavyweight talent fees, but a sponsor might if the ratings warranted it. To that end, Spier got his former protégé, Orson Welles, to waive his going rate in order to star on Episode No. 11 in a story called *The Hitch-Hiker*, written by Lucille Fletcher (aka Mrs. Bernard Herrmann). Actually, the same story had already been

dramatized on Welles' *Mercury Theatre on the Air*, but nobody seemed to mind because ratings shot through the roof, proving Spier's point that *Suspense* was just begging to be star-driven. Until a sponsor could be convinced to cough up serious dough, though, Spier was stuck scrounging for favors. Eventually, Roma Wines came on board to underwrite the series, enabling Spier to offer sizable fees for weekly guest stars. Soon, every big name star in Hollywood was clamoring to do a turn, and in September 1943, Spier took over directing the show (in addition to producing and developing the scripts). Ratings were huge and *Suspense* became an enduring institution for the network (both on radio and later on television). On October 18, 1945, when Bill Spier suffered his *third* heart attack (apparently milder than his two previous near-death experiences), his scheduled episode of *Suspense* for that week, "Summer Storm" (guest starring Henry Fonda) happened to be one of the few he had himself written. Because series creator Charles Vanda was available, it seemed gentlemanly to ask him to step-in, which he graciously did. The following week, on October 25, 1945, Vanda continued to sub on *Suspense*, directing Lucille Ball as an embezzler in "A Shroud for Sarah." However, by November 1, Bill was on his feet and back at the helm, directing Ronald Coleman in Spier's own adaptation of H. P. Lovecraft's "The Dunwich Horror." With his services no longer needed, Vanda felt left out in the cold again, growing all the more envious of Spier's fame and fortune. Bitterness festered. Years later, when *Daily Variety* mentioned that Spier was the "originator" of *Suspense*, Vanda went ballistic and waged a battle of words to correct the long-mistaken impression, calling it "an act of Vanda-lism." Their friendship was over. *Variety*, 7/24/1940; *Daily Variety*, 3/31/1954 and 4/8/1954; Grams, Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, Neb.: Morris Publishing, 1997; and, from a personal letter written by Charles Vanda to Bill Spier, dated 8/6/1954. That correspondence, along with Spier's letter to Vanda, dated 7/9/1954, indicate that the feud over *Suspense* credit was far from settled. Copies of these letters courtesy of writer-historian-documentarian John Scheinfeld.

91 *Thompson never appeared on the show*: Kay Thompson never appeared on any episode of *Suspense* as a credited guest star. However, on the October 24, 1946, installment "Dame Fortune" (directed and produced by Bill Spier), when guest star Susan Hayward's character was called upon to sing several bars of Cole Porter's "I've Got You Under My Skin" (with orchestra conducted by Lud Gluskin), it was actually Thompson's singing voice that listeners heard—slightly disguised to sound more Hayward-like. The dead giveaway was her unmistakable lower register which came through loud and Thompsonian on the lower notes. (As stated on pages 90-91 in the book, Kay had previously auditioned to play Susan Hayward's wisecracking older sister in *Hit Parade of 1943*—a role that ultimately was awarded to Eve Arden.) Special thanks goes to historian Keith Scott whose hunch about Kay singing on *Suspense* led to this discovery (unfortunately not in time to be included in this book, but added here, after the fact, in the online endnotes). Scott authored *The Moose That Roared: The Story of Jay Ward, Bill Scott, a Flying Squirrel, and a Talking Moose* (St. Martin's Press, 2000) and, as of this writing in September 2011, is researching a future book on "unbilled voice artists and singers in cartoons and radio shows of the 1930s and 40s."

92 *Spier series*, Radio Reader's Digest: Aside from his multi-tasking as the head of CBS' script department and producing *Suspense*, Bill Spier also took on the producing and

script development chores of another new series, *Radio Reader's Digest*, on Sunday nights beginning September 13, 1942, directed by Robert Nolan. Hosted by Conrad Nagel, *Radio Reader's Digest* was an unusual variety-magazine hybrid, mixing dramatized fiction and recreations of true stories, plus an occasional musical number (with an orchestra conducted by Lyn Murray), all jam-packed into each 30-minute installment. Most of the material was gleaned from the pages of *Reader's Digest*, the popular monthly magazine with five-and-a-half million readers. The publisher was happy to provide its articles in exchange for the promotional advantage of having the magazine's name used for the series, but saw no added benefit to financially support the show as a sponsor. Instead, Campbell Soups sponsored the *Digest* recipe, which allowed Spier the financial wherewithal to add whatever rich ingredients he so desired. The first six episodes alone boasted a constellation of stars including James Cagney, Ethel Barrymore, Vincent Price, Madeleine Carroll, Charles Laughton, Joan Fontaine, Joseph Schildkraut, Henry Hull, Wendy Barrie, Monty Woolley, and, naturally, Spier's chum Orson Welles, who pocketed his hefty going rate on this occasion. Of particular note was *Digest* Episode No. 7, broadcast live from New York on October 25, 1942. The guests included Kay Thompson as daredevil reporter Nellie Bly in "The Front Page Girl." Another segment on the same program featured Claude Rains as missionary James Wetherby in an adaptation of "The Missionary and the Gangster," a short story by Edison Marshall published in the September 1942 issue of *Reader's Digest*. Contractually, announcer Ernest Chappell was obliged to mention that Rains would soon be seen on the silver screen in *Casablanca* (Warner Brothers, 1942), opening that November. Thompson and Rains must have enjoyed meeting one another because, according to columnist Dorothy Kilgallen, not long after the broadcast, they were spotted dining at the Waldorf "in a huddle about music." *Variety*, 9/16/1942; *Lowell Sun* (Lowell, Massachusetts), 10/29/1942.

92 *Two weeks later, on November 11*: "MGM Thumb-Nail Autobiography" dated 6/19/1946, questionnaire filled out in Kay Thompson's own handwriting: "Married to Bill Spier on Nov. 11, 1942." From the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

92 *rarely saw their dad*: Bill Spier's daughter, Greta Spier Kiernan, recalled that she mostly saw her father on "special occasions—birthdays, holidays and Christmastime. We might have lunch and he'd bring us presents." Greta's younger sister, Margaret Spier Angeli, said, "I remember as a child getting lots of birthday and Christmas presents while my father was married to Kay. Our mother said, 'I'm sure Kay is doing the shopping because women do these things for children. This is what a woman does.'" Greta added, "Our mother appreciated that. It didn't happen during his later marriage to June Havoc. My mother never badmouthed Kay Thompson so I never had a picture of Kay as a villain."

92 *Just days after*: Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films 1941–1950*. Berkeley: University of California Press, 1971, page 1053.

92 *In the film, the Four*: In the fall of 1942, Jimmy Engler replaced George “Cookie” Richmond in the Four Teens. This new lineup appeared in *Hit the Ice* (Universal, 1943).

92 *assigned to sing “Penny Arcade”*: The musical featurette entitled *Swing That Band* (Universal, 1943), directed by Arthur Dreifuss, starred Johnny Long and His Orchestra, with “The Four Teens Quartet” billed in second position on the poster. The members of the Four Teens at that time were Phyllis Rogers, Jo-Jean Rogers, Pat Haywood, and Jimmy Engler. In this two-reeler short, the foursome sang Kay Thompson’s arrangement of “Penny Arcade” (Dave Franklin) for which she wrote additional lyrics. Each member gets his or her fate told after depositing a penny into a fortune-teller machine. One of Kay’s verses went like this:

PAT HAYWOOD: At the penny arcade, I had my fortune read.

OTHERS: What’s it about?

**PAT HAYWOOD: Well, it said that I would be an opera singer.
(holds high obligato note).**

PHYLLIS ROGERS AND JO-JEAN ROGERS SING RAPID PATTERN:

**He’s got a cloak and stiletto
Knows the score of Rigoletto
Had a very large posterior, just right for Cavalleria,
Spumoni and Zucchini, Conciatorre, Gangerini.**

PAT HAYWOOD: What I do to Puccini, it should happen to Mussolini.

ALL SHOUT: It’s murder!

Phyllis Rogers Whitworth recalled. “It was one of Kay’s favorites. She *loved* that and it was a darling arrangement.” The Four Teens’ performance of “Penny Arcade” was recycled in the feature film *See My Lawyer* (Universal, 1945)—which probably had everything to do with the fact that the movie was produced and co-written by Edmund L. Hartmann, Kay’s former classmate and theatrical department colleague at Washington University in St. Louis. Lyrics to Kay Thompson’s special arrangement of “Penny Arcade” (Dave Franklin) are in the dialogue continuity for the Universal featurette, *Swing That Band*, dated March 8, 1943. Found in the Universal Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

92 *Though her work went*: Although Hugh Martin received credit for the vocal arrangements for *Girl Crazy*, Alice Ludes of the Music Maids, among others, recalled Kay Thompson working on vocal arrangements, choral direction, and personal coaching of Judy Garland.

93 “[Garland’s] best early film”: *Oakland Tribune* (Oakland, California), 11/5/1967. Albert Johnson, the renowned cineast and program director for the San Francisco

International Film Festival (1965–72), devoted one of his annual tributes to Judy Garland, who attended the retrospective in person and was extensively interviewed by Johnson.

93 *Kay also wowed her*: Kay’s choir for *Girl Crazy* included the Music Maids (Alice Ludes, Denny Wilson, Patt Hyatt, and Dottie Messmer); two former Music Maids, Trudy Erwin and Bobbie Canvin; Six Hits and a Miss (Lee Gotch, William Seckler, Clark Yocum, Jimmie Dodd, Marvin Bailey, Vince Degen, and Pauline Byrns); and Hal Hopper (formerly of Kay Thompson and the Three Rhythm Kings). From the author’s 2007 interview with Alice Sizer Ludes of the Music Maids and from the recording log and employment cards for *Girl Crazy*, archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Additional thanks goes to Adrian Daff for his meticulous research on Six Hits and a Miss and The Starlighters.

93 “*certain things were done*”: Summers, Anthony, and Robbyn Swan. *Sinatra: The Life*. New York: Alfred A. Knopf, 2005, page 84.

93 *Kay met Frank*: Frank Sinatra’s record-breaking, breakthrough solo gig was at New York’s Paramount Theatre as part of the live stage revue that accompanied the film presentation of *Star Spangled Rhythm* (Paramount, 1942). The gig started on December 30, 1942, with Benny Goodman and his orchestra. When the revue was held over, Benny Goodman had a conflicting commitment, so, to back Sinatra, Goodman and his band were replaced for the rest of the run, from January 27 through February 20, 1943, by Johnny Long and his orchestra featuring Kay Thompson’s harmony group, the Four Teens, plus vocalists Helen Young and Gene Williams. Kay Thompson got to know Sinatra during these weeks when she was coaching the Four Teens before and after their sets at the Paramount. Also during that time, Kay and Frank played a one-nighter on the very same bill. On February 12, 1943, the Paramount Theatre’s revue performed free for servicemen at the American Theatre Wing’s Stage Door Canteen, in the basement of the 44th Street Theatre. The bill not only included Frank Sinatra, Johnny Long and his orchestra, the Four Teens, Helen Young, and Gene Williams, it also featured Kay Thompson, Carol Bruce, and the Broadway company of *Rosalinda* (the Johann Strauss operetta currently playing upstairs at the 44th Street Theatre). *Billboard*, 3/6/1943.

94 *The “Paging Mr. Greenback” number*: Pasternak, Joe, as told to David Chandler. *Easy the Hard Way: The Autobiography of Joe Pasternak*. New York: G. P. Putnam’s Sons, 1956, pages 226–27. When “Paging Mr. Greenback” was cut from *Presenting Lily Mars*, the footage was either destroyed or lost. Only the audio track and still photographs have survived. The rare recording is included in the 1996 CD collection *Judy Garland: Collector’s Gems from the MGM Films* (Turner Classic Movies Music/Rhino Movie Music, R2-72543). CD Produced by George Feltenstein and Bradley Flanagan. Liner notes by John Fricke. Additional notes by George Feltenstein.

94 *In place of the discarded*: The rundown of the songs for the new finale in *Presenting Lily Mars* was as follows: “Where There’s Music” (Roger Edens); Kay’s personal favorite “St. Louis Blues” (W. C. Handy); “It’s a Long Way to Tipperary” (John Judge–H. H. Williams); “In the Shade of the Old Apple Tree” (Edward Van Alstyne–H. H.

Williams); “Don’t Sit under the Apple Tree” (Steven Stept–Lew Brown–Charlie Tobias) danced by Charles Walters lip-synching to the voice of Ralph Blane; “It’s Three O’Clock in the Morning” (Julian Robledo–Dorothy Terris); and “Broadway Rhythm” (Nacio Herb Brown–Arthur Freed) performed with Tommy Dorsey and His Orchestra, Ralph Blane’s voice coming out of Charles Walter’s mouth, and the MGM Studio Chorus.

94 *Meanwhile, Thompson got sucked into*: After the publication of *Kay Thompson: From Funny Face to Eloise*, documentation was discovered in the Library of Congress that listed Kay Thompson as a vocal arranger for *Best Foot Forward* (MGM, 1943). Two of the film’s composers, Hugh Martin and Ralph Blane, were protégés of Thompson, so it is likely that she contributed or collaborated on the vocal arrangements for their numbers. This would have taken place in late 1942 or early 1943 when Kay was doing freelance vocal arranging for various films at MGM and other studios. Hugh Martin and Ralph Blane were already under exclusive contract to MGM by then. Shortly thereafter, on April 1, 1943, Kay became exclusive to MGM as the head of the vocal department (earning \$500 per week, double the salary that Hugh and Ralph were making).

94 *helping out on Metro’s Swing Fever*: *Swing Fever* (MGM, 1943) was produced by Irving Starr, who also produced *Music in My Heart* (Columbia, 1940), the movie Kay almost made with her *Tune-Up Time* cohorts Tony Martin and André Kostelanetz. The MGM prerecording log erroneously lists “Mississippi Dreamboat” as having been recorded on January 15, 1943. The daily music reports list the correct date of February 22, 1943. From the *Swing Fever* files archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

94 “*You can hear Kay’s voice*”: “Mississippi Dreamboat” appears on the 1997 CD *Alive and Kickin’: Big Band Sounds at MGM* (Turner Classic Movies Music/Rhino Movie Music, R2 72721), later reissued as *Big Band Swingin’ at MGM*. CD produced by George Feltenstein and Bradley Flanagan. Liner notes by Will Friedwald.

95 “*Judy was alone*”: Frank, Gerold. *Judy*. New York: HarperCollins, 1975, pages 172–73.

95 “*laser beam of pure*”: *Ibid.*, page xvii.

95 *At the very same moment*: Kay’s role in Fats Waller’s *Early to Bed* went to Muriel Angelus of Rodgers and Hart’s *The Boys from Syracuse* and Oscar Hammerstein’s *Sunny River*. After a Boston tryout on May 1943, *Early to Bed* opened triumphantly in New York at the Broadhurst Theatre on June 17, 1943, where it stayed for nearly a year, racking up 380 performances. In the middle of its Broadway run, Fats Waller tragically died of pneumonia in December 1943.

96 “*first and only woman*”: *Lincoln Sunday Journal and Star* (Lincoln, Nebraska), 4/7/1946.

96 “*Exclusively for us*”: Dates of Thompson’s MGM employment were spelled out thusly: “Term: 6 months, beginning on date she arrives at our studio, on or about April 5,

1943 [April 5, 1943 to October 4, 1943]. Options: One for 6 months [October 5, 1943 to April 4, 1944]; six options for 1 year each [through April 4, 1950, if each option were to be renewed].” Kay Thompson’s MGM contract memo dated 3/16/1943 and various MGM production budgets are from of the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

96 “*It was April the 1st*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

96 *attended a private preview*: Ibid.

96 *first official day on the job*: In a nostalgic mood about her MGM days, Kay reminisced: “You couldn’t wait to get there. The greatest thing in the world was to go every single day, leave the car in Tommy’s Parking Lot, walk down that path to the Administration Building [the Thalberg Building], go through the East Gate, always, ‘Good morning, Mr. Keating.’ ‘Good morning, Miss Thompson.’ And after four years of in and out of that place, four and five times a day and at night, that’s always how it was. ‘Good morning, Mr. Keating.’ ‘Good morning, Miss Thompson.’ The courtesy! It was like going into a foreign city. I was so impressed having come from New York with how polite and courteous everyone was. And they remained that way until the day I left.” According to the book *MGM: Hollywood’s Greatest Backlot*, “Gate guards were expected to recognize and salute the studio’s stars. Policeman Harry Keating, who was hired in 1928, recalled failing to recognize a star only once: He greeted Carole Lombard at the gate as ‘Miss Stanwyck.’” On Thompson’s first official day of work at MGM (April 5, 1943), she ran into her buddy, Ralph Blane. It just so happened to be the final day of pickup shooting on *Best Foot Forward*, the movie version of the Broadway show that Blane and Hugh Martin had scored: “He told me to just waft around in among the buildings. My office was at the top of the ‘Answers Building’ [the Metro Building, aka the Writers Building], just inside the [East] gate [to the left], you go by the, whatever it was called, the Answering Bureau, and up millions of stairs to a penthouse. And of course, the other side of the penthouse was Georgie Stoll and we were the only two people in there.” Kay’s space had previously been occupied by Roger Edens before he had been moved to an office adjacent to producer Arthur Freed. Bingen, Steven, Stephen X. Sylvester, and Michael Troyan. *MGM: Hollywood’s Greatest Backlot*. Solana Beach, CA: Santa Monica Press, 2011, pages 24-25, 38-41. Thompson’s quotes come from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

97 *latest picture*, *I Dood It*: Thompson was disappointed by the sound quality of *I Dood It* (MGM, 1943): “My love in life had been sound. The sound of things was the substance of everything I did. The music I wrote had to sound a certain way, have its own sound. The microphone and I became close friends early in life. I assumed that the sound at a film studio would be fantastic. I was always screaming for *presence* and I was used to the sound of CBS. Metro had the worst sound of anybody in the world... Nobody ever knew why except that they just did. It seemed to us, because here we were, all this new young

blood wanting to have the sound like it is *now*, that's what we were after. You know, seven tracks. [But], it was just so pitiful. You'll hear on *I Dood It*... I just couldn't get it through Mac's head, who was the engineer, that I really wanted to *hear* it. You know, *loud!* And he'd be like, 'I got it. I got it.' But he didn't have it at all. It wasn't on the track." Anxious about the sound, Kay marched into the preview screening of *I Dood It* in Inglewood, and made a beeline for the volume knob. "There was a control box by one seat and Lennie [Hayton] was at that seat and I was next to him. I kept saying, 'Turn it up, for God's sake!' [But] there was nothing to turn up... By the time I got home—which was The Garden of Allah—my stomach was sticking out like Fatty Arbuckle, with sheer frustration. I just said, 'Bill, I'm going, I'm going! Bill, let's go back to New York!' Here I am from radio where you can hear *everything*, and I just said, 'I'm going home! Come on, let's go! *Argh!*'" Bill managed to calm his wife down enough to stop packing her bags, but the anger did not subside. The next day, Kay stormed into producer Jack Cummings office. "The potential," she shrieked, "when you think there are sixty singers there and this *huge* orchestra... Christ, you can't hear it!" Of course, the producer did not agree that the problem was a problem at all. "He told me if I didn't cool off, he was going to put me in a room with a window." Whatever that threat meant, it shut Kay up. "That's when I didn't say anything anymore, about *anything*... I knew that I would have to adjust, that film sound wasn't the same as radio sound, or broadcasting sound. And so... I played it their way and my stomach didn't stick out anymore. We all had a sense of humor—highly recommended to working in a film studio, and the sound department was where one needed it most." From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

97 *racist Southern theaters*: Although MGM tried to keep racial censorship out of the papers, at least one of the known incidents made *The New York Times* on July 24, 1946. In a United Press wire report from Knoxville, Tennessee, it was noted that *Ziegfeld Follies* "has been censored here to cut out scenes in which Negro night club singer Lena Horne appears... Emil Bernstecker, manager of the theatre chain now showing the film, said the Negro artist's singing number 'might prove objectionable to some people in Knoxville.' Her name has been blacked out on all advertising posters here." Horne later explained, "In every other film I just sang a song or two. The scenes could be cut out when they were sent to local distributors in the South. Unfortunately, I didn't get much of a chance to act. *Cabin in the Sky* and *Stormy Weather* were the only movies in which I played a character who was involved in the plot." *New York Times*, 7/24/1946; and, from the biography of Lena Horne posted on the PBS website for American Masters: http://www.pbs.org/wnet/americanmasters/database/horne_1.html

97 "*I did 'Jericho,' and*": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

97 "[*Kay*] *taught me how to open*": *Philadelphia Daily News*, 11/25/1996. Also: In an interview conducted by David Craig (husband of Nancy Walker from 1951-1992), Lena Horne said, "I had one great teacher, the first one that really had an impact on me physically and made me produce more: Kay Thompson. Thank God I met her! She was

an old friend of Lennie's [Lennie Hayton]. She's meshed in my whole beginning with him at MGM. Kay had begun the 'power' thing—the strength and where it came from. Most of mine comes from my belt which it pushes up. I found I had more physical comfort in standing a certain way, with my knees out, you know... and my face... [*She makes the classic facial expression that is one of her trademarks.*] Yes, Kay began to teach me." Craig, David. *On Performing: A Handbook for Actors, Dancers, Singers on the Musical Stage*. New York: McGraw-Hill Book Co., 1987, page 130.

97 "As naturally friendly as": *Movieland*, 8/1945.

97 "The most important thing": Horne, Lena, and Richard Schickel. *Lena*. New York: Signet Books, 1966, page 123.

97 "Jack came down": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

97 "in the office of Kay": *Movieland*, 8/1945.

97 *Lena turned up*: Buckley, Gail Lumet. *The Hornes: An American Family*. New York: Plume Books, 1987, page 185.

97 "Hazel was always known": Horne, Lena, and Richard Schickel. *Lena*. New York: Signet Books, 1966, page 123.

98 "It was a laugh all around": *Ibid.*

98 "Connie always used to say": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

98 "During the course of": Horne, Lena, and Richard Schickel. *Lena*. New York: Signet Books, 1966, page 124.

99 *By association, Horne assumed*: *Ibid.*, page 122.

99 "Toward the end of the evening": *Ibid.*, page 124.

99 "Many of my best childhood": Buckley, Gail Lumet. *The Hornes: An American Family*. New York: Plume Books, 1987, page 185.

99 *When the time finally came*: The "Jericho" number in *I Dood It* (MGM, 1943) was shot by cinematographer Ray June, who would later shoot *Funny Face* (Paramount, 1957) with Thompson.

100 “*I said, ‘Come to ’*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

100 *Next on her docket: Meet the People* (MGM, 1944) was directed by Charles Reisner, whose credits included Kay’s debut picture, *Manhattan Merry-Go-Round* (Republic, 1937), though they had never actually met because her scenes had been done without him by a second unit director, John H. Auer, in New York.

100 *Harburg’s entrée into producing*: Referring to a scene about blue-collar laborers in *Meet the People* (MGM, 1944), Kay Thompson recalled: “Arthur [Freed] had seen the dailies of all those hard hats and those workers on the assembly line. They were really the ugliest men in the world. There was a meeting and Arthur said, ‘They’re *too* ugly! I don’t like to see those ugly people!’ Screaming at Yip [Harburg]. And Yip said, ‘Arthur, that’s what they look like. That’s the common man.’ And Arthur said, ‘You keep talking about the common man, for Christ’s sake! What the fuck do ya mean?! The common man?! Who *is* the common man?!’ And Yip said, ‘*You* are, Arthur!’ Can you bear this? There were twenty people sitting in a circle and not a word was spoken, even by Arthur. He went back to his desk. We all hated it. We hated Yip.” From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

100 *Later in 1950, Harburg*: Meyerson, Harold, and Ernie Harburg. *Who Put the Rainbow in “The Wizard of Oz”?* Yip Harburg, *Lyricist*. Ann Arbor: The University of Michigan Press, 1993, page 273.

100 *first complete menu of songs*: George Feltenstein, who oversees the MGM vault, observed, “In *Meet the People*, there is this dream sequence that starts out with all these weird things interwoven on the soundtrack. Of course, we have multi-channels so that makes it more fun for me because I can put the male chorus on the right and the female chorus on the left. They’re counter rhythmic as well as counter harmonic, so it is just acid trip. In the recording sessions, they would never let the film roll before and after takes because film was money, but on *Meet the People*, there’s actually a little roll going on where Dick Powell can’t get the syncopation and Kay is heard going, ‘It’s simply maaaahvelous,’ and Dick is singing, ‘It’s simply mar-vel-ous,’ and Kay’s correcting him, ‘Maaaahvelous.’ And she keeps trying to get him to do it *her* way. It’s a priceless little smidgen of Kay at work, coaching.” Thompson’s assigned numbers on *Meet the People* were as follows:

1.) “I Like to Recognize the Tune” (Richard Rodgers-Lorenz Hart). Borrowed from the Broadway musical *Too Many Girls*, “I Like to Recognize the Tune” was given the full-on Thompson treatment, adapted from Hugh Martin’s original vocal arrangement. Hugh also arranged a version of the song for the film version of *Too Many Girls* (MGM, 1940), but, although it was prerecorded, it never made it into the final cut. Michael Feinstein believes that Kay’s version for *Meet the People* borrows heavily from Hugh’s earlier arrangements. “At least 60% is Hugh,” Feinstein guessed, although he agreed that the

cross-pollination between Kay and Hugh was so strong that authorship often got blurred. The Thompson version of “I Like to Recognize the Tune” for *Meet the People* was recorded on May 28, 1943, sung by Virginia O’Brien, June Allyson, Ziggy Talent, the Murphy Sisters and the King Sisters, backed by Vaughn Monroe and his orchestra, with a chorus that included the current Music Maids (Alice Sizer Ludes, Denny Wilson, Patt Hyatt, Jeanne Darrell) as well as Bobbie Canvin, one of the Music Maids’ former members. Alice Sizer Ludes noted, “The Music Maids was kind of the nucleus of Kay’s choruses at MGM because we were a group that had good harmony, good balance, and good voices together. So, many times, she built the choruses around us. She mostly took people who were in a group to begin with so they were used to having voices that harmonized and blended. If you get a bunch of soloists together, their voices just don’t blend—they stick out too much.” It was not unusual to find the Music Maids, the Williams Brothers, and Six Hits and a Miss, all joined together for one of Kay’s super group sessions. She also loved using Mel Tormé and the Mel-Tones (first known briefly as the Skylarks) whose members included Ginny O’Connor (who would marry Henry Mancini in 1947), Bernie Parke, Betty Beveridge, and Diz Disruhdt—who, upon being drafted into military service, was replaced by Les Baxter. And, Thompson frequently added African-American groups like the Dreamers to her racially-mixed choruses. Thompson’s humanistic attitude was in direct opposition to the institutionalized racism that still existed on the MGM lot. Dreamers member Leonard Bluett recalled, “For instance, we could never go to lunch with Kay because, at that time, we had problems getting into the commissary. They wouldn’t let us into the big dining room. They had a little sidebar outside where they wanted us to go, but we felt we were being discriminated against. We wanted to go sit down like everybody else. The white extras and dancers used to go in and sit down, but it was the black and white thing. We had to go across the street to the greasy spoon, but even they didn’t really want us in there, either. I don’t remember the name of it, but it was on Washington Boulevard, across from the studio. One of the dancers—Aranelle Harris—she and I used to go over there and we were so shocked and hurt that we had to go off the lot to eat. A couple of times, we were late getting back and Charles Walters, the dance director, chided us for coming back late. And we said, ‘Well, we couldn’t eat. We couldn’t get served. It’s not our fault.’ We were holding up production. The whole idea of having a commissary on the lot was so that people could get through lunch quickly, but we couldn’t. And I remember Kay being very annoyed about that.”

2.) “Meet the People” (Sammy Fain-Yip Harburg) sung by Dick Powell, Gloria Grafton (for Lucille Ball) and a delirious, over-the-top Thompson chorus.

3.) “In Times Like These” (Fain-Harburg) performed by Powell and Grafton, plus another version by Vaughn Monroe and His Orchestra.

4.) “Schickelgruber” (Fain-Harburg) performed by Beauregard Lee (as Mussolini) with Spike Jones and His City Slickers.

5.) “It’s Smart to Be People” (Burton Lane-Yip Harburg) sung by Dick Powell, Gloria Grafton (for Lucille Ball), Virginia O’Brien, June Allyson and Kay’s large mixed chorus

including the current Music Maids as well as former member Bobbie Canvin, plus the Dreamers, and Virginia Rees.

- 6.) “I Can’t Dance” (Williams-Gaines) performed by Ziggy Talent.
- 7.) “Heave Ho, Let the Wind Blow” (Harold Arlen-Yip Harburg) sung by Bert Lahr (reunited with his *Wizard of Oz* composers) featuring a large baritone male chorus.
- 8.) “New York Production” (Kay Thompson-Jay Gorney). A two-minute instrumental score cue orchestrated by Conrad Salinger and conducted by Lennie Hayton on July 2, 1943.

Unfortunately, much of Kay’s work never got heard. She completed vocal arrangements for several songs that did not make the final cut, including:

- 1.) “Thank You, Columbus” (Burton Lane-Yip Harburg) performed by the King Sisters (recorded 6/2/1943).
- 2.) “Song of the Bayou” (Rube Bloom, with revised lyrics by Kay Thompson) performed by the Murphy Sisters with Vaughn Monroe and His Orchestra (recorded 6/1/1943).
- 3.) “Old Sad Eyes” (Sammy Fain-Irving Kahal, with revised lyrics by Kay Thompson) performed by opera soprano Betty Jaynes with Vaughn Monroe and His Orchestra (recorded 6/14 and 6/16/1943).
- 4.) “Walk Around the Block” (LeValle-DeProng) originally scheduled for Gloria DeHaven and the King Sisters (not recorded). The DeHaven cameo was eliminated from the script before shooting got underway.
- 5.) “Calypso Kitty” which was preliminarily planned for Lena Horne (not recorded). The Horne cameo was eliminated from the script before shooting got underway.
- 6.) “Great Guns, How The Money Rolls In” (Sammy Fain-Yip Harburg) for Spike Jones and Virginia O’Brien (not recorded).
- 7.) “Ole Man Riveter” (Kay Thompson). Columnist Erskine Johnson reported that Virginia O’Brien would sing “Kay Thompson’s hilarious parody, ‘Ole Man Riveter’ in *Meet the People*.” Sadly, Kay’s composition never made it to the prerecording studio, much less the film itself.

One song in the film that Kay had little to do with was Earl Karl Brent’s sardonic composition, “Say That We’re Sweethearts Again,” sung by Virginia O’Brien. Looking down her nose, Kay sneered, “Earl Brent worked what I call *downstairs* in the music department—since I was up in the penthouse.” Like Thompson, Brent hailed from St. Louis and yet, for reasons unclear, she never warmed up to him. Thompson added: “When Virginia O’Brien was used in a picture, Earl would do for her what she needed done, because she always did those strange kinds of numbers that he wrote for her. I saw

him when I was there, but I never saw him to work with.” If any delineation of the hierarchy were necessary, the budget spelled it out in black and white: Top dog Kay got \$500 a week versus Earl’s paltry \$175 (with Martin and Blane wedged in between, collecting \$250 each). Although Brent contributed lyrics to such memorable songs as “Angel Eyes” (Matt Dennis-Earl Brent)—which became a top hit for Ella Fitzgerald—at MGM, he never quite managed to rise above the status of a second or third choice arranger, composer, and/or vocal coach. (In the 1950s, after Thompson started a whole new trend in nightclub acts, Brent cashed in by devising highly derivative routines for such stars as Jane Powell—an activity that Kay resented.) *Helena Independent* (Helena, Montana), 10/6/1943; *Brownsville Herald* (Brownsville, Texas), 5/3/1954. From the *Meet the People* recording log and budget archived in the MGM and Arthur Freed Collections at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. And, from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

100 four bumpkins from Iowa: Early 1944 marked the period when Kay first met the Williams Brothers (Bob, 26, Don, 21, Dick, 17, and Andy, 16). Born December 3, 1927, Andy began singing with his older brothers at the age of five in the Presbyterian church choir in his hometown of Wall Lake, Iowa. With a population of less than one thousand people, Wall Lake was so small, it barely qualified as a town. “There’s no wall, and no lake, either,” Andy later quipped. Andy was not the youngest sibling. He had a sister, Janie, 12, and for a very short time, there was even a fifth Williams brother who tragically died in his infancy. The family was so poor, the four Williams brothers had to sing hymns at the funeral parlor for a year to pay for the funeral of their brother. Andy commented, “A year was a long time to pay off a debt.” Columnist Dick Kleiner wrote, “Their father played the piano and bribed the boys to sing with ice cream. When Andy was six, they entered an amateur contest, won a bicycle and their career was underway.” Andy clarified, “But we weren’t what I’d call a theatrical family. We never sang in nightclubs or theaters as kids. Just some on radio.” In 1938, the Williams Brothers became staff singers for WHO-Radio in Des Moines, starring on *The Iowa Barn Dance* and their own daily show. This got the attention of talent scouts for WLS, the NBC-Blue affiliate in Chicago, one of the largest and most powerful radio stations in the country, self-proclaimed as “The Prairie Farmer Station.” A report in *Radio Varieties* stated: “Originally they were invited to Chicago only for two guest appearances on *The WLS National Barn Dance*. On the last hour, they stopped the show as the theater audience applauded loud and long, demanding encore after encore.” And so, by popular demand, the Williams Brothers were contracted as staff regulars on *The WLS National Barn Dance*, broadcast live from Chicago’s Eighth Street Theatre, sharing the bill with the likes of Gene Autry, twenty-year-old comic George Gobel, Pat Buttram, the Dinning Sisters, and the Hoosier Hot Shots. [Radio collector and historian Michael B. Schnurr has the August 24, 1940, installment of *The WLS National Barn Dance* in his archive; the Williams Brothers sing “Aloha Oe” (Her Majesty Queen Liliuokalani) and “Oh, You Beautiful Doll” (Nat D. Ayer-Seymour Brown).] Blending country music with corny comedy routines, this folksy variety show was the granddaddy of the format, giving rise to many successful copycats including *The Grand Ole Opry* on WSM-Radio in Nashville and, years later, *Hee-Haw* on syndicated television. It also represented the Williams

Brothers' first national radio exposure. "We were doing thirteen shows a week for \$25," Andy recalled. By 1942, however, they had moved on to Cincinnati to replace the Smoothies on WLW's *Time to Shine*, where, due to the formation of the American Federation of Radio Performers (AFRA), their weekly paycheck inflated to \$500. With that kind of earning potential, their father, Jay—who had devoted twenty-eight years to working for the United States Postal Service—decided it was time to try their luck in Hollywood. So, in the fall of 1943, the family moved to South Pasadena, a suburb on the northeast side of Los Angeles. "My dad felt we were good enough now to get into national radio shows and particularly to get into movies," recalled Don Williams. "We thought it was silly. Especially my brother Bob [who, by then, was married with two kids]. But once we were out there, we sang for everyone, including Eddie McCarg who was then the head of the West Coast office of Irving Berlin Music, one of the big music publishing companies. In those days, the head song publishers knew where all the bodies were, and he said there's a guy I want you to meet, Harry Zimmerman, a great arranger and conductor [and Dinah Shore's frequent musical director]. So we sang for Harry and he fell in love with us and started doing our arranging. With that, almost everything developed at the same time." The Williams Brothers sang at the Masquers Club and the Hollywood Canteen, then became regulars on *The Sweeney & Marks Show*, starring comics Bob Sweeney and Hal Marks, featuring the chirping of 19-year-old Doris Day. When Doris left the series, the Williams' younger sister, Janie, took over her spot, but unlike her brothers, she lacked passion for music and soon gave up showbiz aspirations altogether. The four boys, however, just kept on singing. On January 19, 1944, Zimmerman pulled a few strings for the quartet to sing on the Armed Forces Radio Service (AFRS) program, *Mail Call* (No. 74)—the first of many appearances on this series. Guest hosted by Dinah Shore, the boys sang two numbers by themselves, "Water Boy" (Avery Robinson) and "Old Oaken Bucket" (Samuel Woodworth-George F. Kiallmark), as well as a medley with Dinah that got the attention of Bing Crosby. Three weeks later, the boys made their recording debut singing backup on Bing's "Swinging on a Star" (Johnny Burke-Jimmy Van Heusen) for the forthcoming movie *Going My Way* (Paramount, released May 3, 1944), conducted by Robert Emmett Dolan (*Hooray For What!*) from a vocal arrangement by Joseph J. Lilley (the choral director who replaced Kay Thompson on *Tune-Up Time*). It was a lucky break for the Williams boys because the song went No. 1 on the pop charts for 9 weeks, sold over three million copies and won the Academy Award for Best Song. Later that year, the Williams Brothers appeared on at least four more installments of *Mail Call*, rubbing shoulders with fellow guests like Kate Smith, James Melton, Joan Blondell, Marilyn Maxwell, Adolphe Menjou, Jerry Lester, and Robert Benchley. (The Williams Brothers appeared on the following *Mail Call* installments: No. 74, 1/19/1944; No. 77, 2/9/1944; No. 82, 3/15/1944; No. 88, 4/26/1944; and No. 97, 6/21/1944.) The boys got into movies, too. "We made a few pictures at different studios," Don explained. The Williams Brothers made early appearances in the following films:

1. *My Best Gal* (Republic; filmed October 18 to early November 1943; released March 28, 1944). Starring Jane Withers, directed by Anthony Mann. Uncredited, the Williams Brothers appear as backup singers for Jane Withers during "Ida! Sweet As Apple Cider" (Eddie Leonard-Eddie Munson) and "Everything is Upsy Downsy" (Kim Gannon-Walter Kent). The boys also have a 10-second harmonizing bit by themselves during "I've Got

the Flyin'est Feelin' (Kim Gannon-Walter Kent), a swing number that was otherwise instrumental.

2. *Janie* (Warner Brothers; filmed December 1943 to early March 1944; released July 25, 1944). Starring Joyce Reynolds, Robert Hutton, Edward Arnold, Hattie McDaniel and Robert Benchley, directed by Michael Curtiz. Uncredited, the Williams Brothers appear in soldier uniforms as a singing quartet during a party scene; they warbled a few bars of “Don’t Forget to Keep Your Powder Dry” (Jule Styne-Sammy Cahn)—which, considering that composer Jule Styne routinely called upon Kay for vocal arrangements, may have benefited from the Thompson touch in one form or another.

3. *Junior Jive Bombers* (Warner Brothers; filmed Spring 1944; released July 1, 1944). Starring the Jive Bombers (an all-girl band featuring drummer Alice Whytie) and the Williams Brothers, directed by LeRoy Prinz. This was a 20-minute one-reeler featurette (Vitaphone Production #A1248).

4. *Kansas City Kitty* (Columbia, filmed April 28-May 24, 1944; released August 24, 1944). Starring Joan Davis and Bob Crosby, directed by Del Lord. Moving up the food chain for their third feature-length movie, the Williams Brothers sang “Old Oaken Bucket” (Samuel Woodworth-George F. Kiallmark), shared comic dialogue in a scene with Joan Davis, and got featured billing in the opening credits, as well as on posters and ads.

5. *The Big Sleep* (Warner Brothers, filmed October 1944, but not released until August 23, 1946). On-screen, Andy and Bob Williams are Lauren Bacall’s backup singers for her performance of “And Her Tears Flowed like Wine” (Joe Greene-Stan Kenton-Charles Lawrence).

Despite these film accomplishments, Jay Williams would not rest until he got his sons a contract at Metro-Goldwyn-Mayer, the studio that made the biggest and best musicals. “Our father found out who was close to Louis B. Mayer,” Don said. “Ida Koverman was his executive secretary—a sweet, mature woman—and she heard us. It was amazing how good we were. At the time, I didn’t think we were that great. But, I mean, *now* when I listen to some of the things that we did, it was sensational. I only mention that because you don’t expect that out of little kids like we were. It knocked her out so she had Louis B. Mayer come and hear us and they gave us a seven-year contract.” The official 1944 MGM press release stated: “The singing quartet won Hollywood’s first ‘wholesale’ contract.’ All four boys signed their Metro-Goldwyn-Mayer contract at the same time. Their motto, like the Three Musketeers, is ‘All for one and one for all.’ They have never been separated and when Andy and Dick, still of high school age, had to enter school, Bob and Don stayed right with them. The four enrolled at Santa Monica Technical School and are studying radio engineering *as a group!*” Announcing what was intended to be the boys’ first assignment at MGM, columnist Hedda Hopper wrote in *The Los Angeles Times* on April 7, 1944, “The four Williams Brothers, who are terrific, signed for *Anchors Aweigh*.” Kay was already working behind the scenes on that picture. Dick Williams recalled, “I first met Kay Thompson at MGM. Our dad got us an audition and I believe—I’m almost certain—she was at that audition.” Don remembered, “We went up

to Kay's office and sang for her and just knocked her out. I say that in all humility; it was her kind of music. We were not the forerunners of that. The Modernaires and the Merry Macs came before us—we were copying the Merry Macs, I think. But nobody else was doing that kind of music—four-way harmony without a bass. You sing the sixth and the ninth and the thirteenth, a more strident harmony. It is not the old hackneyed barbershop harmony. Anyway, Kay said, 'I want you to come over and sing on this soundtrack.' And so we did, more than once, in the big chorus—we *always* sang in Kay's large group. Kay did all of the music for Judy Garland and many others. She taught all of them how to sing, really, and did all of the vocal arranging, wrote it out, conducted them, did all the choral things, wrote out the choruses, conducted them. And we became part of her chorus." To those around her, Kay's special interest in the Williams Brothers was obvious from day one. Assuming the role of mother hen, she took them under her wing in much the same way she had mentored the Three Ambassadors, the Three Rhythm Kings, the Melody Girls, the Rhythm Singers, the Okays, the Four Teens, and the Music Maids. Peggy Rea, who was working as a secretary for Arthur Freed at the time, recalled, "Kay Thompson was in charge of the chorus—the magnificent chorus that backed all the MGM musicals, and, of course, the Williams Brothers were in that chorus. The four brothers. She was *crazy* about them because their voices were one voice. Kay always said, 'It's a family sound.'" Don Williams said, "She knew exactly the singer she wanted for each part. She'd hire maybe four sopranos, four contraltos, a bunch of tenors, a bunch of basses. I was somewhere in the middle. I sang third in our harmony. Andy was the top, my brother Bob was next, I was the third and Dick was the bottom. But anyway, there'd be like thirty or forty people in the chorus. Kay would give me the music and say, 'Let's sing.' We'd sit and rehearse it for several days with just a piano. Then we'd rehearse with the orchestra. It might take several days, even a week or two. Then we'd record everything all at once: the lead singer, the chorus, the full orchestra. That's the way they did things. That was before multi-track recording. When you made a record, you went direct to disk. They didn't have nine million microphones the way they do now. The soloist would be in a booth with one mike, we would be in a group with one or two mikes, and then there'd be the orchestra. The microphones were amazing then—they might have only one or two microphones for a whole symphony orchestra. The engineers were unbelievable. The sound was just great." When asked how it was different working in a large chorus versus their own quartet, Don said, "This was a big group. The whole chorus was made up of group singers. They all read music very well. We didn't, but we *heard* very well. We knew a little about what we were doing. But we were basically just natural singers and we had good ears, so it was easy to find your part." Regarding Kay, Don had this to say: "She was two things. She was definitely the leader, the conductor. And then she was part of us. She would sing along with us. She had control, but she was never a tough taskmaster. She expected you to do it and to do it well and do it right. And if it took a little while to learn it, it took a little while to learn it. She wrote wild harmonies. And every once in a while she'd say to us, 'Just pick a note. Pick one that you like.' She was great, *great!* She was just perfect. She could get anything out of you. She was a great teacher, a marvelous teacher in all ways." Not only were the boys staples of Kay's MGM chorus but they were in demand on radio, too. In June and July of 1944, the quartet appeared as regulars on *The Maxwell House Iced Coffee Time* (CBS-Radio) featuring Carmen Dragon and His Orchestra. And, while waiting for *Anchors Aweigh* to start shooting that summer, the Williams Brothers were lined-up to appear in a second

film at the studio, *Ziegfeld Follies*. As fate would have it, however, in late-June 1944, before either picture got underway, the eldest member, Bob, got drafted into the Army to serve in World War II. Suddenly, the group was no longer intact, so their intended spotlights in *both* films got cancelled. So did their MGM contract. Don recalled, “Dad said to me, Dick and Andy, ‘You’ll get out faster if you join the Merchant Marine and we’ll all be able to get back together faster.’ So, Dick and I joined the Merchant Marine. Andy was too young [16 when Bob left], but right at the end of the War, he became 18 and then he would have had to serve, but he joined the Merchant Marine and went with us on one trip.” (Four months after the War was officially over, Andy turned 18 on December 3, 1945; his tour of duty lasted from late-January 1946 to late-May 1946. Andy Williams’s regular appearances on radio shows for the Mutual Broadcasting System, KHJ Los Angeles, stopped after the January 20, 1946, installment of *Adventures in Rhythm*, and resumed with the May 27, 1946, installment of *The Feeling Is Mutual*. On the latter program, “Private Andy Williams” is welcomed back on the air after being “discharged from the Army.”) But while his brothers were away, Andy continued singing on his own. “I did a lot of what they call ‘chorus calls’ at MGM,” Andy told a reporter, “just singing, not being seen on the screen, but singing in a choir or a group, and I knew Kay Thompson from that. And she knew of us from before we were disbanded by the army.” In a 2007 interview for this book, Andy elaborated: “All the good singers were in the army, in the service—including my brothers. So she would call up anybody that sang in a group before, or that could sing pop stuff. She didn’t care whether we could read music or not. And so some of us would come out of the woodwork and I was one of those people. She knew about me anyway by then. It was fun doing them.” Alice Sizer Ludes of the Music Maids said, “I got to know Andy pretty well. We sang with Andy Williams and his brothers a lot. They had all been singing together for years and their voices blended well with ours, so Kay liked to put us together in her big choruses at MGM. The Williams Brothers and the Music Maids would also get together to be her backup singers on radio shows. And then sometimes we would also do featured numbers by ourselves, too. Kay would do all the arrangements and we would rehearse with her, to be sure we knew what we were doing.” Don Williams recalled singing with another girl group, too: “Harry Zimmerman, who was our arranger, got a job as the conductor on a radio show called *California Melodies*. There was a group of girls called the Lyttle Sisters. Andy sang with the Lyttle Sisters on *California Melodies* while we were away, and Harry arranged them. That was around 1944.” (*California Melodies* was the very same show Kay had done a decade earlier.) Andy Williams and the four Lyttle Sisters continued sporadically on *California Melodies* (KHJ) through the summer of 1947. Incidentally, the girls were sisters but they weren’t “Lyttle;” their real names were Sally, Darlene, Dorothy and Sue Gourly—and Kay Thompson would later arrange and coach them for *Abbott and Costello in Hollywood* (MGM, 1945). Also with the Lyttle Sisters and Zimmerman’s orchestra, Andy would appear on three installments of *Adventures in Rhythm* (KHJ) in early 1946 and regularly on *The Feeling Is Mutual* (KHJ), from May 21, 1945, through June 27, 1946 (minus his four-month tour-of-duty break). With the War siphoning off male singers right and left, Andy filled in the gaps wherever he could. “When I was a boy of about 16 years old,” Andy Williams recalled, “I sang in a group called the Six Hits and a Miss.” He went on to explain that just as the Williams Brothers got broken apart by the War, Six Hits and a Miss became Four Hits and a Miss when ‘two of the Hits’ went into the Army. (Six Hits and a Miss, pre-Andy, sang with Judy Garland and Tony Martin on

“We Must Have Music,” a song cut from *Ziegfeld Girl* that may have been vocally arranged by Kay Thompson.) Andy’s most unusual assignment was dubbing the singing voice of Lauren Bacall on the song “How Little We Know” (Hoagy Carmichael-Johnny Mercer) for *To Have and Have Not* (Warner Brothers, released October 11, 1944). In her memoir, Bacall commented, “I had prerecorded the song and was to sing to the playback, which is not easy, particularly for a novice. Howard [Hawks, the director] was satisfied with the recording, though he thought one or two notes might have to be dubbed later on.” It was not easy finding a similar voice. Auditions were held for every female singer in Hollywood including Bob Hope’s wife, Dolores, and every deep-voiced African-American woman they could find. But, none seemed right. Andy Williams recalled, “My brothers and I were doing a movie [called *Janie*] at Warner Brothers, and I went into Dudley Chambers’ office, who was the head of the vocal department at Warner Brothers, and I told him that I wanted to go out and play baseball—because I’d done my homework. He was sitting with his back to me and said, ‘That’s the voice I’ve been looking for!’” Andy’s mid-range pitch was the perfect match for Bacall’s sultry deep tone. “My voice was just dropping,” Andy added, “and it was in that sort of low girl’s register, I guess. Chambers took me over to a sound stage that had this big screen. Lauren Bacall was [projected] up there singing but with no sound. He said, ‘You sing along with that.’ And so I sang, ‘Maybe it happened this way...’ And he said, ‘Great!’ And so I practiced and came back a week or so later and did it. I thought for a long time that it was in the final film but in Lauren Bacall’s autobiography, she said that my voice didn’t match her speaking voice well enough so they had gone back and recorded her singing the song a hundred thousand times and put all the best little pieces together. That’s what she said in her book.” Ultimately, it was decided to use Bacall’s voice—at least for most of the song. We’ll never know exactly what happened in the mixing studio, but Bacall’s gravelly voice may have benefited from a note or two of sweetening from the adolescent throat of Andy Williams. It has been rumored over the years that Kay Thompson had been using Andy for similar hush-hush work at Metro. According to the American Film Institute Catalog, “Williams did occasionally dub women’s voices for MGM.” But, when the question was posed to Andy in 2007, he said, “No. The Lauren Bacall dubbing was just a freak thing.” While filming *To Have and Have Not*, Lauren Bacall was living next door to Humphrey Bogart at the Garden of Allah where she became friends with neighbors Kay Thompson and Bill Spier. In October 1944, Bacall was teamed up again with Bogart for *The Big Sleep* (Warner Brothers, not released until August 23, 1946), a movie that also marked Andy Williams’ second convergence with Lauren Bacall. If you look closely, Andy and his brother, Bob, can be spotted on-screen singing backup harmonies for “And Her Tears Flowed like Wine” (Joe Greene-Stan Kenton-Charles Lawrence), a number sung by Bacall, this time most assuredly in her own croaking voice. In addition to his warbling with Bacall at Warner Brothers, Andy continued doing choral work for Kay at MGM, occasionally accompanied by a Williams brother or two. “Every time any of us had a leave [from military duty],” Dick explained, “we would come home and immediately go to sing for Kay in the chorus at MGM.” *Radio Varieties* (Chicago, Illinois), 9/1940; *Los Angeles Times*, 4/7/1944; *Washington Post*, 6/23/1944; *Cedar Rapids Tribune* (Cedar Rapids, Iowa), 7/6/1944; *Daily Times-News* (Burlington, N.C.), 7/4/1958; *Pantagraph* (Bloomington, Illinois), 12/20/1991; *In Theater*, 4/26/1999; Bacall, Lauren. *By Myself*. New York: Knopf, 1978, page 100; *Andy Williams Radio Biography*, BBC-Radio, 1976; The liner notes for the CD collection *The 60 Greatest Old-*

Time Radio Christmas Shows Selected by Andy Williams, Radio Spirits, Inc., Schiller Park, Illinois; An MGM press release, circa. spring 1944, announcing that the Williams Brothers had signed an exclusive contract with the studio, sent out with a photograph of the boys taken by Metro's portrait wizard, Clarence S. Bull, from the author's collection; An MGM press release, circa. spring 1944, announcing that the Williams Brothers would appear in *Ziegfeld Follies*, from the author's collection; An MGM biography of the Williams Brothers, circa. 1944, mentions *Ziegfeld Follies* and *Junior Jive Bombers* among the boys' on-screen credits, from The MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Additional thanks goes to Adrian Daff for his meticulous research on Six Hits and a Miss and The Starlighters.

100 *Thompson's choral work*: Other numbers from *Meet the People* included "Meet the People" (Sammy Fain–Yip Harburg) sung by Dick Powell, Gloria Grafton (for Lucille Ball), and a delirious, over-the-top Thompson chorus; "N Times Like These" (Fain-Harburg) performed by Powell and Grafton, plus another version by Vaughn Monroe and His Orchestra; "Schickelgruber" (Fain-Harburg) performed by Beauregard Lee (as Mussolini) with Spike Jones and His City Slickers; "It's Smart to Be People" (Burton Lane–Yip Harburg) sung by Dick Powell, Gloria Grafton (for Lucille Ball), Virginia O'Brien, June Allyson, and Kay's large mixed chorus, including the Dreamers, Virginia Rees, and current Music Maids, as well as former member Bobbie Canvin; "I Can't Dance" (Williams-Gaines) performed by Ziggy Talent; and, in a reunion of *Wizard of Oz* alumni, "Heave Ho, Let the Wind Blow" (Harold Arlen–Yip Harburg) sung by Bert Lahr with a large baritone male chorus.

100 "embellished and updated": *Alive and Kickin': Big Band Sounds at MGM, 1997* (Turner Classic Movies Music/Rhino Movie Music, R2 72721), later reissued as *Big Band Swingin' at MGM*. CD Produced by George Feltenstein and Bradley Flanagan. Liner notes by Will Friedwald.

101 "I was just handed": Allyson, June, with Frances Spatz Leighton. *June Allyson*. New York: G. P. Putnam's Sons, 1982, page 25.

101 "Never trust a woman": *Newsday*, 7/8/1998, Liz Smith's column.

101 "Lucy was on one side": Transcribed from a sound check of *The Tonight Show Starring Jack Paar* (NBC-TV, 12/29/1960), preserved in the collection of Archival Television Audio, Inc., courtesy of founder and curator, Phil Gries.

101 *Soon, the Spiers and: Screen Guide*, 4/1949.

101 *to work on Broadway Rhythm*: Like on *I Dood It*, Georgie Stoll was the conductor for *Broadway Rhythm*. However, this time he was not on his own. The famous composer-conductor Johnny Green had just been contracted by MGM and Jack Cummings provided him with his very first assignment on *Broadway Rhythm* as "Music Director and Supervisor," a move that relegated Stoll to a subordinate position of conducting and nothing more. Kay recalled, "I had never been aware of intrigue as much as I had till I got

[to MGM]. I'd worked at CBS in New York and I knew that [chairman] Bill Paley [sometimes favored his relative] Dave Paley, and I knew a little, but I wasn't looking for any great intrigue. I was happy on my own broom." To Thompson, the inner workings of MGM were downright Machiavellian. Kay continued: "[There was] this terrible cobweb of relatives and favors." Although Louis B. Mayer was head of MGM, Sam Katz was the powerful head of business affairs and when it came to the day-to-day running of the studio, it was Katz who called many of the shots. He was not immune to nepotism. Kay explained, "Nat Finston was head of the music department. Finston was a relative of Sam Katz, as was Mr. Halprin who hired the orchestra people. Sam's relatives were *all* there. It was a family—you know, if you're in the business, your brother's in it, or your cousin or your somebody." Georgie Stoll was not a favorite of Nat Finston, nor of Arthur Freed. Seldom was he invited to work on a movie for the Freed Unit, yet Georgie kept getting picture after picture, pawned off on less powerful producers. Why? "Georgie was a good friend of guess who? L. B. Mayer," Kay reasoned. "And every day of his life when he was at that studio, he played cards with L. B. They used to play on the way to work, in the station wagon. Georgie had lost millions of dollars to L. B., purposefully I would presume, knowing his character. He was a big ass-kisser." Kay's frequent work with Georgie, and their neighboring offices, led to unwanted social obligations. Kay admitted, "I'm kind and I'll perform for anybody. I'll start talking and laugh and carry on... [but] of all the people in the world that you don't want to go to dinner with is Georgie. At least I don't. I have nothing to say to him. He'd got married to that strange girl, Dallas... [and] he asked me to go to dinner with [them]. She was so pathetic, and life had passed her by she said. Oh God, it was *tragic*. So I said [to my husband], 'Bill, come. Do your Christian duty.' So we went to the Luau or whatever that place is, down the Beachcomber way. And it was just pathetic. Bill was talking to Dallas and just *dying*—hating me and everything at Metro. Georgie told me of his early life and he said, 'Oh course, you've noticed I have this hump on my back.' And I said I had never noticed it, [because] I couldn't get by his Beethoven hair." In gory detail, Georgie explained to Kay that, as a child, he had fallen into a coal chute and how the injury had turned him into Quasimodo. "Oh, it was just awful," Kay winced. "Anyway, we had to leave early, you know, *Jesus*. We left then and Bill said, 'That's it! Never again.' [After that] I was always busy. 'I just can't do it, Dallas.' 'Sorry Georgie.' But Georgie was just in the wrong business. What he loved was ass kissing L. B. He loved those big fellas in power." Although his job was secure, Georgie commanded little respect. The establishment of Johnny Green in a position above Georgie on *Broadway Rhythm* was the boldest move yet to work around this unavoidable situation, leaving Georgie, as Kay put it, "out in limbo." Ironically, the power play came to a head during the July 11, 1943, recording session for "My Moonlight Madonna" (Webster-Fibich-Scotti), a song sung by Gloria DeHaven that would never make it into the final cut of the picture. Kay laughed, "One of the funniest things, I think one of the *greatest* things of all-time, happened on... that goddamn *Moonlight Madonna*. I was up in the control room, which was looking down onto the [stage where] Georgie was conducting. He said [to the musicians], 'Come in when I make the cross with my finger.' [But] he had no downbeat. So, he'd gone over this thing a thousand times. Then Johnny walked in, like Napoleon. He had a stopwatch around his neck on a blue-black grosgrain ribbon." Johnny stood quietly in the back, observing his frustrated troops. "Then Georgie said, 'Alright fellas, now I'm gonna give you a downbeat.' And there was a little talk from Lou Radarman in the violin section about,

‘How will we know when the hell that is?’ Because Georgie was not a good conductor. And he said something like, ‘Ah, just watch me.’ And they say, ‘Just give us a downbeat, Georgie. Just give us a *definite* downbeat.’ Georgie said, ‘Come on fellas, come on, let’s all come in together.’ So, away they go again, [but] nothing’s coming in [at the same time]... Suddenly [Johnny] went over and stood behind Georgie, who was standing on a slight podium. Johnny said, ‘Alright Georgie, alright everybody. Let’s get going. We have only 25 minutes and three-quarters of a second. Shall we take it? The microphones on, Mac? Let’s get this going and done.’ ‘Alright fellas,’ said Georgie, ‘let’s settle down.’ And there was silence. Just as they are about to go, Johnny raises his hand, gives the downbeat and the orchestra comes in without Georgie having done anything. I was up there looking through the glass. I cannot tell you... I’ve never seen it done. Georgie turned around, Johnny said, ‘I’m terribly sorry,’ and Georgie walked out. And Johnny walked out. And the orchestra just sat there. And pretty soon word came back that they were off for the day.” (According to George Feltenstein, the original recording of *My Moonlight Madonna* has been found in the vaults and will eventually make its way onto a CD collection.) Johnny Green was jealous of the fact that Lennie Hayton was Arthur Freed’s first choice. “Johnny’s whole life was envy,” Kay perceived. This inspired a rather transparent campaign to become numero uno for the first producer with whom he could ingratiate himself, especially one who happened to be the nephew of Louis B. Mayer and married to the daughter of Jerome Kern. “He had absolute adulation for Jack Cummings,” Kay recalled, “who looked like a Chinese mandarin, who was not all that great. But Johnny could bluff him and bully him.” Kay’s acquaintance with Johnny dated back to New York nightlife in the 1930s. “I had met him at the St. Regis roof when he was playing there. I don’t remember whom I was going with, but obviously somebody who loved to dance. And I used to go up and ask for numbers and once in a while I’d sit down at the piano and play something. When I got to Metro, I was, by that time, on the radio and famous and everything, [but Johnny] just remembered me as, ‘My God, my fan!’ And so, he thought I knew him better than I did.” Kay’s comments reveal as much about Johnny Green’s ego as they do about her own. These were two famous headliners trying to come to terms with their new positions as anonymous factory workers at MGM, desperately clinging to the celebrity status they had once achieved. A 1928 Harvard graduate, a star bandleader and the songwriter of such standards as *Body and Soul*, Johnny had been married twice, first to Carol Falk, then to actress-model-spokeswoman Betty Furness. Single again, Johnny came to MGM in 1943 with a clean slate and immediately fell hard for a bit player in *Broadway Rhythm*, a “Glamazon” named Bunny Waters, who happened to be a former flame of Al Jolson. Kay was witness to their whirlwind courtship and their marriage on November 20, 1943, plus all the drama that went with it. Kay recalled: “Johnny Green’s best remark he ever made in his life—he said, ‘Kay, what would you think of somebody that you had married who had jewels from Al Jolson.’ And I just looked at him because I thought it was a plot of some new film somebody was doing. But Bunny apparently would not give [the Jolson jewels] up. She had gone with Jolie—and Johnny just didn’t think it was kosher. You know, you shouldn’t keep those jewels after you’re married to somebody else.” Despite jewels and jealousies, however, the marriage managed to last until Johnny’s death in 1989. From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

101 *an extension of the work*: For *Broadway Rhythm*, Kay did the vocal arrangements for the following numbers:

- 1.) The “Very Warm for May” Medley (Kern-Hammerstein) included snippets from the Broadway show’s songbook: “That Lucky Fellow” / “In Other Words, Seventeen” / “My Love Affairs” / “All In Fun,” sung by George Murphy, and “All the Things You Are” sung by Ginny Simms (recorded July 8, 1943). In the sequence, Murphy is seen playing the piano, but the actual keyboarding was prerecorded by Johnny Green.
- 2.) The “Finale” Medley included: “Oh You Beautiful Doll” (Nat D. Ayer-A. Seymour Brown) sung by Charles Winninger / “Who’s Who” (Raye-DePaul) sung by George Murphy and chorus / “Irresistible You” (Raye-DePaul) and “All The Things You Are” (Kern-Hammerstein) both sung by Ginny Simms / “Who’s Who” performed by Gloria DeHaven, Kenny Bowers, Nancy Walker, Charles Winninger, Peggy McCall (one-line Glamazon bit) and chorus (recorded September 9, 1943).
- 3.) “Somebody Loves Me” (George & Ira Gershwin), sing by Lena Horne, with Kay’s treatment jazzing up the latter half of the song (recorded June 4, 1943).
- 4.) “Brazilian Boogie Woogie” (Hugh Martin-Ralph Blane), sung by Lena Horne, arranged by Kay and Hugh, featuring a large chorus—including the Music Maids and the Dreamers—with each member receiving \$25 per day for rehearsals on July 6, 7 and 9, and recording on July 10, 1943. Leonard Bluett of The Dreamers recalled, “I sang on ‘Brazilian Boogie Woogie’ in Kay’s chorus and I also did a dance bit with Archie Savage, who was with the Katherine Dunham group. The two of us danced with Lena.” Alice Sizer Ludes of the Music Maids said, “I thought Kay was very good at what she did. She was a good choral director. She had a nice personality, too. We would rehearse all day for several days because when there were a lot of voices, we had to get them all working together and blend. Kay was very down-to-business in a good natured way.” Charles Walters’ choreography for “Brazilian Boogie” included an innovative use of hands that would gain popularity in the coming years. While Lena was dancing center stage, she was surrounded by multiple pairs of fluttering “jazz hands” that entered from the right and left sides of the frame—a technique Walters would repeat in his choreography of the reporters for “A Great Lady Has an Interview,” aka “Madame Crematante” (Kay Thompson-Roger Edens), the Judy Garland number in *Ziegfeld Follies* (MGM, 1946). Kay loved this flourish so much, she later co-opted it for herself when she performed “Jubilee Time” on *The Standard Oil 75th Anniversary Special* (NBC-TV, October 13, 1957). In the 1960s and 70s, the style would become a staple of the choreography of Bob Fosse.
- 5.) “Minute Waltz” (Chopin-Moore), piano instrumental performed by Hazel Scott (recorded June 24, 1943). Often overlooked were Kay’s abilities as a concert pianist and her love of classical music, but somebody at MGM recognized this when they paired her with Hazel Scott. Sharing a passion for classical-jazz fusion, these two gals had hit it off on *I Dood It* and were happy to be reunited for *Broadway Rhythm*. Kay advised Hazel in

preparing “Minute Waltz” for her piano solo, a number that started traditionally, then revved up into an improvised boogie woogie jam.

6.) “Milkman Keep Those Bottles Quiet” (Raye-DePaul), sung by Nancy Walker (recorded June 29, 1943). Walker had made her debut on Broadway appearing as the Blind Date in Hugh Martin and Ralph Blane’s *Best Foot Forward* (1941-42), a hilarious star-making turn that brought her to the attention of MGM where she reprised her role in the 1943 film version with Lucille Ball. Quickly followed by a supporting role in *Girl Crazy*, *Broadway Rhythm* was Nancy’s third film outing. Kay provided her with a no-holds-barred vocal arrangement to match her take-no-prisoners attitude. Nancy was backed by Tommy Dorsey and His Orchestra, with Ben Blue doing some fancy footwork. After this movie, however, Nancy walked away from Hollywood, returning to the Broadway stage where she starred in *On The Town* (1944-1946), followed by a steady stream of shows through *The Cocktail Party* (1968-69), earning two Tony nominations along the way. Rediscovered by television in the 1970s, Nancy was seen as “Rosie” in the long-running series of Bounty paper towel commercials (“The quicker picker-upper!”). She also took on the role of the bullheaded mother of Rhoda Morgenstern (Valerie Harper) on TV’s *The Mary Tyler Moore Show* (1971-74) and its spin-off, *Rhoda* (1974-78), which led to Nancy directing episodes for both series. It was this directing experience, coupled with her MGM legacy, that convinced producer Allan Carr to hire Nancy to direct his big-budget fiasco, *Can’t Stop The Music* (1980), a wildly over-the-top, homoerotic musical fantasy starring the Village People. It was supposed to be old-style Busby Berkeley meets disco era glitz, but critics saw it mainly as one big train wreck. It killed off several careers, including Nancy’s, but over the years has gained camp classic status, with an ever-growing cult following. If Kay had only known what she was influencing back in 1943! Kay remained close friends with Nancy for many years, and in the late 1940s, coached Nancy’s future husband, David Craig, who went on to become a renowned vocal coach in his own right for such stars as Rock Hudson, Carol Burnett, Shirley MacLaine, Lee Remick, Anthony Perkins, Raquel Welch, Alexis Smith, Jean Simmons, Lee Grant, Eleanor Parker, and many others. In a 2007 interview for this book, Broadway performer Marilyn Child, recalled, “David always credited Kay Thompson for having taught him everything there was to know about singing. He used her methods in his classes. He didn’t just teach you how to sing a song but, more importantly, how to *act* a song. And that was all from Kay.”

7.) “Solid Potato Salad” (Raye-DePaul) performed by the Ross Sisters (recorded July 19, 1943). The most startling visual part of the movie was this contortionist dance number performed by the impossibly double-jointed Ross Sisters – *ouch!* However, as a prelude to the freak show, the trio sang a few bars of “Solid Potato Salad” under Kay’s harmonic guidance.

8.) “What Do You Think I Am” (Martin-Blane), sung by Gloria DeHaven and Kenny Bowers (recorded June 15, 1943). DeHaven played the enthusiastic “Come on everybody, let’s put on a show in the barn!” role, the kind of part from which Judy Garland had graduated. Kay was assigned the tall order of grooming Gloria to take over where Judy had left off.

9.) “Pretty Baby” (Tony Jackson-Egbert Van Alstyne-Gus Kahn), sung by Gloria DeHaven, Kenny Bowers, and Charles Winninger (recorded August 14, 1943).

Kay also worked on several songs that did not make the final cut, including:

- 1.) “My Moonlight Madonna” (Webster-Fibich-Scotti), sung by Gloria DeHaven (recorded July 11, 1943). For more information on this song, see endnotes for page 101, under the trailing phrase “to work on Broadway Rhythm.”
- 2.) “Tete a Tete at Tea Time” (Raye-DePaul), sung by Lena Horne and Eddie “Rochester” Anderson (recorded July 3, 1943).
- 3.) “Body and Soul” (Johnny Green), performed by Hazel Scott (recorded June 28, 1943).
- 4.) “You Go to My Head” (Coots), performed by Hazel Scott (recorded June 28, 1943).

From the *Broadway Rhythm* recording log archived in The MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. And, from *Tommy & Jimmy Dorsey: Swingin’ in Hollywood*, 1998 (Turner Classic Movies Music/Rhino Movie Music, R2 75283). CD Produced by George Feltenstein and Bradley Flanagan. Liner notes by Will Friedwald.

101 “*rhythm novelty classic*”: *Tommy & Jimmy Dorsey: Swingin’ in Hollywood*, 1998 (Turner Classic Movies Music/Rhino Movie Music, R2 75283). CD Produced by George Feltenstein and Bradley Flanagan. Liner notes by Will Friedwald.

101 “*I never had a singing lesson*”: From *That’s Entertainment: The Masters behind the Musicals*, one of the special “Treasures from the Vault” bonuses contained in the 2004 DVD box set release of *That’s Entertainment!* (Turner Entertainment and Warner Home Video, 66921).

102 *home to the Garden of Allah*: In her song “Big Yellow Taxi,” Joni Mitchell sang, “Don’t it always seem to go, that you don’t know what you’ve got till it’s gone. They paved paradise and put up a parking lot.” The “paradise” she referred to was, in fact, the Garden of Allah. Nestled halfway between Hollywood and Beverly Hills, on the south side of Sunset Boulevard between Crescent Heights and Havenhurst Drive, the Garden withered and died in August 1959, sadly making way for a parking lot that has now evolved into a generic strip mall and requisite McDonald’s. In its heyday, however, the Garden of Allah was a celebrity magnet, ripe with drama and scandal. And, like a moth to a flame, the attraction proved irresistible to Kay Thompson. But first, a little history, *por favor*? Once upon a time, the 8150 Sunset Boulevard address belonged to a post office, but in the early 1900s was supplanted by a large two-story Spanish hacienda, bought in 1918 by Alla Nazimova, the Russian actress. Alla had made a fortune as one of Hollywood’s biggest movie stars; she was so famous that her billing above the title was often simplified to just “Nazimova.” Because films were silent in those days, her thick Russian accent posed no problem, enabling her to play a wide variety of nationalities. As

a tribute to her native country, Nazimova added a large swimming pool behind her new home in the shape of the Black Sea, replete with the brand-new innovation of underwater lighting. Rudolph Valentino was a frequent guest and rumored lover. She was also romantically linked to women, including Emma Goldman, “Queen of the Anarchists,” who ran a New York massage parlor for women specializing in “vulvular massage, a medical treatment then widely performed—to orgasm—by respectable midwives and physicians to combat women’s ‘hysteria.’” Pavlova, the great Russian dancer, dined there when she was brought to Hollywood for screen tests. Charlie Chaplin, Mary Pickford, Douglas Fairbanks and D. W. Griffith swam in the pool while plotting with Nazimova to form their own independent motion picture company called United Artists. The only thing larger than Alla’s bank account was her ego, and unfortunately the two rarely went hand-in-hand. It wasn’t long before Nazimova was declaring her independence from United Artists by taking charge of her own movies under her own banner, footing the bills herself. With no experience as a movie producer, and even less frugality, Nazimova’s self-produced pictures went wildly over-budget, rapidly flushing her considerable fortune down the drain. On the verge of bankruptcy in 1926, her business manager advised, “Turn your estate into a hotel and it will give you security for the rest of your life.” With little choice, Alla moved into her guest house over the handball court and, with the “help” of some shady businessmen, turned her home into a residential hotel. With the last of her funds, supplemented by loans amounting to \$1.5 million, twenty-five bungalows were constructed throughout the three-and-a-half acre estate, placed among an eclectic jungle of trees that included cedar, palm, bamboo, orange, grapefruit, banana and loquat. The original mansion was converted to accommodate the reception area, administrative offices, eight guest rooms and a restaurant (a bar would be added post-Prohibition). The new buildings were similarly Spanish in style, with white stucco walls and terracotta-tiled roofs, each subdivided into multiple villas. In addition to the Black Sea, fountains and goldfish ponds were scattered about. A maze of stepping stones traced paths through thickets of ferns and tropical shrubbery. Alla’s partners chose to christen it the Garden of Allah, adding the “h” to conjure up an association with the Arabian Nights. Naturally, Alla protested the spelling, believing that an association to Nazimova was of far greater value, but with her Hollywood career in the toilet, the argument held little water. At the height of the Jazz Age, the Garden of Allah made its splashy debut on January 9, 1927, with a rowdy opening party that lasted eighteen hours. Guests included Marlene Dietrich, Samuel Goldwyn, Clara Bow, John Barrymore, Vilma Banky, and boxer Jack Dempsey. With rates ranging from \$200 to \$400 per month, the bungalows rarely went unoccupied. The balance sheet, however, showed nothing but mounting debt. Unable to determine if the red ink was due to high maintenance costs or the lowlifes in charge, Nazimova cut her loses in 1928 by selling the place to William H. Hay, the fabulously wealthy land baron who founded the area of Los Angeles known as Encino. A proviso in the deal allowed Nazimova to live in her modest guest quarters free for life, the only smart business move she ever made. Without the clause, she surely would have ended up homeless. Wall Street’s infamous stock market crash and the advent of motion picture sound both occurred in 1929, two seismic events that brought down the final curtain on what remained of Nazimova’s fame and fortune. A rapid succession of new owners came and went, but somehow the Garden of Allah managed to survive through thick and thin. From the very beginning, it was not about who ran the place, but rather those who populated it. Star residents over the next dozen years included, at one time or

another, Greta Garbo, Buster Keaton, Marlene Dietrich, Laurence Olivier, Humphrey Bogart, Ramon Novarro, Maureen O'Sullivan, Tyrone Power, Clara Bow and John Barrymore. Ginger Rogers lived there with her mother, as did Charles Laughton and his wife, Elsa Lanchester, plus all four of the Marx Brothers. Expatriate directors such as Ernst Lubitsch and Alexander Korda called the place "home." Regular poker night seats were filled by Irving Berlin, Darryl Zanuck, Sid Grauman and Charles Coburn. Frequent party guests included Clark Gable, Joan Crawford, Gary Cooper, Gloria Swanson, Cary Grant, W. C. Fields, Eddie Cantor, Harold Lloyd, William Powell and Carole Lombard. Celebrated writers Ernest Hemingway, Dorothy Parker, F. Scott Fitzgerald, Lillian Hellman, John O'Hara and Somerset Maugham stayed at the Garden during movie assignments, attracted to the place by its most permanent fixture, humorist and *New Yorker* drama critic Robert Benchley, founder of the Algonquin Round Table. Far more drinking than writing got done, however. In her marvelously dishy book about the hotel, Sheila Graham got Kay Thompson to weigh in on the subject: "The whole thing about these writers in Hollywood, they were incarcerated and frustrated, and they were there for years. They knew they weren't going to leave and they had to find an out so they drank and played games." Graham herself concluded, "The Garden of Allah was the Algonquin Round Table gone west and childish." The writers were not alone when it came to misbehaving. During one drunken gathering, Tallulah Bankhead dove into the pool while wearing a heavily bejeweled evening gown that sank her straight to the bottom of the deep-end. Johnny "Tarzan" Weissmuller swung into action, making a valiant effort to pull her to safety but she simply shed her glittering anchor and emerged stark naked. "Everyone's been dying to see my body," Tallulah bellowed. "Now they can see it." While pool attendants dredged the Black Sea to recover Miss Bankhead's adornments, she scampered out to Sunset Boulevard in nothing but her birthday suit and proceeded to remove "GAR" from the front sign, leaving "THE DEN OF ALLAH" to be read by gawking passersby. The resident bellboy, Ben, chased her down and offered her a towel for cover, which she promptly refused. The Garden was a playground for adults. Ben always managed to provide liquor for the guests, even when it was illegal during Prohibition or in short supply during World War II. Married men who had been kicked out of their homes by estranged wives showed up at the Garden for a place to get drunk and crash. More than just drinking went on there, too. The bungalows were a rendezvous point for clandestine affairs. There was also a female "social worker" dressed in a black Salvation Army uniform who went door-to-door collecting donations from lonely men in exchange for her specialty—a full-body massage with a "happy ending." Her nickname was "Doc" because of the black leather doctor's bag she carried containing "medicinal" vibrators and lubricants. Resident Natalie Schafer, who later played "Lovey," the rich wife of Jim Backus on *Gilligan's Island*, remembered naively asking David Niven if Doc was available to give her a rub down. Choking back laughter, Niven's droll response was, "Darling, I don't think she's for you." As mentioned above, the Garden also had a very resourceful bellboy named Ben. He was a loose cannon who snooped through mail and seemed to know everyone's business a little too much. He brazenly tiptoed on the job, often helping himself to guests' liquor. Late one night, for example, Ben woke up Kay Thompson and Bill Spier, demanding bottles of gin and whiskey for a party-in-progress. "I don't have any," Kay insisted. But Ben snapped back, "Oh, yes you do," and proceeded directly to the hiding place where the Spiers kept a secret stash. Kay remembered, "One time when Ben returned a bottle, he told me he had taken it the week

before, and we hadn't missed it." Bill Spier said, "He had a whimsical grin. If he liked you he would do anything for you. If not, he wouldn't lift a finger. If he liked you and you wanted a bottle of whiskey at 4:00 A.M., he'd get it. I used to see him at nine in the morning wearing a green braise apron with a pocket in it for a corkscrew, delivering a bottle of gin to [Robert] Benchley." Kay added, "Ben was the most amazing man. He supplied everything, for the men and for the women. He had four or five girls that he could bring to the parties for the men—married men, some of them—who would get in a fast frolic when the wife was out shopping." Vampires would have felt right at home at the Garden. "It was lonely there during the day," recalled Beatrice Stewart, the wife of screenwriter Donald Ogden Stewart. "The place only came to life in the late afternoons. As soon as the chill settled in, you would see people. The doors opened, you heard the clink of ice in the glasses and people laughing uproariously." The Garden's neighbor across Sunset, just slightly to the west, was the Chateau Marmont, another landmark hotel with historic color (still open today for business). Hot nightclubs like Trocadero and Ciro's were within walking distance. For take-out, there was Goldblatt's Deli. Across Crescent Heights on the eastern side of the Garden was Schwab's Drugstore (the modern-day site of Laemmle's Sunset 5 Cinemas), with its popular soda fountain and luncheonette counter—where, according to Hollywood legend, Lana Turner was discovered. In truth, far more wannabe starlets would get early notice lounging around the pool at the Garden, including Marilyn Monroe. Between his 1948 divorce from Jane Wyman and his 1952 marriage to Nancy Davis, Ronald Reagan used the Garden as his bachelor pad. "He was often in the bar talking politics by the hour," wrote Sheila Graham. (Coincidentally, Alla Nazimova happened to be the godmother of Nancy Davis, soon to be Mrs. Ronald Reagan.) If one wanted to mingle with important people, the Garden was an "it" destination. All roads converged at its gates. Even the trolley line from downtown Los Angeles ended right there. Graham, Sheila. *The Garden of Allah*. New York: Crown Publishers, 1970, pages 26, 45-47, 68, 71, 75-77, 79, 128, and 176; McLellan, Diana. *The Girls: Sappho Goes to Hollywood*. New York: L.A. Weekly Books, 2000, page 3; Lord, Rosemary. *Hollywood Then and Now*. San Diego: Thunder Bay Press, 2003, page 91.

102 *soon to be joined by Lauren Bacall*: Two doors east of the Spiers' bungalow at the Garden of Allah, lived several "glamazons," including Dusty Anderson (who later married director Jean Negulesco), Anita Colby and Susann Shaw, imported from the Harry S. Conover Modeling Agency of New York for the July to November 1943 shooting of *Cover Girl* (Columbia, 1944), starring Rita Hayworth and Gene Kelly. While *Cover Girl* was in development, *Harper's Bazaar* editor Diana Vreeland had discovered an 18-year-old beauty named Lauren Bacall and put her face on the cover of the March 1943 issue of the magazine—which brought her to the attention of Hollywood. Columbia wanted Bacall to appear in *Cover Girl* as "the face of *Harper's Bazaar*," but attached to the offer was a long-term contract that Lauren was not willing to sign. Instead, she screen-tested for director Howard Hawks and landed the female lead opposite Humphrey Bogart in *To Have and Have Not* (Warner Brothers, 1944). For the February to April 1944 shooting of the picture, Bacall and her mother came out from New York and checked into the Garden of Allah diagonally across the pool from the Spiers. It was no coincidence that Bacall's bungalow was right next door to Villa 8 which belonged to none other than Humphrey Bogart. Although Bogart was a married man—he and his

wife, Mayo Methot, owned a house on Horn Avenue off Sunset Boulevard—he had always maintained a crash pad for himself at the Garden of Allah where he loudly got drunk with the boys and quietly entertained women. When Bogart wasn't using it, he'd loan it out to Errol Flynn for the same purposes. But once Bacall was on the premises, Bogart was there every night. Their romance heated up fast and, as soon as Humphrey's divorce from Mayo was finalized, they would marry on May 21, 1945. It was during their courtship at the Garden of Allah that they became buddies with Kay Thompson and Bill Spier, which led to Bogart guest starring on *Suspense* (March 8, 1945). Graham, Sheila. *The Garden of Allah*. New York: Crown Publishers, 1970, various pages.

102 *writers Robert Benchley*: The outer row of Garden of Allah bungalows, behind Kay and Bill Spier, along the southern border of the acreage, was where writers Robert Benchley and Clifford Odets could be found in various states of inebriation. The western boundary along Havenhurst Drive included Natalie Schafer's villa next door to her ex-husband, Louis Calhern, and his live-in flame, Dorothy Gish. Adding to the sophistication, Natalie would become engaged to character actor Charlie Butterworth, another Garden resident. Butterworth was one of Robert Benchley's drinking buddies and, one night in particular, the twosome made quite a scene. Kay Thompson recalled, "They were acting up and giggling like a couple of pansies. After that there was a rule that no man could be in the bar without a woman. Imagine them being suspicious of Benchley and Butterworth!" Lauren Bacall wrote in her memoir, "Among the unforgettable characters I met at this time was the great humorist Robert Benchley. Funny, kind, and vulnerable. He could be seen early mornings heading for the studio in his derby and black overcoat, briefcase under his arm, clearly trying very hard to walk a straight line and not fall in the pool, thereby revealing the terrible hangover which everyone knew he had anyway." Graham, Sheila. *The Garden of Allah*. New York: Crown Publishers, 1970, page 128; Bacall, Lauren. *By Myself*. New York: Knopf, 1978, page 136.

102 *Walter O'Keefe had two*: Graham, Sheila. *The Garden of Allah*. New York: Crown Publishers, 1970, page 68.

102 *And six-year-old David*: From the author's 2002 interviews with Sylvia Sheekman Thompson and David Carradine.

103 *The climax culminates*: Commissioned by Bill Spier for *Suspense*, "Sorry, Wrong Number" was written by Lucille Fletcher, wife of Oscar-winning composer Bernard Herrmann (*Citizen Kane*, *Psycho*). Lucille and Bernard were friends of Spier and Kay Thompson. Bernard began his career composing and conducting music for *The March of Time*, championed by co-creator and co-director Spier. In New York during the late 1930s, Herrmann's office was diagonally across the hall from Thompson's office on the sixteenth floor of CBS at 485 Madison Avenue. In 1942, Spier hired Herrmann to compose the theme to *Suspense* and, between movie gigs, Herrmann continued to compose and conduct scores for Spier's radio programs. Peggy Rea, Spier's assistant at the time, confirmed that Kay, in deference to her friendship with Lucille Fletcher and Bernard Herrmann, never publicly boasted about her game-changing script suggestion for the shock ending of "Sorry, Wrong Number."

103 “*the greatest single radio*”: From Anthony Tollin’s liner notes in the CD box set *Old-Time Radio’s Stars on Suspense*, 2000 (CBS Enterprises, Radio Spirits 4611), page 3.

103 *The phenomenon exploded*: Many repeat performances of “Sorry, Wrong Number” followed on *Suspense*, all with Moorehead at the mike, but incredibly, when the 1948 Paramount movie version was made, she lost the part to Barbara Stanwyck (who was nominated for the Oscar for best actress)—a prime example of Hollywood at its most coldhearted.

104 *Right in the midst of: The Independent* (Long Beach, California), 7/18/1943.

104 *a workaholic like Spier*: *Suspense* was not the only production on Bill Spier’s plate. On May 28, 1943, Spier launched another anthology series on CBS, *The American Comedy Theatre of The Air*, starting with an adaptation of the 1934 Howard Hawks movie, *Twentieth Century*, featuring the voices of Adolphe Menjou, Claire Trevor and Hans Conried. At that time, Spier was not yet directing episodes of *Suspense*; he was just the producer and story editor. However, for *The American Comedy Theatre of The Air*, he was the producer, story editor, and director. CBS was so impressed with Spier’s success on the West Coast—especially his ability to lure big name stars to the microphone—they decided to move *Radio Reader’s Digest* to Los Angeles and reinstate his position as producer and story editor of that series (a position he had forfeited when he made the move to California in March 1943). Bill was set to take over the reins of *Radio Reader’s Digest* starting with the July 18, 1943, installment (with Robert Tallman on board as his head writer). Before that date rolled around, however, Spier suffered a massive heart attack that resulted in the last-minute cancellation of the July 13, 1943, episode of *Suspense*. His regular director, Ted Bliss, had just left on a four-week summer vacation to Europe, and Spier had intended to assume directing chores on *Suspense* during his absence. But now that Spier was incapacitated, CBS rushed Robert Lewis Shayon out from New York to take over producing and directing *Suspense* during Spier’s lengthy convalescence (though Spier continued to receive credit). Upon his return from vacation, Ted Bliss resumed directing *Suspense* starting with the August 10, 1943, episode. It is unclear if Shayon stayed on as a fill-in producer or if perhaps Bliss or someone else stepped in. Under strict doctors’ orders to lighten his workload, Spier permanently gave up his other two series, *The American Comedy Theatre of The Air* and *Radio Reader’s Digest*. Nevertheless, when Spier was back on his feet in September 1943, he not only resumed his producing and story editing chores on *Suspense*, he took over the reins as the series’ permanent director, starting with Richard Connell’s “The Most Dangerous Game,” starring Orson Welles and Keenan Wynn, broadcast September 23, 1943. *The Independent* (Long Beach, CA), 7/18/1943; *Mason City Globe-Gazette* (Mason City, Iowa), 7/17/1943. Grams, Jr., Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, Nebraska: Morris Publishing, 1997, page 164.

104 “*But it was too much*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 222.

104 “*the first hippie*”: Ibid.

104 “*tall, dark and woolly*”: Ibid.

104 “*King George*”: *TV Radio Mirror*, 7/1955.

104 “*Those high Hooper*”: *Modern Screen*, 3/1947.

104 “*To look less like*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 223.

104 “*Bill quite forgetting*”: Ibid.

104 *four consecutive installments*: Grams, Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, Neb.: Morris Publishing, 1997, page 164. Orson Welles guest starred on four consecutive installments of *Suspense*, all directed and produced by Bill Spier: Richard Connell’s “The Most Dangerous Game” co-starring Keenan Wynn (September 23, 1943); Sir Arthur Conan Doyle’s “The Lost Special” (September 30); Agatha Christie’s “Philomel Cottage” co-starring Geraldine Fitzgerald (October 7); and J. M. Speed’s “Lazarus Walks” co-starring Hans Conried (October 19). Starting with this October 19 installment, the time slot for *Suspense* was moved from Thursdays to Tuesdays.

104 *Welles and the Spiers*: A few months after Orson Welles appeared on four consecutive installments of Bill Spier’s *Suspense*, he invited Spier’s wife, Kay Thompson, to guest star on two installments of his own new CBS radio series, *Orson Welles’ Almanac*, on February 16 and July 12, 1944. The series featured Welles’ Mercury Players (including Agnes Moorehead and Hans Conried), with an orchestra conducted by Lud Gluskin. The February 16, 1944, installment also featured the Spiers’ Garden of Allah neighbor, Robert Benchley. On July 12, 1944, Kay sang her revamped version of “Louisiana Purchase” (Irving Berlin) with a male chorus (including Ralph Blane and the Williams Brothers), identified by Welles as the “Thompsonian Singers.” As per standard agreement with MGM, any guest appearance by one of its exclusive personnel had to be accompanied by a plug for one of the studio’s current releases. Thusly, the announcer read the following statement at the end of the program: “Kay Thompson appears courtesy of Metro-Goldwyn-Mayer, producers of the Technicolor picture *Bathing Beauty*.” The plug must have been bittersweet because Kay had screen tested for the role of the music teacher in *Bathing Beauty* that ultimately was portrayed by Ethel Smith. Though no direct connection was explained on the radio program, Kay had worked on *Bathing Beauty* as vocal arranger and choral director. *Daily Variety*, 9/8/1943; *San Mateo Times* (San Mateo, California), 1/5/1944; and, from Jerry Haendiges Vintage Radio Logs at www.otrsite.com/logs/logy1003.htm.

104 *Seemingly inexhaustible*: *Los Angeles Times*, 7/15/1943.

104 “*Every week*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

105 *Uplifting variety shows*: From the Reveille with Beverly website (http://reveillewithbeverly.com/at_the_start.htm).

105 *Headed by Colonel Tom*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, pages 148–49.

105 *Since then, he had dated*: Barron (1914–1986) dated Judy Garland in 1939 and 1940. When he began working as an agent for the Leland Hayward Agency in 1940, Barron signed Judy as his client. When she became David Rose’s fiancée, Barron threw her an engagement party at Romanoff’s. When Barron was drafted into military service, Judy eventually left the Hayward Agency, signing with Berg-Allenberg, Inc., in 1944, but she never stopped consulting Barron for career guidance. Barron became Kay Thompson’s agent when she left MGM to start her nightclub act with the Williams Brothers in 1947. (See more notes on Polan, Chapter Six, page 150, under the trailing phrase *Recognizing their potential*.)

105 *to book her on AFRS programs*: A radio show entitled *Contact Contact*, performed exclusively by servicemen, was launched out of a military base in Miami Beach, Florida, and ran for “one-hundred consecutive weekly broadcasts—a record for any service show. During its period on the air, *Contact Contact* was selected for the Radio Hall of Fame—being the only all-service show to be so honored.” *The Washington Post* reported, “André Kostelanetz, Lyn Murray, and Kay Thompson have given the *Contact* orchestra some of its finest arrangements, and the 28 players know exactly what to do with the clever jive and Cole Porter, George Gershwin, and Jerome Kern medleys.” A number of professional writers, including Dorothy Parker, Thornton Wilder, Norman Corwin and Milton “Terry and the Pirates” Caniff, donated comedy sketches for the series. In January 1945, *Contact Contact* “left the air in order that its personnel might form a traveling unit to bring [live] entertainment to soldiers all over the world.” Re-christened “The ATC Contact Caravan,” the troupe of 58 troops toured bases and veterans hospitals in Brazil, the Caribbean, Reno, Los Angeles, Washington, D.C., and many other locations around the world. When the group was in Los Angeles, NBC-Radio presented a special broadcast of *The Atc Contact Caravan* on January 28, 1945. The following day, the men were invited to MGM Studios where they were greeted by none other than Kay Thompson; she took them on a VIP tour of the stages where *The Harvey Girls* and *Yolanda and the Thief* were shooting. Thompson also took part in other patriotic programming such as *Let’s Ring Doorbells* (NBC-Radio), a March 25, 1944, special celebration “urging citizens to register that they may vote in the coming elections.” Appearing on the show with Kay and her chorus were Walter Huston, Victor Moore, Joan Bennett, and the Charioteers. *Charleston Gazette* (Charleston, West Virginia), 3/25/1944; *Reno Evening Gazette* (Reno, Nevada), 1/23/1945; *Los Angeles Times*, 1/30/1945; *Washington Post*, 5/22/1945.

105 *motion picture*, *Up in Arms*: From the liner notes of *Kay Thompson Sings* (MGM Records, E3146), released November 23, 1954.

105 *neighbor Perry Como for his debut*: One of Kay's neighbors at the Garden of Allah was heartthrob crooner Perry Como, his wife, Roselle, and their toddler, Ronnie. In a 2006 interview for this book, singer Frankie Laine recalled, "When Perry was living at the Garden of Allah, Kay coached him for his first movie." At the age of 32, Perry had come to Hollywood in the spring of 1944 to appear in Irving Starr's production of *Something for the Boys* (20th Century-Fox, 1944) starring Carmen Miranda. In the film, Como sang two numbers by Jimmy McHugh and Harold Adamson: "I Wish We Didn't Have to Say Goodnight" and "In the Middle of Nowhere," the latter a duet with Vivian Blaine. It is not known how much influence Kay had over those songs (and possibly others), but she had previously provided vocal arrangements on two of producer Irving Starr's previous pictures (*Music in My Heart* and *Swing Fever*), and the music director on the film was her old radio colleague, Charles Henderson, with whom she had just finishing working on *Hoosier Holiday* (Republic, 1943).

105 *the Music Maids on several films*: Thompson coached and created vocal arrangements for the Music Maids' appearances in *Hoosier Holiday* (Republic, 1943), *Jamboree* (Republic, 1944), *A Wave, a WAC and a Marine* (Monogram, 1944), and *Riffruff* (RKO, 1947). Regarding *Hoosier Holiday*: In June 1943, the four Music Maids (Alice Sizer Ludes, Denny Wilson, Patt Hyatt, Jeanne Darrell) and western star Dale Evans were cast as five rural Indiana sisters in *Hoosier Holiday* (Republic Pictures, 1943), a musical in which the girls romance five farmers (played by the four Hoosier Hot Shots—a bluegrass novelty quartet—and actor George Byron) who want to join the Air Force but are refused by the induction center because the boys are needed for the "Land Army" to grow food for the war effort. Alice Sizer Ludes recalled, "It was our biggest chance to act. And Dale Evans was just as sweet as can be. We loved making that picture." Republic's resident music director, Morton Scott, was loaded down with over twenty movie assignments that calendar year—all on shoestring budgets. Given the musical ambitions of *Hoosier Holiday*, Scott needed all the help he could get. Because of Kay Thompson's ongoing involvement with the Music Maids, she volunteered her services as vocal coach, vocal arranger and choral director—although her work was kept under wraps and went uncredited. To help write the orchestrations, Kay recruited a former colleague from her radio days, Charles Henderson, who had been an orchestrator for André Kostelanetz on *The Chesterfield Show* (CBS-Radio, 1936) and *Tune-Up Time* (CBS-Radio, 1939). Henderson was currently under contract as the chief music director for Twentieth Century-Fox—though he was not exclusive to Fox when it came to composing songs. And so, although his orchestrations for *Hoosier Holiday* would be done under the radar, he was free to take credit for "Boogie Woogie Hoe-Down"—a new song with lyrics that have a distinctive Kay Thompson ring. Unlike Henderson, however, Thompson's exclusivity with MGM *included* songwriting so she could not have taken credit no matter how much she may have contributed. These are the four musical numbers in *Hoosier Holiday* for which Kay was involved:

1.) "Boogie-Woogie Hoe-Down" (Charles Henderson), sung by Dale Evans and the Music Maids. The first verse of was performed in the movie by Dale singing lead, backed

by the Music Maids; then, Dale stepped aside as the four Music Maids harmonized a faster second verse on their own. The final verse of the song went strictly instrumental for a jazzy, big band sound as several African-American dancers performed specialty acts.

2.) “(Back Home Again) In Indiana” (James F. Hanley-Ballard MacDonald), sung by Dale Evans and the Music Maids. The selection of this 1917 standard honoring the Hoosier state was no doubt instigated by Kay Thompson because, not only was it one of her all-time favorite songs, she often sang it herself on radio and later included it in her own nightclub act with the Williams Brothers; she would also record the song for Columbia Records in 1947. Kay’s arrangement for this movie started off slow and traditional, with Dale Evans singing lead and the Music Maids providing backup harmonies. Then, for the second verse, Dale stepped aside and the four Music Maids sang an entirely new, revved up swing interlude with new Thompson lyrics. For the final verse, Dale returned to the mike and the traditional tempo resumed.

3.) “Hoosier Holiday” (Johnny Marvin-Harry Tobias), sung by the Hoosier Hot Shots, the Music Maids, and Dale Evans. The first mid-tempo verse of this jaunty bluegrass song was performed by the Hoosier Hot Shots. Then, Dale Evans, backed by the Music Maids, took over with a completely reinvented, up-tempo swing verse that had Kay written all over it. After that, Dale stepped aside as the four Music Maids slowed things way down for a short, bluesy bridge; then the Maids sped things up again for two extended swing verses and a big finale—including such typical Thompson phrasing as “. . . on a Hoosier *Ha-Ha*-Holiday.”

4.) “Giddap Mule (We’ve Got to Farm to Win This Fight)” (Leonard W. Ware), performed by a large off-screen choir, with brief solos sung on-screen by various cast members including the Hoosier Hot Shots, the Music Maids, and Dale Evans. “Giddap Mule” was a new patriotic song that had just been adopted as an anthem for the U.S. Department of Agriculture’s “Land Army.” The arrangement featured typical Thompsonian shifts of tempo and a grandiose choral finale that smacked of MGM.

For the movie *Riffraff* (RKO, 1947), Kay once again defied her exclusivity to MGM by secretly moonlighting on a picture in June 1946. *Riffraff* was a film noir murder mystery starring Pat O’Brien. For a nightclub sequence, Kay assembled three Music Maids—Alice Sizer Ludes, Patt Hyatt, and new member Dorothy McCarty—to record the swing number “Money Is the Root of All Evil” (Joan Whitney-Alex Kramer). According to Alice Sizer Ludes, Kay provided the vocal arrangement and coached the trio for the prerecording session which was conducted by musical director C. Bakaleinikoff from an orchestration by Roy Webb. On-screen, the song would be lip-synched by the film’s leading lady, Anne Jeffreys, backed by starlets Virginia Owen and Betty Hill.

106 “*Frankie led a quiet life*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 202.

106 “*big bowls of Italian spaghetti*”: Ibid.

106 “with gay Hawaiian trunks”: *Big Spring Daily Herald* (Big Spring, Texas), 10/4/1943.

106 “lessons in swing singing”: *Ibid.*

106 “funniest assignment”: *Los Angeles Times*, 10/28/1943.

106 “Frank Sinatra still telephones”: *Los Angeles Times*, 11/1/1943.

107 “special arrangements”: On January 12, 1945, during *The Philco Radio Hall of Fame* (NBC), Tom Breneman introduced Kay Thompson in the following manner: “Kay is probably one of the greatest song stylists that ever hit the airwaves. That’s what they used to call her when Kay and her Rhythm Singers were regular features with top radio shows. Besides being loaded with pulchritude, the gal’s clever—one of the top song arrangers we have, under contract to MGM—and she’s written special arrangements for such stars as Judy Garland, Gene Kelly, and, yes, ‘the Voice’ himself.” (At that time, Frank Sinatra was widely known by the nickname “the Voice,” much like these later examples: Elvis Presley—King of Rock ‘n’ Roll; Aretha Franklin—Queen of Soul; and Michael Jackson—King of Pop.) Transcribed from a recording of *The Philco Radio Hall of Fame*, NBC, Los Angeles, 1/12/1945.

107 “revised lyrics”: In the *Anchors Aweigh* music files, there is a revised lyric sheet for the Frank Sinatra-Gene Kelly duet, “If You Knew Susie like I Knew Susie” (Joseph Meyer-Buddy G. DeSylva), dated July 24, 1944, that reads: “Treatment by Jule Styne and Sammy Cahn; Revised Lyrics: Kay Thompson.” After *Step Lively* (RKO, 1944), this marked at least the second time that Kay had embellished Jule Styne-Sammy Cahn compositions—and it would not be the last. Among many obvious Thompson quirks was the ending in which Sinatra and Kelly chant:

S –
S – U
S – U – S
S – U – S – I –
S – U – S – I – E

From the *Anchors Aweigh* music files, archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

107 “good and loud”: *Daily Variety*, 8/2/1951.

107 “I like the title of”: *Fresno Bee* (Fresno, California), 9/7/1943. In the *Los Angeles Times*, 10/6/1943, Hedda Hopper reported, “Judy Garland attempting to turn song writer. At least she and Kay Thompson are trying.”

107 *endeavors were stalled*: Shortly after collaborating with Judy Garland on “If I Fell and Broke My Heart,” Kay wrote a song on her own, a comical number entitled “She’s My Target for Tonight.” According to *Daily Variety*, 11/19/1943, MGM bought it for Virginia O’Brien to sing in an unspecified MGM musical, but ultimately it was never used. Unfortunately, no sheet music or recordings have surfaced on either composition.

107 “*When Judy sometimes disappeared*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 223.

107 *contributions to the picture*: Among Kay’s duties on *Meet Me in St. Louis* was coaching the Music Maids. Alice Sizer Ludes recalled, “Our lineup was kind of odd at that time. We had reduced ourselves to a trio—Patt Hyatt, Denny Wilson and myself—and had added a male singer named Lee Gotch, formerly of Six Hits and a Miss. I remember Kay put us in a very big choir for “The Trolley Song” and some other numbers for *Meet Me in St. Louis*. I think we even appeared in that film, too.” According to MGM music files, “The Music Maids & Lee” sang with the larger MGM chorus on “The Trolley Song” (Hugh Martin-Ralph Blane), “Skip to My Lou” (Hugh Martin-Ralph Blane), and “Meet Me in St. Louis, Louis” (Kerry Mills-Andrew B. Sterling) under Kay’s direction. And, as usual with Kay’s choirs, Ralph Blane was included in the group. Margaret Whiting distinctly remembered Kay working on the picture, too. “I was around during the days [Judy] was making *Meet Me in St. Louis* with Vincente Minnelli,” Whiting wrote in her autobiography *It Might As Well Be Spring*. “They were set to record Martin and Blane’s “The Trolley Song” [on December 2, 1943] and I had been invited [to the recording studio]. I’ve always been a stickler for punctuality... So I arrived. But no Judy. It was still early in the morning. Vocal coach Kay Thompson was there to practice the routine. Everybody went through the rehearsal without Garland. There were forty musicians waiting around with Georgie Stoll, the conductor. Still no Judy. They rehearsed trolley sounds and dance steps. Ten-thirty. Eleven. No Garland. They broke for lunch. At one-thirty, Judy arrived with her two poodles. She apologized. She said she had overslept. She flashed that quick, shy grin of hers and melted the hardest heart, and said, ‘Okay, let’s get to work.’”

“Do you want a rehearsal?” Kay asked Judy.

“We’ll run it down once,” replied Judy, oh so blasé.

Whiting marveled that the first run-through was “letter-perfect.”

“Can we do a take,” Stoll suggested.

“Why not?” Judy said.

“It was a perfect take,” Whiting confirmed.

“Can we do one more?” Stoll asked.

“Sure,” Judy readily agreed.

“She did another take,” observed Whiting. “It was as good as the first. She collected her two poodles and went home. She had been there all of fifty minutes. And they had been working for five hours. But when she worked she *worked*. And *it* worked. The results were effortless magic.” Whiting, Margaret and Will Holt. *It Might As Well Be Spring: A Musical Autobiography*. New York: William Morrow and Company, Inc., 1987, pages 76-77. And, from the *Meet Me in St. Louis* (MGM, 1944) music files archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

107 “*little Margaret O’Brien is being coached*”: *Morning Herald* (Uniontown, Pennsylvania), 11/8/1943; prerecording log for *Meet Me in St. Louis* (MGM, 1944) archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; the listing for *Meet Me in St. Louis* (MGM, 1944) from the *American Film Institute Catalog, Feature Films* (www.afi.com).

108 “*Fine,*” *the precocious: Morning Herald* (Uniontown, Pennsylvania), 11/8/1943.

108 “*The first time I ever*”: Transcribed from an interview clip of Dorothy Gilmore Raye featured in the A&E biography *Judy Garland: Beyond the Rainbow* (A&E Network, 3/23/1977), produced in association with Peter Jones Productions, Inc.

108 *Kay’s other duties: Daily Variety*, 1/11/1944; *Modern Screen*, 3/1947; Whiting, Margaret, and Will Holt. *It Might as Well Be Spring: A Musical Autobiography*. New York: William Morrow and Company, Inc., 1987, pages 76–77. Also: After attending an advance screening of *Meet Me in St. Louis*, Kay took it upon herself to write the following letter to Arthur Freed:

Dear Arthur:

I was so moved by your beautiful picture the other night that I forgot to mind my manners and say thank-you for inviting me. There is a mood, a nostalgia, a music about the whole work – production, story, direction, performance, décor – that lingers long after the picture is over. I thought it a lyric poem from beginning to end. I confess to one, and only one, negative reaction, but since I was an invited guest, I don’t feel it my business to name it. I think it is the most beautiful picture I have ever seen. My deepest and warmest congratulations.

**Affectionately,
Kay**

Undated letter, circa 1944, to Arthur Freed from Kay Thompson regarding *Meet Me in St. Louis*, from the Arthur Freed Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

108 *She even promoted*: Thompson performed “The Trolley Song” (Hugh Martin-Ralph Blane) from *Meet Me in St. Louis* on *Texas Star Theater with James Melton* (CBS Radio, 7/16/1944); the movie was not released until November 28, 1944. In fact, Kay worked on four *Texas Star Theater* broadcasts that summer. Starting July 2, 1944, the CBS-Radio series had a summer replacement host: New York Metropolitan Opera star, James Melton, filling in for a vacationing Fred Allen. Normally, *Texas Star Theater* was based in New York (where Melton also lived and worked), but because of Melton’s *Ziegfeld Follies* shooting schedule on the MGM lot, the show was performed out of the CBS / KNX studios in Hollywood on four consecutive Sunday evenings that month (July 2, 9, 16 and 23). While concurrently coaching Melton on *Ziegfeld Follies*, Kay worked on these four installments of *Texas Star Theater* as the vocal arranger, the conductor-arranger of the Kay Thompson Choir (including Ralph Blane and the Williams Brothers), and on the July 16 installment, she was spotlighted as the guest vocalist. James Melton and the Williams Brothers also appeared on an AFRS *Mail Call* radio show on June 21, 1944, arranged and coached by Kay. All of this was done with the full cooperation of MGM in hopes of turning Melton into a mainstream star. “Jimmy Menthol” was the affectionate nickname that Thompson assigned to Melton. Thompson explained, “There were these great discussions with ‘Jimmy Menthol,’ who came out

from New York and who called L. B. [Mayer] ‘Uncle L. B.’ And so we knew that they were friends and we couldn’t do anything but just take it lying down.” In light of Melton’s close association Mayer, it is interesting to note that the guest vocalist on the July 2 edition of *Texaco Star Theater* was Ginny Simms, who happened to be Mayer’s mistress at the time. And, keeping it all in the family, the show’s orchestra leader was Nat Finston, head of the MGM Music Department. Some of Kay’s *Texaco Star Theater* arrangements included “Jericho” (Leo Robin, Richard Myers) which Kay had arranged for Lena Horne in *I Dood It* (MGM, 1943); “Surrey With the Fringe on Top” (Richard Rodgers-Oscar Hammerstein II) from the new Broadway hit *Oklahoma!* (St. James Theatre, 1943-1948); “Blue Moon” (Richard Rodgers-Lorentz Hart); “Long Ago and Far Away” (Jerome Kern-Ira Gershwin); “I Love You” (Cole Porter); “Ave Maria” (Franz Schubert); “The Lord’s Prayer” (Albert Hay Malotte); and a medley from George Gershwin’s *Porgy and Bess*. And, as previously mentioned, on the July 16 broadcast, Kay sang her own version of “The Trolley Song.” From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

108 “*My Mother Told Me*”: In a 2007 interview for this book, Hugh Martin recalled, “I went to one rehearsal of *Two Girls and a Sailor*. Kay was rehearsing with Gloria DeHaven on a number called “My Mother Told Me There Would Be Moments Like This.” Kay was at the piano playing for her and Gloria was singing. She would stop Gloria from time to time. Kay had such a wonderful voice, she would sing it the way she wanted Gloria to sing it and then Gloria would copy her.” Kay Thompson told columnist Bob Thomas, “It was an easy life. Supposing June Allyson had a date at 2 to go over a song for *Two Girls and a Sailor*. She’d come in at 4 and then spend most of her time before the mirror fixing her hair. But she’d have the song ready by the time it was needed. It was the same thing with Gloria DeHaven. She’d fix her hair in front of the mirror, but eventually the song would get done.” *Indiana Evening Gazette* (Indiana, Pennsylvania), 4/20/1956.

108 *Kay got along much better: Song Parade*, 2/1944.

109 *The guest included*: In his memoir *Front & Center*, John Houseman writes that, from the mid-1940s through the early 1950s, the home of Gene and Betsy Kelly on Rodeo Drive in Beverly Hills was “the center of glamorous activity that swirled around Gene—then at the peak of his success at MGM. Habitues of the Kellys revolving weekend parties included most of the town’s golden youth: their house was the scene of an unending series of athletic (volleyball), social-intellectual (The Game), and musical contests. Spontaneous and highly competitive performers included, in addition to Gene and Betsy, Judy Garland, Judy Holliday, Carol Haney (whose specialty was dancing on the piano), Roger Edens, Yip Harburg, Nick Ray, Richard Conte, Oliver Smith, Phil Silvers, Adolph Green, Betty Comden, Leonard Bernstein (when he was in town), Charles, Sydney, and the unrelated Saul Chaplin, Stanley Donen, Kay Thompson, Leslie Caron, Arthur Lowe, Arthur Freed, Minnelli, and many others. Houseman, John. *Front & Center*. New York: Simon & Schuster, 1979, pages 412-413.

109 “*It was scary watching*”: Yudkoff, Alvin. *Gene Kelly: A Life of Dance and Dreams*. New York: Back Stage Books, 1999, page 117.

109 *Lucille Ball on Suspense*: Kay Thompson persuaded one of her favorite MGM pals, Lucille Ball, to appear on the January 13, 1944, installment of *Suspense*. Lucille played a terrorized dancer in “Dime a Dance,” about a psychopathic killer with a fetish for dancing with corpses. Instrumental versions of “The Lady Is a Tramp,” “Poor Butterfly,” and “Limehouse Blues” were heard during the episode. Just hours before the broadcast, Lucy made several suggestions for changes that inspired Bill Spier to re-write the entire script. As they went on the air, Bill was still frantically typing away, delivering pages as the show progressed. The last three pages were handed over to Lucy just in the nick of time, read cold. Despite the craziness, Lucy had a ball doing that show because it gave her a chance to play the sort of role she never would have gotten in the movies; she couldn’t wait to do more. Grams, Jr., Martin. *Suspense: Twenty Years of Chills and Thrills*. Kearney, NE: Morris Publishing, 1997, page 31.

109 “*We had people like Cary Grant*”: From the William Spier/June Havoc radio interview on *The Golden Age of Radio* conducted by hosts Dick Bertel and Ed Corcoran, broadcast November 25, 1970, on WTIC Radio, Hartford, Connecticut.

109 *work at MGM*: Kay’s behind-the-scenes work at MGM included more than just live-action feature films. According to *Variety*, 10/27/1943, Thompson provided “special musical arrangements” for three Tom & Jerry cartoon featurettes directed by William Hanna and Joseph Barbera: *Baby Puss* (MGM, 1943); *Zoot Cat* (MGM, 1944); and *The Million Dollar Cat* (MGM, 1944). A thorough search of music files for all cartoons made during Kay’s exclusivity at MGM, from April 1943 through July 1947, did not uncover any specific references to Thompson, but circumstantial evidence abounds that she collaborated with orchestrator Ted Duncan on the instrumental arrangements for the above-mentioned cartoons. Additionally, Kay likely contributed vocal arrangements for the following MGM cartoons directed by Tex Avery: *The Shooting of Dan McGoo* (MGM, 1945), a Droopy cartoon in which a saloon singer warbles “Put Your Arms Around Me, Honey (I Never Knew Any Girl Like You)” (Albert von Tilzer-Junie McCree), orchestrated by Ted Duncan; *Swing Shift Cinderella* (MGM, 1945), with “Oh Johnny, Oh Johnny, Oh!” (Abe Olman-Ed Rose, with modified lyrics—by Thompson, perhaps?) sung by Imogene Lynn, orchestrated by Ted Duncan; and *Uncle Tom’s Cabana* (MGM, 1947), featuring “Carry Me Back to Old Virginny” (James Allen Bland), orchestrated by Wally Heglin. Thompson was no stranger to orchestrators Ted Duncan or Wally Heglin; she frequently collaborated with them on live-action feature films at the studio. *Variety*, 10/27/1943. Music files from the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

109 “*Kay Thompson, the ace*”: *Olean Times Herald* (Olean, New York), 12/31/1943.

110 “*in Good Samaritan*”: *Daily Variety*, 12/10/1943. Also, in the February 1944 house-warming party guest “sign-in” book of Johnny Green and his new wife, Bunny Waters (kindly provided by their daughter, Kathe Green), Kay Thompson’s inscription mentions her recent stay at the Good Samaritan Hospital:

**I Love Bunny and Johnny –
Because**

- a) **They are responsible for my enjoying my stay at the Good Samaritan Hospital –**
- b) **They are responsible for my having just eaten a fine steak dinner –**
- c) **They are responsible for my great admiration for them – because they are my kind of friend – the good kind.**

Kay Thompson

110 “*went home ill*”: From a memo by Nat Finston, head of the MGM Music Department, dated January 13, 1944, to "Mr. Hendrickson—Mr. W. K. Craig" that instructs them to take Kay Thompson off payroll effective 1/10/1944: “[Thompson] went home ill 12/9/43 (Leave of Absence during illness started 12/10/43 to date).”

110 “*a bout of the flu*”: *Daily Variety*, 1/11/1944.

110 “*Judy Garland and Lana*”: *Modesto Bee* (Modesto, California), 12/14/1943.

110 *As did many others*: Notes from the February 1944 party guest “sign-in” book of Johnny Green and wife Bunny Waters refer to their December 1943 visit with Kay Thompson at Good Samaritan Hospital. Copy kindly provided by their daughter, Kathe Green.

110 *began secretly moonlighting*: During Kay’s leave-of-absence, in addition to coaching Alan Curtis, she also quietly created vocal arrangements and rehearsed the Music Maids for *Jamboree* (Republic Pictures, 1944), a Poverty Row musical that began filming on January 5, 1944. Like *Hoosier Holiday* (Republic Pictures, 1943), this was another patriotic picture promoting rural farming for the War effort. Just as the Music Maids had played the four sisters of Dale Evans in *Hoosier Holiday*, they were cast as the four sisters of Ruth Terry in *Jamboree*. Kay injected her two cents on three swing songs performed by Ruth Terry and the Music Maids: “Maggie Went to Aggie” (Charles Henderson-Freddie Fisher), “Whittle Out a Whistle” (Del Porter-Carl Hoefle), and the big finale, “Jamboree” (Charles Henderson-Freddie Fisher), backed by Freddie Fisher and His Schnickelfritz Band and Ernest Tubb and His Texas Troubadors.

110 “*Kay Thompson is coaching Alan*”: *Los Angeles Times*, 1/4/1944. Alan Curtis was preparing to star in two Universal Pictures: *Frisco Sal* and *See My Lawyer* (the latter of which happened to feature the Four Teens singing Thompson’s arrangement of “Penny Arcade”).

110 “*My dear Nat*”: Handwritten note from Kay Thompson to Nat Finston dated 1/14/1944.

111 *Finston greeted her*: In what can only be described as a further slap on the wrist, Kay’s very first assignment upon her return was a thankless job under the thumb of Nat Finston. At that time, he was busy conducting the music for Oscar Wilde’s *The Canterville Ghost* (MGM, 1944) starring Charles Laughton, Robert Young and Margaret

O'Brien. For an additional sequence that was being added to the film, Finston needed a 47-second choral version of "Gertie from Bizerte" (James Cavaugh-Walter Kent-Robert C. Haring) to be sung on-screen by a marching battalion of soldiers. Nat ordered Kay to assemble, rehearse and direct a male choir (including J. D. Jewkes, Abe Dinovitch and Saul Silverman) for a recording session on January 20, 1944. Instead of allowing her to come up with a unique treatment, however, a notation on the scoring log indicates that the arrangement should "follow the standard published copy" of the composition. It was a workmanlike job well beneath Kay's creative skills but, apparently, she bit her tongue and did what she was told. From Kay Thompson's MGM contract memo, dated 3/16/1943, and the scoring log and music employment index card for *Canterville Ghost* (MGM, 1944), both archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

111 *a pastiche of musical numbers*: Final sequences for the 1946 general release print of *Ziegfeld Follies*, in order:

- 1.) "Ziegfeld in Heaven." A non-musical introduction monologue starring William Powell. After having played the lead in the Best Picture Oscar winner, *The Great Ziegfeld* (MGM, 1936), William Powell was brought back to briefly recreate his role as vaudeville impresario Florenz Ziegfeld for the opening of *Ziegfeld Follies*. From his penthouse in the clouds of Heaven, Ziegfeld ponders his legacy. The sequence included a stop-motion animation interlude directed by George Sidney, "Jardin de Paris," featuring Bunin's Puppets. "Jesus," Kay later remarked. "We hated it then."
- 2.) "Here's to the Girls" (Roger Edens-Arthur Freed) / "Bolerino (Merry-Go-Round)" (Kay Thompson). Starring Fred Astaire, Lucille Ball, Cyd Charisse. Directed by George Sidney. Choreographed by Bob Alton. Conducted by Lennie Hayton. Orchestration: Wally Heglin. Vocal arrangement: Kay Thompson. "The first thing I did on the picture was 'Here's to the Beautiful Ladies,'" Kay recalled, referring to "Here's to the Girls," music by Roger Edens, lyrics by Arthur Freed, with an extended interlude entitled "Bolerino (Merry-Go-Round)," composed by Kay Thompson. Prerecorded on April 28, 1944, the number was sung by Fred Astaire and featured a fashion parade of "glamazons" led by Lucille Ball, decked out in a pink gown with feather headdress. Incongruously wielding a leather whip, Ball lashes into submission a bevy of feline women, including Cyd Charisse, wearing form-fitting, black-sequined cat suits. Included in Kay's vocal arrangement were choral sections in the middle and at the climax, sung by Kay's 45-member MGM choir that included Ralph Blane, three Music Maids (Alice Sizer Ludes, Patt Hyatt, Denny Wilson), and Ethelyn Williams (formerly of the Williams Sisters).
- 3.) "Bring On Those Wonderful Men" (Roger Edens-Earl Brent). Starring Virginia O'Brien. Directed by George Sidney. Comic answer to "Here's to the Girls," sung for laughs by Virginia O'Brien in pink gown on top of a merry-go-round horse. Earl Brent, who routinely handled all of O'Brien's musical numbers, did the tongue-in-cheek vocal arrangement.
- 4.) "A Water Ballet." Starring Esther Williams. Directed by Merrill Pye. When James Melton's musical number "We Will Meet Again in Honolulu," was cut from the film (see

below), this instrumental portion of the sequence, a solo water ballet by Esther Williams, was saved.

5.) “Number Please.” Comedy sketch starring Keenan Wynn. Directed by Robert Lewis.

6.) “La Traviata (Libiamo ne'lieti calici)” (Giuseppe Verdi). Starring James Melton and Marion Bell. Directed by Vincente Minnelli. Dance Direction: Eugene Loring. Vocal arrangement: Kay Thompson. Kay’s expertise in the realm of classical music has often been overlooked, but her moving vocal arrangement for “La Traviata” was just another day at the office. It was the sole survivor of *five* numbers Kay did with Melton for the film.

7.) “Pay the Two Dollars.” A comedy-drama sketch starring Victor Moore and Edward Arnold. Directed by George Sidney.

8.) “Raffles” (Roger Edens-Harry Warren-Kay Thompson) / “This Heart of Mine” (Harry Warren-Arthur Freed). Starring Fred Astaire and Lucille Bremer. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Orchestration by Conrad Salinger. Vocal arrangement: Kay Thompson. “Raffles” was a lengthy instrumental prelude to “This Heart of Mine,” the latter sung by Fred Astaire, who danced with Lucille Bremer. Recorded on August 8, 1944, the track includes Kay’s large MGM chorus (including Ralph Blane).

9.) “A Sweepstakes Ticket.” A comedy sketch starring Fanny Brice, Hume Cronyn and William Frawley. Directed by Roy Del Ruth. Written by David Freedman. Fanny Brice’s association with Florenz Ziegfeld had a great deal of history behind it. During the 1920’s, Fanny had become famous on the vaudeville circuit with the Ziegfeld Follies and she had continued to appear in his Broadway stage extravaganzas well into the 1930s, including *Ziegfeld Follies of 1936*, designed by Vincente Minnelli. She also appeared as herself in the movie of his life story, *The Great Ziegfeld* (MGM, 1936).

10.) “Love” (Hugh Martin-Ralph Blane). Starring Lena Horne. Directed by Lemuel Ayers. Conducted by Lennie Hayton. Vocal arrangement: Kay Thompson. As fate would have it, Martin and Blane’s unusual power ballad, “Love,” was recorded for *Ziegfeld Follies* on June 30, 1944, the very same day that Hugh was inducted into the Army. With Lennie Hayton’s 45-piece orchestra, Kay did the vocal arrangement, coached Lena Horne’s lead vocal, and directed a chorus of eighteen voices that included Ralph Blane, Lee Gotch, and three Music Maids (Alice Sizer Ludes, Patt Hyatt, and temporary fill-in Dorothy McCarty). The lyrics delve into the pros and cons of love, with the melody shifting from major to minor keys accordingly. The segment was directed by Lemuel Ayers, who more often worked as a production designer. Ayers had previously collaborated with Don Loper and Kay on the *Ziegfeld Follies* proposal of “Frankie and Johnnie” that was to feature Lena, but “Love” ended up taking its place.

11.) “When Television Comes.” A comedy sketch starring Red Skelton. Directed by George Sidney.

12.) “Limehouse Blues” (Philip Braham-Douglas Furber). Sung by Harriet Lee. Danced by Fred Astaire and Lucille Bremer. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Vocal arrangement by Kay Thompson. In Asian eye makeup appliances, Fred Astaire performed this “dramatic pantomime” with dance partner Lucille Bremer. Although a cabaret singer is intermittently seen through the window of a tavern, heard warbling the lyrics of “Limehouse Blues” (voiced by Harriett Lee), it was not always going to be that way. On October 10, 1944, just three weeks prior to the apocryphal preview of *Ziegfeld Follies*, Fred Astaire was brought in to record his *own* vocal version of “Limehouse Blues”—perhaps to supplement or supplant Lee’s chirping. Ultimately, however, Astaire remained mute throughout the segment, strictly showcasing his hoofing. Although Fred’s singing voice was not heard, it may come as a surprise to many that Kay’s was. In the beginning of the segment, a Victrola is being transported in a baby carriage, wheeled by an extra, passing by Fred Astaire on the busy cobblestone street. The sound emanating from the record player’s brass funnel is “E Pinched Me” (Earl Brent), a new version of a bawdy British pub song first heard in *The Man from Down Under* (MGM, 1943), sung by a wench with a thick cockney accent. That woman’s voice is none other than Kay Thompson, recorded October 11, 1944. This segment represented a reunion of sorts between Fred Astaire, Kay Thompson and Lennie Hayton who had worked together in 1935 on *The Lucky Strike Hit Parade*. Of course, Kay would later share the screen with Fred in *Funny Face* (Paramount, 1957), although their friendship would deteriorate while making that picture. Nevertheless, in her interview with Hugh Fordin in 1972, Kay had fond memories of “Limehouse Blues”: “It was *elegant!* And even Fred was just superb.” It should also be noted that singer Harriet Lee was, like Kay, a popular radio singer during the 1930s. In 1950, when Kay was hired to teach Janet Leigh how to sing for her role in Howard Hughes’ *Two Tickets to Broadway* (RKO, 1951), Harriet filled-in as a substitute teacher during Kay’s European nightclub obligations.

13.) “A Great Lady Has an Interview” (aka Madame Crematante) (Kay Thompson-Roger Edens). Starring Judy Garland. Directed by Vincente Minnelli. Dance Direction: Charles Walters. Conducted by Lennie Hayton. Orchestration by Conrad Salinger and Wally Heglin. Vocal arrangement: Kay Thompson. See more details in this book on pages 111-113.

14.) “The Babbitt and the Bromide” (George Gershwin-Ira Gershwin). Starring Fred Astaire and Gene Kelly. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Vocal arrangement: Kay Thompson. This marked the only time Astaire and Kelly danced on the screen together until a belated reunion in *That’s Entertainment II* in 1976. In his memoir, *Steps in Time* (page 226), Astaire commented, “Gene Kelly and I did a revised version of a Gershwin number originally introduced by my sister [Adele Astaire] and me in the Broadway show *Funny Face* [1927-28]. ‘The Babbitt and the Bromide’ it was, and we had some fun with it.” In 1956, Fred would reprise other numbers from the Broadway show of *Funny Face* for the movie that borrowed the title and several songs, but not the plot.

15.) “There’s Beauty Everywhere” (Harry Warren-Arthur Freed). Starring Kathryn Grayson. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Vocal

arrangement: Kay Thompson. This segment was originally recorded and filmed with the singing of James Melton and the dancing of Fred Astaire, Lucille Bremer and Cyd Charisse, but after the thumbs-down preview screening, it was decided that the audience had gotten their fill of these stars elsewhere in the movie, so Kathryn Grayson was brought in to re-do the whole thing. A brief glimpse of Cyd Charisse is all that remains of the original footage. Although Kay did the vocal arrangements for both versions, she did not coach Grayson. “I had my own vocal coach,” Grayson recalled when contacted for this book. “Earl Brent. He was my popular coach. Then I had my opera coach. The only time they sent me to Kay was to learn ‘The Star-Spangled Banner,’ but I knew it better than she did. We laughed our heads off.” Apparently, Thompson was more involved with Grayson’s vocals than she was aware—or willing to admit. According to *Boys in the Band* playwright Mart Crowley, Kay relished telling stories of how Grayson’s high notes were often so flat that they had to be replaced with pitch-perfect vocalists—a task for which Kay was in charge of finding voice-doubles, recording them, and overseeing the sound editing to make sure the substitutions were seamless.

Among the many sequences that did not make it into *Ziegfeld Follies* were:

- 1.) “There’s Beauty Everywhere” (Harry Warren-Arthur Freed). Sung by James Melton. Danced by Fred Astaire, Lucille Bremer and Cyd Charisse. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Vocal Arrangement: Kay Thompson. On June 30, 1944, at the same recording session for Lena Horne’s “Love,” the first version of “There’s Beauty Everywhere” was prerecorded with Lennie Hayton’s 45-piece orchestra and Kay’s 18-member chorus. It was one of five numbers Kay arranged for opera star James Melton. After the negative preview screening of *Ziegfeld Follies* in November 1944, this version of “There’s Beauty Everywhere” was junked and completely re-recorded and re-shot with Kathryn Grayson. Both audio versions were released on CD in 1994, included in the expanded *Ziegfeld Follies* soundtrack (MGM 305124 (1994) / Rhino R2 71959).
- 2.) “We Will Meet Again in Honolulu” (Harry Warren-Arthur Freed). Sung by James Melton. Water Ballet performed by Esther Williams. Directed by Merrill Pye. Vocal Arrangement: Kay Thompson. This was another one of five numbers Kay arranged for opera star James Melton. After the November 1944 screening, Melton’s central portion of the segment was jettisoned. Only the instrumental water ballet interlude starring Esther Williams was retained. Melton’s “We Will Meet Again in Honolulu” recording was finally released to the public on CD in 1994, included in the expanded *Ziegfeld Follies* soundtrack (MGM 305124 (1994) / Rhino R2 71959).
- 3.) “Where You Gonna Go?” (Roger Edens-Kay Thompson). Sung by James Melton and chorus (including Ralph Blane). Orchestrated by Conrad Salinger. Vocal arrangement: Kay Thompson. “It was *beautiful*,” Kay recalled. Recorded on June 14, 1944, James Melton got it perfect in just two takes. Unfortunately, it never made the final cut. “There was a lot of stuff that I was involved in that didn’t come about,” Kay lamented.
- 4.) “A Cowboy’s Life (aka Trail Medley)” (Kay Thompson). Sung by James Melton and chorus (including Ralph Blane). Directed by Merrill Pye. Orchestration by Ted Duncan.

Vocal arrangement: Kay Thompson. Recorded on June 22, 1944, “A Cowboy’s Life” was yet another James Melton number—this one with music and lyrics by Kay Thompson—that failed to make the final cut. A blurb in *Billboard*, 11/11/1944, stated the following: “James Melton’s solo in MGM’s *Ziegfeld Follies* will be published by G. Schirmer. Number is ‘A Cowboy’s Life’ which is a combination of ‘Chisholm Trail’ and ‘Home on the Range.’ Kay Thompson, of the studio music department, wrote additional music and lyrics.”

5.) “Kissin’ the Girls Goodbye” (Kay Thompson). Sung by Avon Long. With Lena Horne. Vocal arrangement: Kay Thompson. “I wrote ‘I’m Kissin’ the Girls Goodbye,’” Kay recalled, “and it was a number where Avon was getting married to Lena, so he was kissing all his girls goodbye. ‘Goodbye, Julep, I’m a lovely one...’ He was adorable in it.”

6.) “Liza (All the Clouds’ll Roll Away)” (George Gershwin-Ira Gershwin; with additional music and lyrics by Kay Thompson). Sung by Avon Long. With Lena Horne. Directed by Vincente Minnelli. Conducted by Lennie Hayton. Orchestration: Conrad Salinger and Wally Heglin. Vocal arrangement: Kay Thompson. (Thompson’s special arrangement of “Liza” from *Ziegfeld Follies*, with additional music and lyrics by Thompson, was registered for copyright with the Library of Congress Copyright Office on April 3, 1944; filed under the author name of “Kay Thompson, pseudonym of Catherine F. Spier.” 1944 Catalog of Copyright Entries, by Library of Congress Copyright Office, Washington, D.C., 1944, page 595, item #370013.) Kay recalled that shortly after “Kissin’ the Girls Goodbye” was completed, “Somebody suggested that we stick “Liza” in there. So, I went back and did it for Arthur.” Because Warner Brothers held the rights to many Gershwin compositions, including “Liza,” a deal had to be negotiated with the rival studio. An MGM Legal Department memo, dated April 13, 1944, from R. Monta to Arthur Freed, read as follows: “Regarding ‘Liza’ for *Ziegfeld Follies*. When George Schneider on April 11 showed me the routine of ‘Liza’ as worked out by Kay Thompson, I felt that it definitely constitutes a production use and we, therefore, first obtained from Warner Brothers their accord to a production use and asked New York to secure the right for the use of the routine as worked out by Kay Thompson.” Prerecorded April 17, 1944, with Kay’s chorus of 18 voices and Lennie Hayton’s 38-piece orchestra, the recording was finally released to the public on CD in 1994, included on the expanded *Ziegfeld Follies* soundtrack. In the CD liner notes, George Feltenstein wrote, “The extensive musical prologue, written by Kay Thompson, is really a song in itself.” Singer Michael Feinstein added, “On ‘Liza,’ you can hear Kay plain as day, singing in the chorus.” The filmed sequence featured Avon Long singing to a silent Lena Horne. In 1946, Judy Garland and Vincente Minnelli would name their newborn daughter Liza after this very song—and name Kay and Bill Spier as Liza’s godparents. In 2008, Liza Minnelli included Kay’s full-length arrangement of “Liza” in her Tony Award-winning Broadway event, *Liza’s at the Palace*, performed by Jim Caruso, Cortés Alexander, Tiger Martina, and Johnny Rodgers (as the Williams Brothers), during a costume change (with vocal sweetening by pianist-conductor Billy Stritch).

7.) “Glorifying the American Girl” (Sammy Fain-Ralph Freed). Sung by Lena Horne, Lucille Bremer, Marilyn Maxwell, E. Sheppard, and 32 male voices including all four

Williams Brothers, Ralph Blane, and Hugh Martin. Vocal arrangement: Kay Thompson. According to an April 11, 1944, outline of *Ziegfeld Follies* numbers, “Glorifying the American Girl” was earmarked to follow “Here’s to the Girls.” The Williams Brothers were identified in the memo as “the Williams Boys Quartette” and, aside from completed prerecording chorus work, there were plans to feature the foursome on-screen as well, scheduled for filming during the summer of 1944. Around the same time, they were also set to appear in MGM’s *Anchors Aweigh*, but eventually had to bow out of *both* films when eldest member, Bob, was drafted into the Army.

8.) “If Swing Goes, I Go Too” (Fred Astaire). Sung and danced by Fred Astaire. Directed by George Sidney. The recording was finally released to the public on CD in 1994, included in the expanded *Ziegfeld Follies* soundtrack. It is unclear if Kay did the vocal arrangement.

9.) “Will You Love Me in Technicolor as You Did in Black and White?” (Hugh Martin-Ralph Blane). Sung by Judy Garland and Mickey Rooney. Kay said, “There was some talk of the number [Roger] had done with Ralph and Hugh.” Kay was involved in the prerecording of the song, but the number was never filmed. To date, the soundtrack has yet to be found in the vaults.

10.) “You Gotta Start off Each Day with a Song” (Jimmy Durante). Sung by Jimmy Durante. Directed by Charles Walters. Vocal arrangement: Kay Thompson. This song was one of Durante’s signature tunes, sung regularly on his radio show. Its big screen treatment, however, got lost in the shuffle. The recording reunited Thompson with Durante after their successful collaboration on *Two Girls and a Sailor*. Kay continued to moonlight for Jimmy’s radio show during that period and, although no proof exists, it is entirely possible that Kay’s vocal arrangement of “You Gotta Start off Each Day with a Song” was utilized on the program. Of the many stars put on film for *Ziegfeld Follies*, Durante was one of the few who ended up with zero screen time in the final version.

11.) “Death and Taxes.” Comedy sketch starring Jimmy Durante and Edward Arnold. Directed by Vincente Minnelli. Even Durante’s *second* shot for inclusion in *Ziegfeld Follies* didn’t fly. Edward Arnold fared better, appearing in “Pay the Two Dollars” which made the final cut.

12.) “Baby Snooks and the Burglar.” Comedy sketch starring Fanny Brice as Baby Snooks. Directed by Roy Del Ruth. Although Fanny Brice’s Baby Snooks character was mainly known from her hugely popular radio series, Brice had previously introduced Snooks to movie audiences in *Everybody Sing* (MGM, 1938) in a sketch with Judy Garland as her playmate. In shaving down the running time of *Ziegfeld Follies*, only Brice’s “A Sweepstakes Ticket” sketch survived. In her formative years, Kay idolized Fanny Brice. During the 1930s, they frequently crossed paths at CBS in New York and now with *Ziegfeld Follies* in 1944 found themselves in Hollywood working at the same movie studio on the very same picture. There is little doubt that Kay’s up close and personal exposure to Baby Snooks had an impact on the creation of Eloise.

13.) “Haunted House.” Treatment dated November 16, 1943, by Vincente Minnelli and George Oppenheimer, was a spoof of Universal Pictures’ Frankenstein and Dracula franchises, featuring “The Monster, the Vampire, the Idiot Servant, the Mad Scientist, the Old Crone, the Deaf Mute, the Lady in Distress, and the Air Raid Warden.”

Unfortunately, Universal took the idea seriously, ganging up the Frankenstein monster, Dracula, and the Wolf Man under one roof in *House of Frankenstein* (Universal, 1944), followed by the low-rent sequel, *House of Dracula* (Universal, 1945). Universal was still trying to get the formula right in 2004’s *Van Helsing*, but the only time the “monster convention” concept really worked was when it was played for laughs in *Abbott and Costello Meet Frankenstein* (Universal, 1948), the closest match to what Minnelli and Oppenheimer had in mind for *Ziegfeld Follies*. It was never filmed.

14.) “Pass That Peace Pipe.” Treatment dated November 16, 1943, for a novelty song written by Hugh Martin, Ralph Blane and Roger Edens, to be performed by Lucille Ball, Nancy Walker, June Allyson, Fred Astaire, Mickey Rooney and George Murphy under the direction and choreography of Charles Walters. The same song was also a candidate for the duet between Fred Astaire and Gene Kelly. Both dreams went up in smoke. Charles Walters finally got to bring “Pass That Peace Pipe” to the screen when he made his feature-length directorial debut on the Freed Unit’s *Good News* (MGM, 1947), performed by Joan McCracken and Ray McDonald from a vocal arrangement by Kay Thompson. And, in the category of see-I-told-you-so, “Pass That Peace Pipe” got Oscar nominated for Best Song.

15.) “The Steam is on the Beam.” Hugh Martin, Ralph Blane and Roger Edens also submitted a treatment for “The Steam Is on the Beam” (Johnny Green-George Marion, Jr.), a song from Johnny Green’s short-lived 1942 Broadway show, *Beat the Band*. [In 1947, RKO turned *Beat the Band* into a film featuring “The Steam is on the Beam.”] With Charles Walters in mind to direct, the cast was to include Van Johnson, June Allyson, Nancy Walker, Virginia O’Brien, Kenny Bowers and Ben Blue. Unfortunately, Arthur Freed seemed to be in no hurry to move forward with it. With time running out, Johnny Green recorded a new version of the song on September 1, 1944, featuring Kay Thompson’s rousing lead vocal, plus her arrangement and direction of a scorching hot swing chorus (of which Ralph Blane was a voice). Green was employed exclusively by MGM as a composer, conductor and arranger, but his contract allowed him to fulfill outside obligations as a star bandleader for the Decca label. Perhaps because “The Steam is on the Beam” was essentially recorded as a demo for *Ziegfeld Follies*, it languished in the Decca vaults for three years before being rescued from oblivion. It finally saw the light of day in September 1947 when it was issued as part of an album of four ten-inch 78s entitled *Johnny Green: His Music, His Piano and His Orchestra* (Decca A-571). From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. From the MGM, Arthur Freed, and Roger Edens Collections archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Wilder, Alec. *Life Story*. Unpublished, circa 1971, pages 69–71. Typescript (189 pages) contained in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

111 “*There was a lot of talk*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

111 *He was concurrently collaborating*: Williams, Tennessee. *Notebooks*. Edited by Margaret Bradham Thornton. New Haven, Conn.: Yale University Press, 2006, page 376.

111 “*darkly gleaming curls*”: Williams, Tennessee. *Memoirs*. New York: New Directions Publishing Corp., 2006, page 47.

111 “*flavor of prostitution*”: Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films 1941–1950*. Berkeley: University of California Press, 1971, page 2873.

111 *Roger Edens, met with Kay*: By 1944, the simpatico between Kay Thompson and Roger Edens had solidified. Kay described him as follows: “Southern, polite, adored what he was doing, and loved to play and to drink. Roger was my best friend.” Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Knopf, 1996, page 90.

111 “*Let’s write a number*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Hedda Hopper’s February 22, 1944, column in the *Los Angeles Times* prematurely leaked that Thompson was coaching Greer Garson for *Ziegfeld Follies*.

112 “*So Roger came up*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

112 *to spoof Garson’s image*: In February 1944, when Kay Thompson and Roger Edens decided to collaborate on “A Great Lady Has an Interview” for Greer Garson in *Ziegfeld Follies*, they were deliberately spoofing the star’s real-life pomposity. Seven months later, in the September 1944 issue of *Ladies Home Journal*, a reporter came to very similar conclusions about Garson’s affected behavior: “Greer is the complete show-off. Five minutes talk with her develops into a literal travelogue—since in one sentence she is quite apt to throw her vigorous lithe body from here to way over there. In the next, she’s across the room, out a door, and back in through another one—with the shades of Bernhardt, Duse and Fifi the Gorgeous Soubrette dogging her many footsteps.” *Ladies Home Journal*, 9/1944.

112 “*So we began to improvise*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

112 “*And what did Madame*”: Ibid.

112 “*When we finished it*”: Ibid.

112 “*As Kay and Roger got*”: Minnelli, Vincente, with Victor Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, page 144.

112 “*Absolute dead silence*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

113 “*Isn’t Greer Garson an ass?!*”: Ibid.

113 “*Oh, it would have been fun*”: *Hollywood Reporter*, 4/9/1996; *Ladies’ Home Journal*, 9/1944; Troyan, Michael. *A Rose for Mrs. Miniver: The Life of Greer Garson*. Louisville: The University Press of Kentucky, 1999, page 171.

113 “*Kay suggested Judy*”: Minnelli, Vincente, with Victor Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, pages 144–45.

113 “*So the next day*”: Judy Garland’s initial involvement in “A Great Lady Has an Interview” for *Ziegfeld Follies* was a bit more involved than space and pacing allowed in this book. What follows is the complete version of the events: Kay Thompson explained, “So the next day, we called Judy and said, ‘Come up to Kay’s office.’” Judy was in the middle of shooting *Meet Me in St. Louis*, but during a break, she raced up to Kay’s office to meet with Kay and Roger. Unfortunately in the meantime, Kay and Roger had been called down to the set of *Meet Me in St. Louis* to troubleshoot some minor problem—where they figured they would run into Judy. Under the impression that Thompson would return to her office momentarily, Garland waited. Fifteen minutes turned into thirty minutes. By the time forty-five minutes had gone by, Judy was annoyed and getting ready to depart, but just at that moment, Kay returned. “I’m the Statue of Liberty,” Judy grumbled, her mood having turned to stone. “They set me up in here eight years ago.” Garland was exhausted from the rigors of *Meet Me in St. Louis* and was suffering from a variety of illnesses that had caused numerous production delays. So yes, under the circumstances, forty-five minutes felt like an eternity to Judy Garland. “Look,” Kay apologized, “I’m completely, absolutely, thoroughly sorry. Something went wrong with a number down on the set. They called for me. When I get my curls caught in a musical score I’m not human.” Then Roger arrived and told Judy, “We gotta learn this number right away.” “Shall we get to work?” Kay pleaded. “Let’s,” Judy sniffed, remaining moody. “She was bristling,” Kay recalled. “She had one thing on her mind—*do it*—do it so impressively that I’d be flabbergasted, and then get out of there.” However, acting “like a combination of Gertrude Lawrence, Greta Garbo and five other grand ladies of the screen” was not exactly Garland’s forte. Roger made Judy sit down and watch Kay do the routine, from start to finish. “So I did it,” Kay recalled. “I flounced all over the thing. ‘Oh, this is a story of a poor, impoverished dada dada, who the rest of the world, you and I, dada dada da...’ [When it was over], Roger said, ‘Do it again.’” This time, however, they made Judy stand beside Kay. “Do it exactly like she does it,” Edens instructed Garland. Judy began emulating Kay, as if they were synchronized images, side by side.

By then, Ralph Blane had arrived to add his two cents. Kay recalled, “Ralph said, ‘See, Judy, now you do like this and such.’ And I’m saying, ‘Now go over here,’ and she got up on the desk and I’m saying, ‘Put your hand on your hip like that.’” Before long, the dark cloud over Garland had lifted. All was forgiven and forgotten. Suddenly, all that mattered in the entire world was this fascinating new kind of character she was being asked to play. “Judy was just *captivated*,” Kay said. “Just *electrified*. She was just in her little girl period, you know, of innocence, whatever it was. But she hadn’t made her departure yet, and this was certainly it.” *Modern Screen*, 3/1947; and, from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

113 “*So I did it*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

113 “*I’m saying, ‘Now’*”: Ibid.

113 “*Judy was just captivated*”: Ibid.

113 “*Just before we started*”: Ibid.

114 “*We’d had this poor treatment*”: Ibid.

114 “*So we went to Sam*”: Ibid.

114 “*The corkscrew knots*”: *Los Angeles Times*, 7/18/1944.

115 “*I don’t think I ever*”: *Troy Record* (Troy, New York), 8/24/1961.

115 “*Kay introduced the first rap*”: *New York Observer*, 7/20/1998.

115 “*Shooting the number*”: Minnelli, Vincente, with Victor Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, page 145.

115 “*displays an unexpected flair*”: *Newsweek*, 4/1/1946.

115 “*a talent approaching Beatrice*”: *New York Times*, 3/31/1946.

115 “*But you see that’s*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

115 *powerful rendition of “Love”*: Six months after Lena Horne prerecorded and filmed “Love” for *Ziegfeld Follies*—but long before the movie was released—Kay sang “Love” on the January 21, 1945, installment of *The Philco Radio Hall Of Fame*. Performed live from the famous Earl Carroll Theater and Restaurant in Hollywood, Kay brought along

her own backup group nostalgically billed as her “Rhythm Singers” which included Bob, Don and Andy Williams, her newlywed sister Marian (going by her married name “Marion Doenges”), Ralph Blane, Loulie Jean Norman, and Jimmie Garland (Judy’s older sister), backed by Paul Whiteman and His Orchestra. Master of Ceremonies Tom Breneman gave the following introduction: “I’m gleaming at Kay Thompson who is going to sing a song called ‘Love.’ It was written by Hugh Martin and Ralph Blane for Metro-Goldwyn-Mayer’s forthcoming production, *Ziegfeld Follies*. And you know it’s a good song because those are the same two lads who wrote that wonderful ‘Trolley Song’ from MGM’s *Meet Me in St. Louis*. Kay Thompson and her Rhythm Singers get musically amorous with ‘Love.’” One day before Thompson performed “Love” on radio, Judy Garland sang the song on the radio special *The March of Dimes* (NBC / CBS, January 20, 1945), and six days later, on March 22, 1945, Judy recorded “Love” for Decca Records (released as the B-side with “If I Had You”). Kay served as vocal arranger and vocal coach for Garland’s broadcast and recorded versions of “Love.” Due to a myriad of production delays, the general public would not get to hear Lena Horne’s original version of “Love” in *Ziegfeld Follies* until the movie played briefly in Boston on August 13, 1945, and then, after further editing, it opened more officially in New York on March 22, 1946.

115 “*protested she could not*”: *Movieland*, 8/1945.

115 “*My voice isn’t that good*”: *Ibid*.

116 “*Kay was the best*”: *In Theater*, 4/26/1999.

116 “*Sometimes Kay overworked people*”: “Love” was prerecorded for *Ziegfeld Follies* on June 30, 1944, the very same day that Hugh Martin was inducted into the army.

116 “*I was nervous about whether*”: From Hugh Martin’s 2009 correspondence with Michael Feinstein upon hearing Thompson’s performance of “Love” on the 2009 CD compilation *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

116 *Few people knew that*: Prior to Kay Thompson’s vocalization of “E Pinched Me” (Earl Brent) in *Ziegfeld Follies*, the song was first performed by Binnie Barnes in *The Man from Down Under* (MGM, 1943), recorded on February 19, 1943, conducted by David Snell from an arrangement by Wally Heglin. Kay’s version was recorded on October 11, 1944, and subsequently released on the 1994 laser disc of *Ziegfeld Follies* (CAV, ML 104761); it was reissued in the 2009 three-CD box set *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

116 *Whenever Kay wasn’t needed*: In May 1944, Kay was assigned to work with music director David Snell and orchestrator Wally Heglin on MGM’s fifteenth film in the “Andy Hardy Family” series, preliminarily titled *Uncle Andy Hardy*, starring Mickey Rooney. For a Wainwright College assembly scene, Kay directed a large choir performing “Hail to Wainwright” (Goldman-Whiteman-Earl K. Brent-David Snell). With piano accompaniment by Harriett Lee, Thompson’s chorus included Ralph Blane and the Seckler Quartet—four male singers from Six Hits and a Miss—Bill Seckler, Mack

McLean, Marvin Bailey, and Justin Conlon. The number was rehearsed on May 17, 1944, and prerecorded the following day. Kay conducted another choral number, “Auld Lang Syne” (Traditional-English lyrics by Robert Burns), sung a cappella by five men and five women, to be lip-synched in the picture by students at the train station on New Year’s Eve. Thompson was preparing numbers for Mickey Rooney when he suddenly got a draft notice from Uncle Sam—and was subsequently inducted into the Army on June 14, 1944. It was announced that he would be replaced in the movie by June Allyson who would “carry on in a feminine version of the antics that used to beset Andy.” But when letters of protest poured into the studio, the production was put on hold for two years until Rooney could return to the beloved series. When filming resumed in April 1946, Thompson was too busy on other films to be further involved—though her prerecordings of “Hail to Wainwright” and “Auld Lang Syne” were utilized. The title of the picture was changed to *Love Laughs at Andy Hardy* and it was finally released in January 1947. *Nevada State Journal* (Reno, Nevada), 3/10/1944; *Oelwein Daily Register* (Oelwein, Iowa), 6/15/1944; *Fresno Bee Republican* (Fresno, California), 6/22/1944; and, from the *Love Laughs at Andy Hardy* notes in the AFI Film Catalog.

116 *services for various*: In addition to Kay’s work on various films at MGM, she was frequently assigned to polish diamonds in the rough, from Ava Gardner to Van Johnson. There were also many wannabes who went through Thompson’s crash courses but never quite made the cut. One such example was Anne Triola. According to *Daily Variety*, 1/14/1944, “Anne Triola, singer at Bar of Music, is being given special vocal coaching by Metro’s Kay Thompson with possibility of being signed there to term contract.” Triola did not get the contract with MGM, but she landed a few bit parts at other studios. Her most important (and final) role was in *Lullaby of Broadway* (Warner Brothers, 1951), starring Doris Day. In the film, Triola performed two numbers with co-star Billy De Wolfe. Even though things never worked out for her at MGM, Triola always credited Thompson with greatly enhancing her vocal range and teaching her how to move.

116 *assignments on Lost in a Harem*: In the spring of 1944, Kay provided vocal arrangements, additional lyrics, vocal coaching and choral direction on *Lost in a Harem* starring Bud Abbott and Lou Costello (the No. 1 boxoffice comedy team, on loan-out from Universal Pictures), Marilyn Maxwell (*Swing Fever*), John Conte (as “Prince Ramo,” a role originally intended for Desi Arnaz), and Jimmy Dorsey and His Orchestra. It just so happened that Maxwell had caught the roving eye of Frank Sinatra, even though he was a married man with two children. Because Kay was separately coaching the star-crossed lovers that same spring, she occasionally acted as a go-between, with her Garden of Allah residence apparently providing a natural rendezvous destination. Although Kay’s work on the songs for *Lost in a Harem* went uncredited, a March 1944 item in *The Hollywood Reporter* confirmed that she was working on the “Sons of the Desert” number. As additional proof, an original lyric sheet for “Sons of the Desert,” dated March 15, 1944, reads: “Music by Sammy Fain; Words by Ralph Freed; Patter Lyrics by Kay Thompson.” Prerecorded on March 21, June 14 and July 18, “Sons of the Desert” was sung by John Conte and accompanied by Kay’s large chorus that included Ralph Blane, Phil Neely, J. D. Jewkes, David Marshall, Randolph Symonette, Freeman High, and the new Seckler Quartet (four singers formerly with Six Hits and a Miss: Bill Seckler, Mack McLean, Marvin Bailey, Justin Conlon). The only other vocal number that was included

in the final cut of *Lost in a Harem* was “What Does It Take?” (Don Raye-Gene De Paul), sung by Marilyn Maxwell, vocal arrangement and coaching by Kay Thompson (recorded March 24). Kay provided the vocal arrangements for three more songs that were prerecorded but ended up on the cutting room floor: “It Is Written” (Don Raye-Gene De Paul), sung by John Conte and Marilyn Maxwell (recorded March 24); “I Know It’s Wrong” (Don Raye-Gene De Paul), sung by Marilyn Maxwell with Jimmy Dorsey and His Orchestra (recorded May 8); and “Nocha de Ronda” (Maria Theresa Lara), sung by John Conte, Marilyn Maxwell with Jimmy Dorsey and His Orchestra (recorded April 21). The last two are available on the 1998 CD collection *Tommy & Jimmy Dorsey: Swingin’ in Hollywood*. Orchestrations were divvied up among Johnny Green, Lennie Hayton, George Bassman, Ted Duncan and Herbert Stothart. Following Kay’s work on *Hit the Ice* (Universal, 1943), *Lost in a Harem* was her *second* Abbott and Costello picture—and the association would continue with at least the latter half of the comedy duo. While working on *Lost in a Harem*, Lou Costello was secretly bankrolling another film. On April 16, 1944, *The New York Times* reported, “Fully recovered from the illness which kept him out of films for fifteen months, Lou Costello appears to be making up for lost time. Busy by day with his partner, Bud Abbott, in antics for their MGM picture *Lost in a Harem*, the rotund comic spends his evenings at the Monogram studio where Biltmore Productions are producing *A Wave, a WAC and a Marine*.” The behind-the-scenes intrigue, however, was thicker than the plot of the film in question. The *Times* report explained, “Originally it was the comedian’s [Lou Costello’s] intention to direct [*A Wave, a WAC and a Marine*] under the name ‘Lucas Tello,’ but Universal, to whom the comedy boys are under contract, objected even to the extent of making known its displeasure in trade paper advertising.” Consequently, a shell company, Biltmore Productions, was formed by Sebastian Cristillo, the father of Lou Costello, and Edward Sherman, Abbott and Costello’s business manager. Cristillo took the title of executive producer, Sherman became the producer of record and Phil Karlstein (*Werewolf of London, Invisible Man Returns*) was hired as the picture’s official director. Appearances might have been deceiving, however, because not one foot of film was shot without Lou Costello’s presence on the set. *The New York Times* revealed that the movie’s nocturnal shooting schedule had been arranged so that Lou could “be on hand to sit in on story conferences, supply a comedy gag or give a bit of advice wherever and whenever necessary.” And, to help out with the movies’ musical numbers, Lou enlisted the aid of kindred rebel Kay Thompson who likewise refused to be limited by pesky exclusivity clauses. Filmed from April 6 to early May 1944, *A Wave, a WAC and a Marine* starred comedian Henny Youngman (his film debut), Elyse Knox (future mother of actor Mark Harmon), plus an appearance by Thompson’s darlings, the Music Maids (Alice Sizer Ludes, Patt Hyatt, Denny Wilson, and newcomer Bonnie McRaven) singing Kay’s uncredited arrangement of “Time Will Tell” (Eddie Cherkose-Jacques Press) backed by Freddie Rich and His Orchestra (borrowed from NBC’s *The Abbott & Costello Radio Show*). Additionally, Kay contributed the very Thompsonian vocal arrangements for “Yes, I Love My G.I. Guy,” performed by Connie Haines (a regular singer on *The Abbott & Costello Radio Show*), and the finale number, “Carry On” (Cherkose-Press), featuring a large off-screen choir that included the Music Maids. Through it all, the Metro Gestapo was apparently none the wiser—or chose to look the other way. *New York Times*, 4/16/1944; *Tommy & Jimmy Dorsey: Swingin’ In Hollywood*, 1998, Turner Classic Movies Music / Rhino Movie Music R2 75283. CD Produced by George Feltenstein & Bradley Flanagan. Liner notes

by Will Friedwald; Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films 1941–1950*. Berkeley: University of California Press, 1971, page 1413; and, from the *Lost in a Harem* recording logs, music index card, and the lyric sheet for “Sons of the Desert” (from *Lost in a Harem*), dated 3/15/1944, “Music by Sammy Fain; Words by Ralph Freed; Patter Lyrics by Kay Thompson,” archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

116 Thrill of a Romance: From July to November 1944, Kay intermittently lent a hand to *Thrill of a Romance* for producer Joe Pasternak, directed by Richard Thorpe (*Two Girls and a Sailor*), starring Van Johnson, Esther Williams (in a role originally intended for Kathryn Grayson), Tommy Dorsey and His Orchestra, plus the motion picture debut of Metropolitan Opera star Lauritz Melchior. An August 31, 1944, memo to Roger Edens from music department watch dog Izzy Friedman noted: “In checking with Kay Thompson, I have been advised that she is now working on [*Ziegfeld Follies*] Routine Number Nine “There’s Beauty Everywhere”—doing background work; and also working on *Thrill of a Romance*, so under these conditions I must charge her half time to you and half time to *Thrill of a Romance* as long as she is doing work on *Ziegfeld Follies*.” The idea to assign Kay to *Thrill of a Romance* may have come from Louis B. Mayer himself. It was Mayer who had recruited opera star James Melton to appear in *Ziegfeld Follies*, a merger that Kay Thompson helped maximize to Mayer’s great satisfaction. Repeating the strategy, Mayer had snagged the Met’s Lauritz Melchior to add some longhaired class to *Thrill of a Romance*, so it seems quite likely that Mayer expected Thompson to work her magic again. A rousing standout among Melchior’s seven numbers in the picture was “Vive l’Amour,” an adaptation of the traditional sing-along folk song with the familiar refrain, “Vive la, vive la, vive l’amour. Vive la, vive la, vive l’amour. Vive l’amour, vive l’amour. Vive la compagnie!” From a music arrangement by Thompson and Georgie Stoll and new verse lyrics by Thompson and Ralph Blane, the number was recorded on September 9, 1944, sung by Lauritz Melchior with Kay’s large MGM chorus including Ralph Blane, Dick Williams, and the King Sisters, and orchestra was conducted by Georgie Stoll. At the time of the movie’s release in May 1945, sheet music was issued of Kay’s version of “Vive l’Amour” featuring a photo of Melchior. Even though she was named on the published chart, Kay received no credit in the film itself. Lauritz Melchior was an unconventional choice for movie stardom. Born in Denmark in 1890, he was past his prime, rotund, and effete. In *The Vinyl Closet: Gays in the Music World*, author Boze Hadleigh stated: “Although he strained endlessly to present a heterosexual image, Melchior was one of the two great loves of British writer Hugh Walpole, who became his patron in return for services rendered.” Melchior was also linked with one of Tennessee Williams’ favorite writers, Hart Crane. Hadleigh added: “After he began living off the fat of Hollywood land, Melchior was described as ‘Sophie Tucker in a suit.’ As his girth and reputation grew, he dropped his male lovers and eventually acquired three wives and two kids. Even so, Peter Lawford, who co-starred [with Melchior] in *Two Sisters from Boston* (MGM, 1946), later revealed that the great Dane had more than once pinched his bottom!” Kay contributed vocal arrangements for three songs recorded by Tommy Dorsey and His Orchestra for *Thrill of a Romance*: “I Should Care” (Axel Stordahl-Paul Weston-Sammy Cahn) with vocal by Bob Allen (Kay’s 1937 colleague with Hal Kemp’s band on *It’s Chesterfield Time*); “Hungarian Rhapsody” / “The Guy with the Slide

Trombone” performed by 15-year-old pianist Helene Stanley as “Susan Dorsey,” Tommy Dorsey’s fictional silver screen daughter, who begins by keyboarding a classical number that, à la Hazel Scott, rips into a boogie-woogie jam, which Helene also sings; and “Please Don’t Say No, Say Maybe” (Ralph Freed-Sammy Fain) sung by Lauritz Melchior with Kay’s large MGM chorus (including Ralph Blane) at the climax. Hadleigh, Boze. *The Vinyl Closet: Gays in the Music World*. San Diego, CA: Los Hombres Press, 1991, page 64; and, from the Arthur Freed Collection and the *Thrill of a Romance* recording log archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

116 Music for Millions: Kay worked briefly on *Music for Millions* (MGM, 1944) starring Margaret O’Brien, June Allyson, Jimmy Durante, and Marsha Hunt, produced by Joe Pasternak. Kay arranged and directed her MGM choir (including Six Hits and a Miss) for two numbers: “Hallelujah Chorus” (Handel) with José Iturbi conducting the orchestra (recorded 5/13/1944); and “Umbriago” (Jimmy Durante-Irving Caesar) sung by Jimmy Durante (recorded 8/2/1944). The Durante number was also recorded for Decca Records on 7/26/1944, performed by Durante with Six Hits and a Miss.

116 Week-End at the Waldorf: After producer Arthur Hornblow Jr. hit the jackpot with *Gaslight* (MGM, 1944), his very next production was *Week-End at the Waldorf* (MGM, 1945) adapted from the 1929 German novel *Menschen im Hotel* (*People in a Hotel*), by Austrian writer Hedwig “Vicki” Baum, the same book on which *Grand Hotel* (MGM, 1932) was based. The director was veteran Robert Z. Leonard, nicknamed “Pops” because of his massive resume of over 140 pictures dating back to 1913, including *The Great Ziegfeld* (MGM, 1936) and *Ziegfeld Girl* (MGM, 1941). In April 1944, *The Hollywood Reporter* had announced that Judy Garland would star in *Week-End at the Waldorf*, but that never came to pass. Populating the famous Waldorf-Astoria Hotel in New York City (interiors duplicated on MGM stages) would be an all-star cast including Ginger Rogers (as “The Actress”), Lana Turner (as “The Stenographer”), Walter Pidgeon (as “The War Correspondent”), Van Johnson (as a soldier with shrapnel lodged near his heart, spending his last weekend before dangerous surgery), Edward Arnold (“The Businessman”), Keenan Wynn (“The Rookie Reporter”), Robert Benchley (as “Randy Morton, New York’s most widely read columnist”), and Xavier Cugat and His Orchestra (as themselves). Charles Walters was the dance director, Johnny Green was the musical director, Ted Duncan did the orchestrations and Kay was credited for “choral arrangement.” The theme song, “Week-End at the Waldorf” (Johnny Green-Hugh Martin-Ralph Blane), was intended as a vocal for the opening titles. “We have a demo recording of Kay singing ‘Week-End at the Waldorf’ with Johnny Green and Irving Aaronson playing two pianos,” said George Feltenstein, who oversees the MGM vault. This rare Thompson vocal, recorded December 8, 1944, was released for the first time on Feltenstein’s 2006 expanded CD box set of *That’s Entertainment! The Ultimate Anthology of MGM Musicals*. Another version of “Week-End at the Waldorf,” featuring a lead vocal by Ralph Blane, was recorded as well, but, ultimately, only the instrumental orchestration made it into the final film. Kay’s work was evident in “Guadalajara” (Pepe Guizar), the one big nightclub production number in movie, sung and danced by Lina Romay (as “Juanita”), accompanied by Xavier Cugat and His Orchestra (recorded December 18, 1944). Adapted by Sammy Fain and Ted Koehler from the traditional

Mexican rhapsody, Kay added lyrics and her large chorus (including Ralph Blane). To bridge the language barrier, Antonio Morales was paid \$125 for one week beginning December 12, 1944, as “Vocal Assistant to Kay Thompson in Spanish Lyrics for ‘Quadalajara.’” Today, *Week-End at the Waldorf* can be seen on a glass-encased television screen in the lobby at the Waldorf-Astoria Hotel, continuously playing year-round, 7 days a week, 24 hours a day. The rare Kay Thompson vocal demo of “Week-End at the Waldorf” was released for the first time on the 2006 expanded CD box set of *That’s Entertainment! The Ultimate Anthology of MGM Musicals* (Turner Classics Movie Music/Rhino Movie Music, R2-73192). The CD liner notes erroneously listed the recording date as “7/18/1941,” and that “Ralph Blane” was the second pianist. However, it has been confirmed that the recording date was “12/8/1944” and that the second pianist was “Irving Aaronson.” An alternate take of Thompson’s vocal was licensed for the three-CD collection *Think Pink! A Kay Thompson Party* (Sepia Records 1135), released in the UK in 2009. *USA Today*, 1/17/2006; Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films 1941–1950*. Berkeley: University of California Press, 1971, page 2731; and, from the *Week-End at the Waldorf* recording log and the “Ralph Blane” and “Antonio Morales” employment index cards archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

116 *Her Highness and the Bellboy*: Like *Week-End at the Waldorf*, *Her Highness and the Bellboy* (MGM, 1945) also took place in an elegant New York hotel, the kind of setting later associated with Kay and her alter ego, Eloise. In fact, as depicted in *Her Highness and the Bellboy*, the fictional “Eaton Hotel, overlooking Central Park” is a thinly disguised version of The Plaza, which Kay later used as the home of Eloise and frequently as her own real-life residence. And it is no mere coincidence that the Bellboy of the title, played by Robert Walker, walks a guest’s pug dog through Central Park—a canine that bears a striking resemblance to Eloise’s own pet pug, Weenie, and Kay’s real-life pet pug, Fenice. Directed by Richard Thorpe (*Two Girls and a Sailor*, *Thrill of a Romance*), *Her Highness and the Bellboy* was yet another Joe Pasternak production that utilized Kay’s services in conjunction with Music Director Georgie Stoll. The movie starred Hedy Lamarr, Robert Walker, June Allyson, “Rags” Ragland, and the Spiers’ very close friend, Agnes Moorehead, as “Countess Zoe.” Kay’s large choir sang “Honey” (Haven Gillespie-Seymour Simons-Richard A. Whiting) for the opening and ending titles, as well as during the climax of a fantasy bit. George Feltenstein observed: “*Her Highness and the Bellboy* has this dream sequence where June Allyson falls asleep and the lyrics go, ‘I’m in love with you, honey.’ It’s the same kind of crazy female harmonies like in “Here’s to the Girls” in *Ziegfeld Follies*, the same kind of feel.” Kay also arranged and conducted the Dreamers singing a pop rendition of “Honey” heard in the movie coming over a radio as June Allyson sings along to the broadcast (Under Kay’s direction, Allyson’s singing voice was dubbed by Patt Hyatt of the Music Maids). Now a quintet, the current members of the Dreamers were Leonard Bluett, General White, James Shaw, Charles Gross, and a new kid on the block named Joe Adams. “Joe didn’t last very long with us,” Bluett chuckled. “He went on to manage Ray Charles for 45 years and is now very, very rich. He’s got fourteen Rolls Royces in his driveway.” Recorded on various dates between December 28, 1944, and April 27, 1945. From the *Her Highness and the*

Bellboy recording log archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

116 *The Clock*: Unusual both for the Freed Unit and Judy Garland, *The Clock* was not a musical, but rather a straight forward drama about the romance that develops between a girl (Garland) and a soldier (Robert Walker) during his two-day leave from military service. *The Clock* was considered a transitional film for Judy, breaking away from teenage roles to play a young woman. By the end of the movie, Judy's character marries the soldier and they consummate their union before he must return to military duty. Vincent Minnelli masterfully directed the film with extraordinary subtly and genuine emotion that stills packs a wallop today. MGM's sweet girl-next-door was finally being allowed to grow up. For the record, however, *The Clock* was filmed *after* Judy's sizzling performance in "A Great Lady Has an Interview" for *Ziegfeld Follies*, but the public would have to wait another year for that eye-opener to be released. Perhaps putting *The Clock* out first helped ease the shock. In a November 14, 1944, memo to Nat Finston (head of the MGM Music Department), composer-orchestrator George Bassman requested "the services of Kay Thompson to assist on the vocal arrangements of 'Whispering' and 'I Never Knew'" for *The Clock*. The next day, Thompson found the following Finston missive in her inbox: "Per discussion with Arthur Freed and as per understanding, your assignment will be *The Clock*. This is to commence immediately. For Production Records and Music Department Records, kindly advise Izzy Friedman of your progress. George Bassman has been assigned as Scorer for this picture." Recorded on December 20, 1944, a harmony ballad called "Whispering" was sung by a female trio formed by Kay: Marion Doenges (Kay's sister), Mary Moder, and Jeanne Dunne. The song is heard coming over a radio in a milk truck driven by James Gleason (*Manhattan Merry-Go-Round*) who gives Judy Garland and Robert Walker a lift. Kay also provided the choral arrangements that accompany the background score by George Bassman. Most memorably, she provided the ethereal choral embellishment for the pivotal moment leading up to the first kiss between Garland and Walker, reprised at the finale of the motion picture. Kay also arranged and conducted the vocals for three songs that were recorded but ultimately shelved: "I Never Knew" sung by Andy Williams, Bob Williams, Joe Karnes, Henry Kruse, Mack McLean, Charles Schrouder and Judy Matson; "Don't Blame Me" sung by Kay's former Rhythm Singer, Louie Jean Norman; and "Don't Get Round Much Anymore" sung by Margaret Whiting. From the Arthur Freed Collection and *The Clock* recording log archived in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

116 *Yolanda and the Thief*: Following *The Clock*, Vincent Minnelli segued into directing *Yolanda and the Thief* starring Fred Astaire as a con man after the money of an heiress played by Lucille Bremer. For the songs composed by Arthur Freed and Harry Warren, Kay provided all the vocal arrangements and directed the choir, backed by Lennie Hayton's orchestra. On January 6, 1945, Kay brought in her sister, Marion Doenges, and two Music Maid vets, Patt Hyatt and Trudy Erwin, to record audition demos to be the singing voice for Lucille Bremer. Trudy won the gig but one day earlier, Marion had passed the test to dub Cyd Charisse's chirping in *The Harvey Girls*. They couldn't very well have Bremer and Charisse with the exact same singing voice, now could they? Marion still ended up being heard on the *Yolanda* soundtrack, though. Kay

had her do some specialty lines for “This is a Day for Love” (recorded February 6-7), a song which also featured Maury Rubens’ Children’s Choir. Dance Director Eugene Loring collaborated with Fred Astaire on the choreography, a teaming that would be repeated years later for *Funny Face*. However, this was not the only legacy of *Yolanda and the Thief* that would resonate in Kay’s future. Few people are aware of just how influential this movie was on Kay’s development of the *Eloise* books. According to *Eloise* artist Hilary Knight, “Kay and I had a favorite movie, the old Fred Astaire film, *Yolanda and the Thief*. In it was a character actress named Mildred Natwick—[as] an eccentric woman who wasn’t British, but she said everything three times.” Natwick played “Aunt Amarillo,” and she greeted her niece, “Yolanda,” played by Lucille Bremer, to the sprawling family estate by saying, “Welcome to the home that has been waiting waiting waiting for the sound of your sweet voice.” Then she urges the servants to “Hurry hurry hurry!” and “March march march!” Anyone familiar with Kay Thompson’s *Eloise* books will instantly recognize that Natwick’s “Aunt Amarillo” talks a lot like “Nanny,” *Eloise*’s caretaker who likewise speaks in threes. Just as *Her Highness and the Bellboy* served as one of the inspirations for *Eloise*’s pet dog, “Weenie,” *Yolanda and the Thief* provided the prototype for “Nanny.” And not coincidentally, at Kay’s personal request, Mildred Natwick would later play “Nanny” in the 1956 *Playhouse 90* production of “*Eloise*.” Eyebrows may elevate considerably further at the revelation that Aunt Amarillo’s triple-speak quirk, co-opted by Kay for Nanny, was originally dreamed up by Ludwig Bemelmans, author of the *Madeline* children’s books—*Eloise*’s progenitor and literary rival. *Yolanda and the Thief* was based on a short story published in the June 1943 issue of *Town and Country* by Ludwig Bemelmans and Jacques Thery. Bemelmans had been hired by MGM to develop a script of *Yolanda*, but after several months, it appeared that he had accomplished little more than decorating his office. Arthur Freed’s secretary Peggy Rea explained: “One day the young Italian man who was in charge of maintenance at the Thalberg Building—August Spatafore, I think—he called me and said, ‘Peggy, I have to talk to Mr. Freed right away. It’s an emergency.’ I said, ‘August, he’s in New York. Now, what’s the matter?’ And he said, ‘Well, I’ve got to talk to him because this Bemelmans person has ruined his office.’ So I said, ‘Auggie, don’t you touch a thing. Not a thing.’ And he said, ‘But I gotta—’ and I said, ‘No! Now you leave that office the way it is. I’ll go down and see it.’ Well, I went down to see it and there it was. Murals all over the white walls. On the right hand side, there was Leo the Lion and his lady. Leo was in a top hat and she was in a diamond choker. They were doing it—to each other, you know? On the left wall! Tigers were doing it. These offices were nothing but a plain white room with a desk, two chairs and a hat rack, with a window looking out to Culver Boulevard. On both sides of the window, painted on the wall, were these charming black iron picture frames with little French scenes. Charming little French scenes. Then you turn around—oh my God—and the hat rack had at least six or eight toile hats in pastel colors hanging on it. And then you turned to go out and on the walls by the door were more black iron picture frames with little scenes in them. And on the door was an outline of Ludwig, he was quite portly, with a tiny little dog on a leash, relieving itself on the door. I just... I’ll never forget it. I called everybody in the Freed Unit. ‘You gotta get down here!’ And I said, ‘Now keep the key because I told Auggie not to touch it.’ Roger said, ‘Oh my God, L. B. will tear it down and sell the walls.’” Needless to say, Bemelmans did not last long at the studio. “For a couple of years,” Peggy added, “there was such a waiting list for the use of that office.” Sadly though, it

was eventually painted over, back to that creative shade of white. A couple of years later, Bemelmans was commissioned to paint murals in a lounge at the Carlyle Hotel in Manhattan; his fantastical depiction of Central Park inhabited by picnicking rabbits, elephants and a menagerie of other animals became the centerpiece of “Bemelmans’ Bar,” a landmark New York watering hole. Regarding *Yolanda*, the question remained whether Bemelmans came up with the idea for Aunt Amarillo to speak in triplets. Upon inspection of the original magazine source material, the character had not yet developed a predilection for babbling threesomes. After scouring the numerous versions of *Yolanda* treatments and scripts on file in the Arthur Freed and MGM Collections at the University of Southern California Library, Aunt Amarillo’s speaking-in-threes only turns up in the final shooting script dated December 27, 1944. According to the *AFI Catalog of Motion Pictures, 1941-1950*, claims, “The final draft of the screenplay was written by Irving Brecher, with help from Bemelmans.” There is one other story about *Yolanda and the Thief* that Kay mentioned in an interview with Hugh Fordin: “Lucille [Bremer] was in the bathtub [set]. All of a sudden—‘Aargh!’” Vincente Minnelli flew into a rage with Arthur Freed. “It was something,” Kay continued. “God! ‘Italian son of a bitch.’ ‘Jewish son of a bitch.’ ‘Hebe.’ ‘Wop.’ I mean, the hatred of the world. Ugh! And Judy [Garland], just at the height of it, came in [to visit]—she was going with Vincente, you know, madly in love—and she came in, thin thin thin, looking marvelous in her little Harvey Girl outfit, all smiling and started to say, ‘Hello darling,’ and heard this [tantrum] and just turned and ran out with Lennie [Hayton] and me... [We] just flew off that stage. We literally ran. Ran over to *Harvey Girls*. ‘Let’s just get out of this!’ God! Terrifying.” *New York Post*, 11/2/2002; Excerpt from taped interview of Peggy Rea by John Scheinfeld conducted 2/16/1990. Courtesy of John Scheinfeld; Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films, 1941–1950*. Berkeley: University of California Press, 1971, listing for *Yolanda and the Thief*; and, from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

116 *Yolanda and the Thief*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), the list of Thompson’s projects concluded with “...*Her Highness and the Bellboy, The Clock, and Yolanda and the Thief*.” Subsequently, the author discovered and verified that Thompson had also worked on the music arrangements for three Tom & Jerry cartoons, so, the following line should be adjusted to read as follows: “...*Her Highness and the Bellboy, The Clock, Yolanda and the Thief, and three Tom & Jerry cartoons*.”

116 *juggling all of this*: Because of her enormous workload at MGM, Kay was eventually given a full-time assistant by the name of Gerry Dolin, whom she mentored to become an arranger, choral director and accompanist in his own right. After Kay left MGM in 1947, Dolin became Frank Loesser’s assistant and served as the choral director for Loesser’s hit Broadway musical *Where’s Charley* (St. James Theatre, 10/11/1948-9/9/1950) starring Ray Bolger in the role that won him the 1949 Tony Award for Best Actor in a Musical. Dolin would repeat the task for the 1952 Warner Brothers movie adaptation, also starring Bolger. Dolin is perhaps best remembered, however, as the indispensable accompanist and arranger for a long list of singing stars including Eleanor Powell, Esther Williams,

Eartha Kitt, and Betty Garrett. In her autobiography, Garrett wrote: “My favorite Gerry Dolin story is about the time they were getting ready to record the soundtrack for *Neptune’s Daughter* [(MGM, 1949)]. In those days, they just didn’t think to use a person’s voice unless they were ‘a singer’ so Jack Cummings, the producer of the movie, came to Gerry and said, ‘Find some singers in the studio who can be the voices of Esther Williams and Ricardo Montalban in ‘Baby, It’s Cold Outside’ [(Frank Loesser)].’ Gerry was friendly with Esther and Ricardo and he thought they had nice voices and could sing their own songs. So he rehearsed them, made a recording, and took it to Cummings. ‘I think I’ve got just the people to dub for Esther and Ricardo.’ Cummings heard the record and said, ‘That’s fantastic. They sing so well and they sound just like Esther and Ricardo.’ ‘It is Esther and Ricardo,’ Gerry said. Cummings was so mad he never spoke to Gerry again.” A chain smoker, Gerry died in the early 1990s from emphysema. Garrett, Betty with Ron Rapoport. *Betty Garrett and Other Songs*. Lanham, Maryland: Madison Books, 1998, page 114; and, from a list of “Music Department Personnel,” dated April 1946, that includes “Jerry Dolin” as “Ass’t to Kay Thompson,” from the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Dolin is listed variously as “Gerald L. Dolin,” “Gerry Dolin,” “Jerry Dolin” and “Gerry Dolan.” Betty Garrett, a close friend and colleague of Dolin, spelled his name “Gerry Dolin” throughout her autobiography.

116 *Spier was laid up*: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 222.

116 “*insidious ideas*”: *Tune In*, 7/1944.

116 “*If I have one more*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 223.

117 *When Bill was back*: *Los Angeles Times*, 10/29/1944. The item erroneously lists “10580 Bellagio Road,” which is not an existing address. The Spiers’ true address of 11580 Bellagio Road was verified by several other sources, and to avoid further confusion, the numeric correction has been made here and duly noted.

117 *Horne’s star turn on Suspense*: On November 9, 1944, Lena Horne guest-starred on *Suspense* in episode entitled “You Were Wonderful.” Portraying a fictional nightclub chanteuse named Lorna Dean, Lena would perform three songs which Kay had arranged for the program: “Embraceable You” (George Gershwin-Ira Gershwin), “One Dozen Roses” (Lewis-Washburn-Jurgens-Donovan), and “America (My Country ’Tis of Thee)” (Samuel Francis Smith), backed by Lud Gluskin and His Orchestra. Written by Robert L. Richards, the plot revolved around how a singer discovers that her nightclub employer is actually a Nazi spy who was using song selections as a way to convey secret signals to an enemy submarine off the coast of Buenos Aires. A report in *Screen Romances* noted: “Lena Horne was given her first dramatic role in *Suspense*”—though the more obvious milestone was conveyed in the photograph that accompanied the blurb showing Lena, a African American woman, rehearsing with Bill Spier, her Caucasian director. This casting coup was not just an opportunity for a chanteuse to test her acting skills. Horne was the first African American star to headline the phenomenally popular radio show. In

those days, African Americans were rarely promoted as the top stars of anything other than “race” pictures made specifically for black audiences. Yes, a Best Supporting Actress Oscar had been awarded to Hattie McDaniel for *Gone With the Wind* (MGM, 1939) but it was for playing a “mammy” slave in a production that focused on Clark Gable and Vivian Leigh. More times than not, black actors were relegated to subservient roles in white-dominated Hollywood movies—and McDaniel was no exception. Lena Horne, on the other hand, refused to go along with that stereotype. In 1942, when she became the first black performer to be awarded a major studio contract, it was with the understanding that she would not be obligated to portray servants—a condition that handicapped her entrée into mainstream Hollywood movies. With the notable exceptions of *Cabin in the Sky* and *Stormy Weather* (both with primarily black casts), Lena’s screen appearances were often designed as standalone musical numbers that could easily be cut out in racist Southern markets that were not accepting of black performers. And so, when Kay Thompson suggested Lena for an episode of *Suspense*, Bill Spier knew he would encounter resistance. There were concerns that Roma Wines would pull its sponsorship, in addition to fears that certain Southern affiliates of CBS might preempt the broadcast altogether. But, with MGM on his side, Spier pressed forward with the plan, refusing to take “no” for an answer. “It was an event of terrific importance to Lena,” noted *Movieland* magazine, “for it was the first time a performance of hers was judged on merit alone; she was announced only as the star of the play, without reference to her race.” After all, the color of one’s skin was irrelevant on radio. However, even though Spier could have taken the easy route by having Horne portray a character whose race was never identified, instead, he brazenly chose to make a point of it. In the following exchange between Lena’s character, Lorna, and the villainous Nazi sympathizer, Mr. Harmon, race relations were front and center:

HARMON: I dare say [the war] has been disillusioning to a lot of people. Take your people in America, for instance. Not much for them to fight for, is there?

LORNA: Well, a lot of them are fighting, just the same.

HARMON: I dare say. Anything’s better than what they have at home, eh? Strange war, though. The Japanese now. I understand that they have certain very progressive policies towards the, uh, *colored* races.

LORNA: Except for the Chinese, I suppose.

HARMON: Yes, well, Chinese. Backward people, you know. Always have been Communists and so on. Continually just the same, all this race business.

LORNA: I suppose it is to some people.

HARMON: Or how about the Nazis? Cute devils. All this talk about a *master* race. Ha, ha! They don’t mean a word of it, you know.

LORNA: Can’t we talk about something else?

No doubt, the network and the sponsor wished the subject would be dropped but it wasn't long before the dialogue returned to polemic territory. When a friend named Johnny points out that this shady South American nightclub might be paying its singers with blood money, Lorna refuses to give up her job.

JOHNNY: You're really a cold-hearted dame, aren't ya?

LORNA: Listen, Johnny, I'm an entertainer because I like it. And because it's the only way I can make enough money to live halfway like a human being. With money, I can do what I want to do... more or less. I can live where I want to. Go where I want to. Be like other people... more or less. Do you know what even that much freedom means to someone like me, Johnny?

No whitewashing here. This broadcast was one of the most daring half-hour dramas of its time. Spier noted that in the *Suspense* studio, Lena “seemed so poised, so sure of herself and her every speech, so business-like in her approach to the role.” However, Horne’s composure was an act. “She was scared half to death,” Bill soon discovered. “Her hand, when she grabbed mine for encouragement, was ice cold. Part of it stemmed from nervousness, yes; every true artist is nervous about a performance. Most of it, however, came from her great anxiety to justify the chance which had been given her.” When contacted for this book in 2002, Lena Horne confirmed being “very nervous” doing her turn on *Suspense*, but she liked her director. “Bill was marvelous and intelligent. Anyone married to Kay would have to be strong. It takes a very intelligent man to marry a strong woman.” Without the Spiers’ courageous commitment to the cause, Lena’s big night on *Suspense* would never have happened. It was an especially memorable and proud evening for members of the black community who were glued to their radios in record numbers. It appears that nothing negative surfaced in the media, no doubt thanks in large part to MGM’s powerful public relations fixer, Howard Strickling, who routinely tried to keep racial censorship incidents out of the press. Reports after the fact were uniformly positive, with *Movieland* magazine declaring the response to be “phenomenal.” However, there must have been some ruffled feathers behind closed doors because Lena’s guest shot would be the *only* time a black star appeared on *Suspense* during its entire twenty-year run, from 1942 to 1962. Even so, Lena made good on her determination to shine. “She reminded me of a panther, with its strength all sheathed,” Spier rhapsodized after the broadcast. “Once I began to work with her, however, I soon discovered that added ingredient that makes you aware, not what a beautiful colored girl she is, but what a remarkable woman. And that’s what came over the air. Just as Dietrich, Orson Welles, or Charles Boyer are sharply profiled and different from the everyday hero or heroine, so Lena is different from the average, run-of-the-mill artist. Even the cadence and heft of her voice is highly personalized.” Horne certainly made an impression. The broadcast scared the bejesus out of her six-year-old daughter, Gail. “I was so frightened by the Nazis stalking [my mother] in the program,” Gail recalled, “that I hid under a glass coffee table (the way we did under our desks in school), much to the contemptuous amusement of my little brother. That same night Air Raid Warden [Humphrey] Bogart came rapping on our door to say that a light was shining through the blackout curtains. As far as I was concerned, real life was just like the movies.” *Screen Romances*, 3/1945; *Movieland*, 8/1945; Buckley, Gail Lumet. *The Hornes: An American Family*. New York: Plume

Books, 1987, page 191; and, dialogue transcribed from the *Suspense* installment “You Were Wonderful” (CBS-Radio, 11/9/1944), written by Robert L. Richards, produced and directed by William Spier, starring Lena Horne as Lorna Dean.

117 “*Oh God, what a night*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

117 “*I figured by this time*”: *Movieland*, 8/1945.

117 *Lena prompted the mob*: In an interview conducted by David Craig (husband of Nancy Walker from 1951-1992), Lena Horne explained that comedy was never part of her nightclub act until much later in her career: “When Kay and I used to clown around [at private Hollywood parties], she’d say, ‘You’re the best living room comic we ever had.’ But I had never dared do it in public. I was only able to be that way with people I was close to. They could see that side of me that nobody else ever saw.” Craig, David. *On Performing: A Handbook for Actors, Dancers, Singers on the Musical Stage*. New York: McGraw-Hill Book Co., 1987, pages 130-131.

117 “*just when everybody was*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

117 *Thompson and Ralph Blane*: Ibid.

117 “*Judy Garland and Peter Lawford*”: Ibid.

117 “*Kay would have no clue*”: Brenner, Marie. *Great Dames*. New York: Crown Publishers, 2000, page 131.

118 “*We had the most elegant*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

118 *Broadway Corned Beef Hash*: *Chicago Daily Tribune*, 7/12/1951.

118 “*All the parties were great*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

118 *event on the A-list calendar*: Marge Champion remembered Kay being a habitu  of Hollywood’s A-list party circuit: “As No l Coward once said, ‘She had a talent to amuse.’ Kay was always welcome at anybody’s party – and she was asked a lot because everybody wanted to see her perform. It was like Sammy Cahn and Jule Styne who had a talent for taking songs and writing special lyrics for people’s birthdays or anniversaries and so they were invited to everybody’s parties. But I don’t know how well any of us got to *really* know what made these people tick. You didn’t have conversations about politics

or religion. It was more about showbiz and maybe the traffic in Los Angeles. But we adored Kay—and Gower [Champion, Marge’s husband], in particular, absolutely revered her talent as a performer and her style of dance and movement.” From the author’s interview with Marge Champion.

118 *July Fourth at Villa Tramonto*: Joseph Cotten and his wife, Lenore Kipp, lived at 17800 Tramonto Drive, Pacific Palisades. *Stars and Stripes* (Darmstadt, Germany), 4/16/1976; Cotten, Joseph. *Vanity Will Get You Nowhere: An Autobiography*. San Francisco: Mercury House, 1987, page 124.

118 “*We had the Rams*”: *Stars and Stripes* (Darmstadt, Germany), 4/16/1976.

118 “*I would sing with Kay*”: Café Gala was located at 1114 Horn Avenue above Sunset Boulevard in West Hollywood, up the hill from the now-defunct Tower Records. After Café Gala folded, it became the now-defunct flagship location of Spago where Swifty Lazar held his famous Oscar parties.

118 “*We would just close down*”: Bogle, Donald. *Bright Boulevards, Bold Dreams: The Story of Black Hollywood*. New York: Ballantine Books, 2005, pages 254–55.

119 “*Judy Garland, Donald O’Connor*”: *Lowell Sun* (Lowell, Maine), 6/8/1959. Frances Edwards was a former hostess for the commissary on the MGM lot.

119 *Beneath all the merriment*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), the last two paragraphs of Chapter Four read as follows:

Beneath all the merriment, however, Thompson was tired of waiting for a shot on the silver screen, and her resentment was not always kept in check. In his unpublished memoir, jazz composer Alec Wilder observed that after Kay had been in Hollywood for a while, “a tougher, harsher, more cynical person” emerged.

Kay had reason to be cynical. Bolstering the careers of others was a bit-tersweet endeavor for someone who craved the spotlight so intently. But, for the time being, Kay had no choice but to submerge those feelings and bide her time.

Subsequently, the author discovered and verified that, around 1944-45, Kay Thompson’s husband, Bill Spier, directed and produced a musical-mystery radio series pilot entitled *Kay Thompson’s Club Midnight*. It was more or less a hybrid of his Kay Thompson *Forecast* pilot, “51 East 51” (CBS, 7/21/1941), and the Lena Horne episode of *Suspense*, “You Were Wonderful” (CBS, 11/9/1944), both set in nightclubs. *Kay Thompson’s Club Midnight* would feature weekly crime stories set in and around Club Midnight, a cabaret owned by Thompson, who was also the hostess, headliner, and amateur sleuth. Hardboiled plots would be interspersed with musical numbers by Thompson and various guest stars—presumably many of her MGM colleagues who were already populating *Suspense* on a regular basis. According to *Daily Variety*, 1/22/1945, the pilot for *Kay*

Thompson's Club Midnight was under consideration by the Philip Morris tobacco company for sponsorship (to replace its CBS quiz show parody *It Pays to Be Ignorant*), but the firm ultimately passed. No other sponsors took the bait, so the series never got off the ground. No recording of the pilot (nor copy of the script) has surfaced. SOURCES: The author's interview with Peggy Rea; *Daily Variety*, 2/15/1944 and 1/22/1945.

The author believes this pilot is another example of Kay's passionate desire to emerge from the shadows of "behind-the-scenes" work at MGM—and it also demonstrates how her aspirations for stardom were frustratingly stymied once again. The author felt these details were important indicators of Thompson's state of mind, so, the last two paragraphs of Chapter Four should be adjusted to read as follows:

Beneath all the merriment, however, Thompson envied the stars around her. Determined to boost her profile as an actress, she and her husband concocted a musical-mystery radio pilot entitled *Kay Thompson's Club Midnight*, a hybrid of the Thompson *Forecast* pilot, "51 East 51," and the Lena Horne episode of *Suspense*, "You Were Wonderful," both set in nightclubs. The idea was for Kay to play a cabaret star who solves crimes on the side—with big-name guest stars dropping by each week. Spier's golden imprimatur as director and producer made the project even more enticing. Nonetheless, no sponsors signed on, so the series never got on the air.

Feeling unappreciated and underutilized, Thompson's resentment mounted—and was not always kept in check. In his unpublished memoir, jazz composer Alec Wilder observed that after Kay had been in Hollywood for a while, "a tougher, harsher, more cynical person" emerged. She had reason to be cynical. Bolstering the careers of others was a bittersweet endeavor for someone who craved the spotlight so intently. But, stuck in a dead-end job, Kay had no choice but to submerge those feelings and bide her time.

119 "a tougher, harsher": Wilder, Alec. *Life Story*. Unpublished, circa 1971, pages 69–71. Typescript (189 pages) contained in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

Chapter Five: Friend of Dorothy

120 "*Kay is my best critic*": *Modern Screen*, 3/1947.

120 *Kay Thompson's contribution*: In addition to her embellishment of "On the Atchison, Topeka and the Sante Fe," Kay's stamp was all over *The Harvey Girls*. So much so that, according to various legal department memos regarding record sales royalties, Kay Thompson was officially listed as a co-writer on "Swing Your Partner 'Round and 'Round" (Harry Warren-Kay Thompson-Johnny Mercer) and "March of the Doagies" (Harry Warren-Kay Thompson). The latter song, nicknamed "Judy of Arc," was cut from the final film, but later included in *That's Entertainment! III* (MGM, 1994), as well as the original soundtrack CD, performed by Judy Garland and Kay's large studio chorus that

included Ralph Blane, Don Williams, Joe Karnes, Don Ellis, Eugene Dorian, Ginny O'Connor, and Frankie Laine. Kay also collaborated on a number entitled "Training Montage (The Train Must Be Fed)," a number performed by Edward Earle, Selena Royle, Marjorie Main, Joe Karnes (Kay's rehearsal pianist and key chorus member), and girl chorus (featuring call-outs by Judy Garland, Virginia O'Brien, Cyd Charisse and Elva Kellogg). Although the liner notes to the 1996 soundtrack CD credits "Training Montage" with "Music and Lyrics by Roger Edens, Conrad Salinger and Harry Warren," this appears to be erroneous. The actual lyric sheet for "Training Montage," found in the MGM music files, dated January 15, 1945, reads: "Music & Lyrics by Kay Thompson, Ralph Blane and Roger Edens." Additionally, Kay took several of Harry Warren's melodies and weaved them together into a big, brassy instrumental entitled "Ray Bolger Dance;" the original orchestration chart reads "by Harry Warren and Kay Thompson." Roger Edens hired Ray Bolger for *The Harvey Girls* to play a nerd who comes alive during a standout solo dance sequence. The casting choice was met with considerable skepticism. "Everybody thought [Bolger] would be terrible," Kay told writer Stephen M. Silverman. But, at Edens' request, Kay worked in concert with choreographer Bob Alton to fashion a frenetic instrumental "middleture" that would challenge Bolger to new heights of rubbery calisthenics, resulting in Bolger's most memorable screen time since playing the Scarecrow in *The Wizard of Oz*. "Ray Bolger...was *absolutely* wonderful in that part," Kay fondly recalled. "Absolutely fabulous." *The Harvey Girls* (R2-72151), Turner Classic Movies Music / Rhino Movie Music, CD released 1996; from the lyric sheet for "Training Montage" (from *Harvey Girls*), dated 1/15/1945, "Music & Lyrics by Kay Thompson, Ralph Blane and Roger Edens," found in the MGM Collection archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; and, from Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book, *Dancing on the Ceiling: Stanley Donen and His Movies*, New York: Alfred A. Knopf, 1996.

120 "screaming": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

121 "They're going to make me": Furia, Philip, and Michael Lasser. *America's Songs: The Stories behind the Songs of Broadway, Hollywood, and Tin Pan Alley*. New York: Routledge, 2006, page 210.

121 "What are you talking": Furia, Philip. *Skylark: The Life and Times of Johnny Mercer*. New York: St. Martin's Press, 2003, page 157.

121 "That number was just": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

121 *Garland at the mike: The Harvey Girls* opens with the ballad, "In the Valley (Where the Evenin' Sun Goes Down)," beautifully sung by Judy Garland. It is reprised later in the film as a duet between Garland and Kenny Baker. In recent years, an amazing

discovery was found in the MGM vaults: a demo recording of Judy Garland and Kay Thompson singing “In the Valley (Where the Evening Sun Goes Down),” accompanied on piano by Roger Edens (recorded April 23, 1945). It is the only known recording of Judy and Kay singing together and is happily available as supplemental material on the 1996 CD soundtrack of *The Harvey Girls* (Turner Classic Movies Music / Rhino Movie Music.R2-72151). The track was also licensed for the three-CD collection *Think Pink! A Kay Thompson Party* (Sepia Records 1135), released in the UK in 2009.

121 “*On Harvey Girls, Judy*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

121 *one of her largest choruses*: For the earlier sections of “On the Atchison, Topeka and the Santa Fe,” many members of the cast had to come in to record individual lines, including Virginia O’Brien, Marjorie Main, and Ray Bolger. And for the choral parts, Kay assembled one of her largest choruses ever, 40 strong. “I’m on the soundtrack for ‘On the Atchison, Topeka and the Santa Fe’ in *The Harvey Girls*,” recalled Andy Williams. “I still remember every note of that arrangement.” Recorded January 5, 6 and 8, 1945, the mammoth choir also included Don Williams, Bob Williams, the Music Maids (Patt Hyatt, Alice Ludes, Dottie Messmer, Trudy Erwin), Ralph Blane, Joe Karnes, Earl Brown, Loulie Jean Norman (former Rhythm Singer), Jimmie Garland (Judy’s older sister), Ginny O’Connor (later Mrs. Henry Mancini), Lee Gotch (formerly of Six Hits and a Miss), William Seckler (formerly of Six Hits and a Miss), Dorothy McCarty, Mary Moder, Jud Conlon, Dorothy Jackson, Judy Matson, Ruth Clark, Dorothy Wilkerson, Vivian Edwards, Kenneth Rundquist, Claude Martin, Arnet Amos, and Marion Doenges (Kay’s younger sister). *In Theater*, 4/26/1999; and, from *The Harvey Girls* music files in the MGM Collection archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

121 “*I learned that MGM*”: Lou Weiss, who later represented Kay in the mid-1950s when she was with the William Morris Agency, recalled, “Kay once told me that she picked Frankie Laine out of the chorus at Metro and said, ‘You’re different. You have something. You’re gonna be famous one day.’” And indeed, he was. Laine went on to become a major recording artist with hits such as “That’s My Desire” (1947), “Mule Train” (1949), “On Sunny Side of the Street” (1951), “I Believe” (1953) and “Moonlight Gambler” (1957). He may be best remembered, however, for his iconic theme songs for the hit television series *Rawhide* (CBS-TV, 1959-66), starring Clint Eastwood, and for Mel Brooks’ *Blazing Saddles* (Warner Brothers, 1974). Born in Chicago in 1913, Frankie Laine was the son of Al Capone’s barber. When he was just an altar boy, Frankie began singing in the choir at the Immaculate Conception Church which led to sporadic work on the vaudeville circuit as a singer and songwriter—though success remained elusive. At age 28, he chucked it all to work as a machinist in a Cleveland factory. During one graveyard shift, he was listening to a local radio program on WHK and heard a song by a trio known as the Barries (Lee, Sharon, and Linda Barrie). He was so taken with their sound, he contrived to meet them and promptly fell in love with Linda who became his

fiancée. In August 1943, when the trio got a contract to sing with Johnny Mercer on Capitol Records in Hollywood, Frankie quit his job and followed the girls to California. Initially, his plan was to manage the Barries but, after a painful break-up with Linda, he decided to push his own career as a singer again. “I learned that MGM was holding auditions for their all-male chorus,” Laine explained in his autobiography, “so I went over to Culver City and tried out for a lady named Kay Thompson. I did a jazz tune for her and she liked what she heard. As part of the chorus I sang background music on *The Harvey Girls*.” Contacted for this book in 2006, Laine elaborated, “Aside from chorus singing on that picture, Kay booked me to dub in the voice for a dancer—a great big guy—in ‘March of the Doagies.’” Thompson also gave Laine encouragement regarding his career. In an interview in the *Chicago Tribune*, Laine told writer Steven H. Scheuer, “Kay says to me now: ‘When the time is right and the place is right and other intangibles come together, you’ll make it. In the meantime, you go on doing whatever you can.’ So I keep on trying and when I miss I just say, ‘So it wasn’t the right time yet.’ That might be a defense mechanism, too... [but] I’m taking Kay Thompson’s advice: ‘When the time is right and the place is right.’” *Chicago Tribune*, 2/7/1959; Laine, Frankie, with Joseph F. Laredo. *That Lucky Old Son: The Autobiography of Frankie Laine*. Ventura: Pathfinder Publishing of California, 1993, pages 52-57.

121 “*to dub in the voice*”: From the author’s 2006 interview with Frankie Laine.

121 *changed her name to Marion (with an o)*: Marian Fink, Kay’s younger sister, changed her name to Marion (with an *o*) Doenges when she married an Air Force pilot named Robert Doenges on July 26, 1942. Marriage date courtesy of Jeffrey G. Fink Sr. (Kay’s nephew).

121 “*the librarian in the Music*”: A list titled “Music Department Personnel” dated April 1946 lists “Mary Thompson” as the secretary to George Schneider. Mary was, in fact, Marion Fink Doenges, Kay Thompson’s younger sister. Her address is listed as “617 North Alpine Drive, Beverly Hills.” From the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

121 “*hired Marion for \$100*”: From the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

121 *Cyd’s voice double*: Kay’s younger sister, Marion Doenges, dubbed Cyd Charisse’s parts in “It’s a Great Big World” with Judy Garland and Virginia O’Brien (recorded January 5, 1945) and “Wait and See” with Kenny Baker (recorded January 16, 1945), credited on the MGM recording logs as “Marion Doenges.” Because of the unfamiliar last name, not everyone aware that Doenges was Thompson’s sister, least of all Cyd Charisse who, when contacted for this book, was astonished to learn this fact. Charisse told *Vanity Fair* writer-at-large Marie Brenner that Kay was “a bundle of energy. I remember her flying by in the rehearsal hall with all this vivaciousness and energy – there was nobody more enthusiastic about everything than Kay.” Brenner, Marie. *Great Dames*. New York: Crown Publishers, 2000, page 131; and, from the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

122 *For Lansbury's vocal*: Virginia Rees dubbed the singing voices of Eleanor Powell in *Broadway Melody of 1940* (MGM, 1940) and Marlene Dietrich in *The Lady Is Willing* (Columbia, 1942). On the subject of *The Lady Is Willing*, Rees was quoted in *Classic Images*, “After one of [Dietrich’s] songs, Fred MacMurray, who starred opposite her, said something like, ‘I didn’t know you could sing.’ This got a big laugh from the preview audience because she had been just a hair off-key. I was in the choir in the background of the number in question, and Morris Stoloff [head of Columbia’s music department], who liked my work, asked me to dub Marlene.” For *The Harvey Girls*, Rees sang Angela Lansbury’s two big numbers, “Wait and See” and “Oh, You Kid,” in prerecording sessions directed by Kay Thompson on February 15, 1945. *Classic Images*, 11/1998.

122 “*It was all rather hush-hush*”: *Classic Images*, 11/1998.

122 “*Lansbury had been replaced*”: From the *Easy to Wed* trivia page on the NotStarring.com website (www.notstarring.com/movies/easy-to-wed).

122 *Lucille Ball lip-synching*: Prior to being dubbed by Virginia Rees in *Easy to Wed* (MGM, 1946), Lucille Ball’s singing voice had been dubbed by a variety of singers including Trudy Erwin for *Too Many Girls* (RKO, 1940), Martha Mears for *Du Barry Was a Lady* (MGM, 1943), and Gloria Grafton for *Meet the People* (MGM, 1944).

122 “*Lunch was divine*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

122 “*The clannishness of us*”: *Ibid.*

122 “*Kay used that voice*”: In addition to Angela Lansbury, a host of others claimed that Kay used her Eloise voice during her MGM days, including Skitch Henderson, Frankie Laine, Ginny O’Connor Mancini, Alice Sizer Ludes, and Leonard Bluett.

122 “*Until Bill gave Sinatra*”: Graham, Sheilah. *The Garden of Allah*. New York: Crown Publishers, 1970, page 202.

123 *premier radio director-producer*: At the height of his success with *Suspense*, Bill Spier became known as “Hitchcock of the Airwaves.” In fact, Alfred Hitchcock himself was an enthusiast of the series. Peggy Rea recalled, “Alfred Hitchcock was such a big fan of the show. For *Suspense*, we used very fine scripts, adaptations and stories. Hitchcock used to call at least once a month right as the show was going off the air. He’d call at the booth. I would answer and say, ‘Bill, it’s Mr. Hitchcock.’ Hitchcock would say, ‘Tell me again who wrote it. I want to talk to him.’” Hitchcock would later acquire the television rights to many of his favorite *Suspense* episodes for dramatization on *Alfred Hitchcock Presents*—including “Banquo’s Chair” (CBS-TV, May 9, 1959) which he directed himself. Grams, Jr., Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, NE: Morris Publishing, 1997, page 43; and, excerpt from taped interview with Peggy Rea by John Scheinfeld conducted 2/16/1990. Courtesy of John Scheinfeld.

123 *Spier had been hired*: *Vidette-Messenger* (Valparaiso, Indiana), 1/22/1945; *Sunday Times-Signal* (Zanesville, Ohio), 8/20/1944; *Screen Romances*, 3/1945; *Fresno Bee* (Fresno, California), 4/26/1946.

123 *frustratingly stymied*: Not only did Spier's movie ambitions hit a brick wall, his desire to launch *Kay Thompson's Club Midnight*, a new radio series starring his wife, did not pan out either.

123 *"honorably discharged"*: Jack Jenney enlisted in the navy on December 3, 1943, for two years of service. He was sent to the U.S. Naval Training Station in San Diego, where he was classified as "Petty Officer, third class, Truman Elliot (Jack Jenney) [sic; his birth name was Truman Elliott Jenney; his nickname was Jack], A. F. Co. 43-541." Unfortunately, his alcohol-ravaged body was not up to the physical rigors of boot camp. "Jenney was stricken with a fever shortly after he entered the service two months ago," reported *Down Beat*, 2/1/1944. After his convalescence, he was assigned to the Fleet Music School, where he earned the rating of musician third class. Then he was transferred to a base in Gulfport, Mississippi, where he earned the rating of apprentice seaman. However, after having served only nine months and three days—all on American soil—Jack was suddenly sent home on September 5, 1944. According to his honorable discharge certificate, Jack was "not physically qualified for enlistment" due to a "physical disability existing prior to enlistment." It further stated that Jack "does not require treatment or hospitalization" but "is not recommended for reenlistment." His weight at the time was listed as 141 pounds—skin and bones for a man five feet ten inches tall. Information from the honorable discharge certificate issued by the navy to Jack Jenney is courtesy of Jack Jenney's son, John Jenney, and John's half-brother, Frank Watson.

123 *Having declared bankruptcy*: Details of Jack Jenney's bankruptcy were reported in *Down Beat*, 9/15/1941. *The Harvey Girls* sessions are available on MCA Records' 1994 CD box set collection *Judy Garland: The Complete Decca Masters (Plus)* (MCAC4-11059).

123 *hospitalized with kidney failure*: *Jazz Journal*, 10/1996.

123 *"peritonitis after complications"*: Death certificate courtesy of Jack Jenney's son, John Jenney, and John's half-brother, Frank Watson. Jack's body was cremated. Other information is from Jack Jenney's obituary in *Down Beat*, 1/1/1946.

123 *duties on Easy to Wed*: Kay also worked on *Easy to Wed* (MGM, 1946), a musical remake of *Libeled Lady*, starring Van Johnson, Esther Williams and Lucille Ball, directed by Edward Buzzell and produced by Jack Cummings. Johnny Green, the musical director on the picture, routinely placed Ted Duncan in charge of orchestrations and Kay Thompson in charge of vocals—and this film would be no exception. The movie opened with a big production number, "The Continental Polka" (Johnny Green-Ralph Blane), performed by Lucille Ball and twelve chorus boys and girls. As mentioned earlier, Ball lip-synched to the singing voice of Virginia Rees, accompanied by a predominantly

female choir under Thompson's direction. Prerecorded on March 2 and 3, 1945, the song also included a manly verse featuring the quartet harmonies of Andy Williams, Joe Karnes, Lee Gotch, and Jud Conlon (Conlon was replaced by Leighton Noble on the second recording day)—although, for reasons unknown, this male section of the song was edited out of the final version used in the film. But that was the least of the cuts. Johnny Green and lyricist Ralph Blane collaborated on *four* more numbers for the picture, none of which were used: "Tell Ya What I'm Gonna Do," sung by Van Johnson and Jean Porter, prerecorded May 28, 1945, but cut after a test screening; "Gonna Fall in Love with You," intended for Van Johnson but never recorded; "Let's Get This Over With;" and "Continental Fan-Tan." Also cut was the Esther Williams-Van Johnson vocal version of "Toca tu Samba" (Raul Soler), prerecorded April 19, 1945. Instead, the song was assigned to Ethel Smith, the same novelty swing organist who had just appeared in *Bathing Beauty* and *Twice Blessed*. And, although a prerecording was made of "Vive Mexico" (Pedro Galindo), sung by Esther Williams with Thompson's large chorus (including Verlaine Jones and Barbara Whitson), it was replaced in the film by two versions of the same song performed by the strolling Guadalajara Trio (Mario Santos, L. Leyva, J. Castillon), first in a restaurant scene, and later reprised at the finale with Kay's choir. Two more numbers were planned for Esther Williams that bit the dust: "Guabina Chiquinquireña" (Bambuco); and "Can't I Do Anything But Swim" (Harriet Lee), a parody of Frank Sinatra's 1940 hit song, "Everything Happens to Me" (Tom Adair-Matt Dennis). Aside from "The Continental Polka," the only other big production number that made it into the final cut of *Easy to Wed* was "Boneca de Pixe" (Ary Barroso), sung by Esther Williams and Van Johnson with Thompson's large chorus, backed by Johnny Green's orchestra, featuring an organ solo by Ethel Smith, prerecorded April 19, 1945. Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films, 1941–1950*. Berkeley: University of California Press, 1971, production notes for *Easy to Wed*; and, from the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

123 *Twice Blessed*: Produced by Arthur L. Field and directed by Harry Beaumont, *Twice Blessed* was a starring vehicle for the twenty-two-year-old Wilde Twins, Lee and Lyn. "The film is predicated on a mistaken-identity gimmick," wrote Hal Erickson in *All Movie Guide*, "with 'typical' teenage girl Terry Turner (Lee Wilde) trading places with her high-IQ look-alike Stephanie Hale (Lyn Wilde)." Although the main titles credited David Snell for "Musical Direction," Earl Brent for "Musical Arrangements," and Wally Heglin for "Orchestrations," the trio got quite a bit of uncredited help from their superiors on the lot. Half of the score cues were composed by Lennie Hayton and many of the vocal and choral arrangements were done by Kay Thompson. Even Ralph Blane and Charles Walters got into the act by collaborating with Earl Brent on an instrumental jitterbug cue called "Stephanie Plays Jukebox." The studio initially wanted the four Williams Brothers to appear in the movie's big production number of "Lero-Lero / Bem Te Vi Atrevido" (Benedicto Lacerda- Eratosteres Frazão) but, at that time, Bob Williams was still serving in the military. So, settling on just a trio of brothers, Andy, Dick and Don Williams were each paid \$50 to prerecord the song, under Kay's coaching and direction, on February 15, 1945. (The very same day, the boys were used in Thompson's choir for some prerecording sessions for *The Harvey Girls*). Unfortunately, when it came

time to film the number, the Williams' appearance was nixed and, instead, the song was performed instrumentally on the organ by Ethel Smith (soon to be Mrs. Ralph Bellamy, from August 1945 to 1947). Smith had previously appeared in *Bathing Beauty* (MGM, 1944), in the role of the music teacher for which Kay Thompson had been screen-tested. (It is a bit startling in hind sight to realize that in Ethel Smith's short movie career, she managed to usurp screen time from both Kay Thompson *and* the Williams Brothers.) Smith's signature song, "Tico-Tico No Fubá," (Zequinha De Abreu-Ervin Drake), performed in *Bathing Beauty*, was released on Decca Records with "Lero-Lero / Bem Ti Vi Atrevido" from *Twice Blessed* as the B-side (Decca 23353). From the Williams Brothers' employment index card in the MGM music files archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

123 *and* Abbott and Costello in Hollywood: While completing work on *The Harvey Girls* and *Easy to Wed*, Kay began working on *Abbott and Costello in Hollywood* (MGM, 1945), produced by Martin A. Gosch and S. Sylvan Simon (who also directed the picture), starring Bud Abbott and Lou Costello, Frances Rafferty, Bob Stanton, and a cameo appearance by Lucille Ball as herself. On familiar turf, Thompson found herself arranging the vocals for several numbers composed by Hugh Martin and Ralph Blane. With no particular projects in mind, Hugh and Ralph had a whole backlog of songs just sitting on the shelf, waiting for the right opportunities to come along. This proved to be especially advantageous when Hugh was away serving in the Army, no longer available to collaborate with Ralph on a regular basis. So, when *Abbott and Costello in Hollywood* was in need of songs, Blane dusted off seven "new" Martin-Blane originals, adapting and/or completing the lyrics to fit the particular needs of the picture. Because Ralph was spending so much time with Kay, it is all but certain that she would have been influential in the finishing of those songs, especially given that she was officially in charge of their vocal arrangements. Two of the Martin-Blane songs—"I Like Love" and "Charm Against Trouble"—were dropped before they were recorded. Two more were recorded but ultimately not used: "The Cocabola Tree," sung by Lou Costello, Jean Porter and the Lyttle Sisters (Sally, Darlene, Dorothy and Sue Gourly), and "Shake Your Salt (On the Bluebird's Tail)," sung by former Music Maid Bobbie Canvin (dubbing for Frances Rafferty) and a male trio (Joe Karnes, Claude Martin, John Moss). The three songs that made it to the screen were: "I Hope the Band Keeps Playing," sung by Bob Stanton and the Lyttle Sisters; "As I Remember You," sung by Bob Stanton; and, last but not least, "Fun on the Wonderful Midway," sung by Bob Stanton, Bobbie Canvin (again dubbing for Rafferty), and Kay's large chorus. From the MGM Collection archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

123 *delirious choral arrangement*: Thanks to Thompson's delirious vocal treatment, "Fun on the Wonderful Midway" from *Abbott and Costello in Hollywood* is, for better or worse, the standout among them. Included as a bonus track on the Rhino / Handmade CD soundtrack of *Best Foot Forward* (Rhino RHMT 7774), "Fun on the Wonderful Midway" is startling to hear, if not at times painful. Kay's frantic choral eruptions spiral to outlandish heights that some might deem the nadir of her MGM output. Admittedly, played on its own, this track sounds above and beyond even Kay's own over-the-top benchmark. Only when heard in the context of the film itself is the breadth of Kay's genius evident. At the climax of the motion picture, a movie within the movie is being

shot at an amusement park—a big, frenetic musical number called “Fun on the Wonderful Midway”—while at the same time Lou Costello is being stalked by killers on a nearby rollercoaster ride. These disparate plotlines are rapidly crosscut, juxtaposing song-and-dance moves (choreographed by Charles Walters), Costello’s sight gags, killers closing in on their prey, and dizzying rollercoaster effects—in other words, Hitchcock on acid, with Kay’s nightmarish celestial choir shrieking every discordant note imaginable. In the annals of movie music madness, Kay’s shrill chorus for “Fun on the Wonderful Midway” may not be as famous as Bernard Herrmann’s screeching violins for the shower sequence in *Psycho*, but it is nonetheless spine tingling. Credit must also go to conductor George Bassman and orchestrator Robert Franklyn for this overlooked minor marvel, recorded May 16-18, 1945.

124 *a deal was struck*: A deal was signed on May 11, 1945, for Kay to be loaned out by MGM to Samuel Goldwyn for *The Kid from Brooklyn* (RKO, 1946), a Jule Styne-Sammy Cahn musical starring Danny Kaye, Virginia Mayo, Vera-Ellen, Lionel Stander, and Eve Arden, directed by Norman Z. McLeod (*Pennies from Heaven*, *Topper*). The letter of agreement between Trinity Productions, Inc. (Samuel Goldwyn) and Loew’s, Inc. (Metro-Goldwyn-Mayer) allowed “consent to use of the services of Catherine F. Spier, professionally known as Kay Thompson, as vocal arranger or music and/or lyrics and/or as a vocal coach.” Beginning retroactively on May 4, 1945, Kay would earn \$900.00 per week through May 15, 1945, and \$1050 per week beginning May 16, 1945 (the annual date of her MGM option renewal). Her assistant, Gerry Dolin, would also be hired by Goldwyn for the duration. Kay’s \$700 weekly salary from MGM would cease while she was being paid by Goldwyn, and it is likely that MGM charged her a commission off the higher sums she collected from Goldwyn. Based on the production schedule at that time, completion of Kay’s employment on *The Kid from Brooklyn* was expected to end on July 7, 1945, at which time she would go back on salary at MGM and be available for whatever assignments came her way. The timetable later proved to be optimistic. *The Kid from Brooklyn* began shooting on June 4, 1945, coincidentally the very last day of shooting on *The Harvey Girls*. Several non-musical scenes were filmed first while Kay helped prepare the songs for prerecording under the direction of music supervisor Louis Forbes (1902-1981; native of St. Louis, assistant music director for *Gone With the Wind*) and music conductor-arranger Carmen Dragon (1914-1984; composed score for *The Invasion of the Body Snatchers*). Prerecording sessions did not start until June 11, 1945. For her chorus, Kay brought along her latest pet singer, Frankie Laine, whom she had hired for *The Harvey Girls*. “Kay remembered me,” Laine recalled in his autobiography, “and would use me when a number called for a jazz treatment. In the Danny Kaye picture *The Kid from Brooklyn*, there’s a sequence where a fat guy is dancing with Vera Ellen and he sings about eight bars of music. Well, that’s my voice.” Marathon dance rehearsals, wholesale script changes and extensive re-shoots stretched the original production schedule from two months to five, with sporadic prerecording dates as needed. Contractually, Kay’s exclusivity to *The Kid from Brooklyn* ended before it was half finished. The wildly expanded schedule began to overlap Kay’s next assignments at MGM—*No Leave, No Love* for Joe Pasternak (starting in July) and *Till The Clouds Roll By* for the Freed Unit (starting in September)—but Kay was used to spreading herself thin. She thrived on it. Amazingly, MGM allowed her to continue working on *The Kid from Brooklyn* on a non-exclusive basis as long as it did not interfere with her primary

duties. Samuel Goldwyn not only accepted the condition but was willing to schedule recording sessions around Kay's availability. The first number to be recorded and filmed was "Hey, What's Your Name" (Jule Styne-Sammy Cahn), performed by Vera-Ellen in a nightclub with a male chorus. Primarily known as a dancer, Vera-Ellen did her own hoofing (choreographed by Bernard Pearce) but her pipes were dubbed by June Hutton (ditto "Bali Boogie" in *Wonder Man*). The jazzy, up-tempo tune was right up Kay's alley and she put her heart and soul into it. Her perfectionism is illustrated in an August 20, 1945, memo she wrote to Samuel Goldwyn:

Dear Mr. Goldwyn:

In the "Hey, What's Your Name" number there are three or four spots that I sincerely believe can be improved for several reasons—some technical. The diction is not what it should be and the construction in the last 36 bars is confused. On Wednesday, while the orchestra is here recording the Danny Kaye number, if you approve, we could re-record these three or four spots and make the "Hey, What's Your Name" number the really great one it should be instead of just the good one it now is. This is very difficult for me to put on paper and I would like very much to see you and tell you about it or talk to you on the phone tomorrow. I will give all my spare time and have already been over a great many times just to pursue this, because I want it to be the best thing I have ever done.

**Sincerely,
Kay Thompson**

The high energy arrangement for "Hey, What's Your Name," complete with strong and precise male harmonies, was just the sort of thing Kay would eventually find herself doing in real nightclubs with the Williams Brothers, but for now, the spotlight remained on Vera-Ellen. Also performed on the nightclub set was "You're the Cause of it All" (Jule Styne-Sammy Cahn), a pretty ballad sung by Virginia Mayo who, like Kay, was a native of St. Louis—and they had both attended Soldan High School, though Thompson was eleven years her senior. Additionally, Mayo warbled "I Love an Old Fashioned Song" (Jule Styne-Sammy Cahn) for a fancy garden party sequence that also was the setting for "Pavlova" (Sylvia Fine-Max Liebman), a big comedic Danny Kaye number with his signature machinegun patter and clown-like choreography. Cut from the film was Danny Kaye's other big song, "Biography Number" (Lester Lee-Jerry Seelen), originally performed on the nightclub set after his first boxing success, during which he sang and pantomimed the back-story of his life. Two Kay Thompson compositions never made it as far as the recording studio before script changes rendered them obsolete: "Talking Type Rhythmic Patter" (Music and lyrics by Kay Thompson), sheet music dated May 26, 1945, featuring such playful phraseology as, "You're a double cute cutie, a sweet patootie, you're a lambie pie;" and "Am I Smart?" (Kay Thompson-Sammy Kahn) that starts off with the words, "Am I smart? Am I wise? To be-lieve you really see stars in my eyes." Laine, Frankie, with Joseph F. Laredo. *That Lucky Old Son: The Autobiography of Frankie Laine*. Ventura, California: Pathfinder Publishing of California, 1993, page 57; and, from the Samuel Goldwyn Archives at the Academy of

Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall.

124 *a bevy of eighteen*: The Goldwyn Girls in *The Kid from Brooklyn* were Karen X. Gaylord, Vonne Lester, Betty Cargyle, Helen Kimball, Savona King, Ruth Valmy, Martha Montgomery, Virginia Thorpe, Joyce MacKenzie, Betty Alexander, Donna Hamilton, Jan Bryant, Kizmi Stefan, Diane Mumby, Shirley Ballard, Tyra Vaughn, Virginia Belmont, and Jean Cronin.

124 *to dub the singing voices*: With Kay Thompson's coaching, Peg La Centra replaced the singing voices of Ida Lupino in both *The Man I Love* (Warner Brothers, 1947) and *Escape Me Never* (Warner Brothers, 1947), and Susan Hayward in *Smash-Up: The Story of a Woman* (Universal, 1947). On the October 24, 1946, installment of *Suspense* (CBS-Radio), Kay herself replaced the singing voice of guest star Susan Hayward on "I've Got You Under My Skin." For more information, refer to endnotes for page 91, under the trailing phrase "*Thompson never appeared on the show.*"

124 "prize stint": *Los Angeles Times*, 12/25/1949.

124 "Each of them recited": Ibid.

124 *Kay expanded the introduction*: On May 29, 1945, Kay turned in her embellished version of "The Sunflower Song" (Jule Styne-Sammy Cahn, with additional words and music by Kay Thompson), with a new introduction as follows:

MATRON:

*Good Morning, Girls. At ease.
Whose underthings are these?
For that you inherit
The usual demerit
For some very special duties
We have chosen all you beauties
There is nothing that's too good for our clients
So our product they'll enjoy
The very best methods we employ
Our equipment features every new appliance.
It's air-conditioned – lubricated
Weather-stripped – and insulated
Termite-proof – and chromium-plated*

GIRLS:

It's the nth degree of science

MATRON:

Let it once again be stated

GIRLS:

It's the nth degree of science
Heigh Ya Ta Ho, Heigh Ya Ta Ho
Heigh Ya Ta Ho, It's off to work we go...
Good morning, good morning,
Good morning to you.

COWS:

Moo-moo-moo.

Although the Matron role was written in May, shooting of the part (played by Kay Thompson) did not commence until September 7, 1945. Ultimately, it was cut from the film. From the Samuel Goldwyn Archives at The Academy of Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall.

124 “*Do you want to be*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

124 “*I thought this man*”: Ibid.

125 *someone took the bait*: After the first hardback edition of this book was published by Simon & Schuster on November 2, 2010, the author discovered that, during her exclusivity at MGM as a vocal arranger, Kay Thompson had been screen-tested for the role of the music teacher in *Bathing Beauty*—though ultimately the part was given to Ethel Smith. Because of its importance, the following parenthetical line should be added to page 125: “(MGM screen tested Kay for the music teacher in *Bathing Beauty* but jazz organist Ethel Smith got the part.)” Here is a more detailed account: According to *Daily Variety*, 9/8/1943, producer Jack Cummings screen-tested Kay Thompson for the comic featured role of the music teacher at the all-girl Victoria College in *Mr. Co-ed*, the working title for *Bathing Beauty* (MGM, 1944), starring Red Skelton and Esther Williams. The teacher character was slated to sing a jazzy rendition of the traditional Irish folk song “Loch Lomond” (accompanied by her choir students); two novelty solo numbers; and a big production number with the cast. The role was ultimately awarded to jazz organist Ethel Smith, who performed “Tico-tico no fubá,” “By the Waters of Minnetonka,” “Loch Lomond” (with her co-eds), and “I’ll Take the High Note” (with Skelton, several other cast members, and Harry James and His Orchestra). Smith went on to perform novelty numbers in such movies as *Twice Blessed* (MGM, 1945) and *Easy to Wed* (MGM, 1946). For reasons we can only guess, Thompson’s potential as a screen personality was dismissed by the powers-that-be at MGM; she was never seriously considered for another role while under exclusive contract, from 1943 to 1947. After she left the studio in 1947 and became a nightclub sensation, the studio screen-tested her again in January 1949, with several projects in mind, though none came to fruition. In September 1955, she was tested a third time at MGM, auditioning for the role of the fashion magazine editor in *Wedding Day*. Studio head Dore Schary was not impressed and awarded the role to Dolores Gray. However, the project-in-development ended up being sold to Paramount in January 1956, where it was made under the title *Funny Face* with Thompson replacing Gray.

125 “*BOOM SHOT—on doors*”: From the Samuel Goldwyn Archives at the Academy of Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall.

125 “*Good morning, girls*”: Ibid.

125 “*Whose underthings*”: Ibid.

125 “*For some very special duties*”: Ibid.

125 *Eight takes to get it*: Ibid.

125 *sent to the media: Capitol News from Hollywood*, 11/1945.

125 *didn’t bother to remove*: Because Kay’s name does appear in the on-screen cast list as “The Matron,” countless references have perpetuated the misinformation that she appears in *The Kid from Brooklyn*, when, in fact, she does not.

125 “*The whole thing*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

125 “*Both girls were groomed*”: *Washington Post*, 12/8/1966.

126 “*She’s the one they kept*”: Ibid.

126 “*Mr. Katz was always*”: From the author’s 2007 interview with Mart Crowley.

126 *that Ilona Massey*: Ilona Massey had been signed to play Toni Karpathy, a singer with Xavier Cugat’s orchestra in *Holiday in Mexico*, produced by Joe Pasternak, directed by George Sidney, with choreography by Stanley Donen (who later directed Kay in *Funny Face*). The story revolved around fifteen-year-old Christine Evans (Jane Powell) and her father, Jeffrey Evans (Walter Pidgeon), the widowed American Ambassador to Mexico. (The film is also noted for the startling trivia that a teenage Fidel Castro appeared as an extra.) *Holiday in Mexico* was the first MGM picture for rising teen starlet Jane Powell, who was being groomed by Pasternak as the next Deanna Durbin.

126 “*Budapest bombshell*”: *Hollywood Reporter*, 4/22/1955. Columnist Leo Guild referred to Ilona Massey as “the blonde Budapest bombshell,” but her hair was often red.

126 “*I want you to give her sex*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

126 “*She came with her Hungarian*”: Ibid.

126 “*Why am I here?!*”: Ibid.

126 “*Well frankly*”: *Ibid.*

126 “*We just stared*”: From a 1956 press release for *Funny Face* (Paramount, 1957). Courtesy of the Academy of Motion Picture Arts and Sciences Library.

126 “*So with that*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

126 *From the moment Kirkwood landed*: Kirkwood, Pat. *The Time of My Life*. Anstey, England: F. A. Thorpe Publishing (Charnwood Edition), 2000, page 174–75.

126 “*She was a tall*”: *Ibid.*, page 174.

127 *arrangements for fourteen songs: No Leave, No Love* tells the story of Navy Sergeant Michael Hanlon (Van Johnson) who, while on leave from duty during World War II, falls in love with radio singing star Susan Duncan (Pat Kirkwood). Because the War ended during production, an opening and closing sequence was added in a maternity ward waiting room, with Sgt. Hanlon explaining how he met his expectant wife to a fellow father-to-be, allowing for the rest of the wartime movie to be presented in flashback. A new title anthem was hastily composed and recorded on August 30, 1945, reflecting the mood of soldiers anxious to return from the front, “It’ll Be Great to Get Back Home” (Charles Martin-Ralph Freed), performed by a large men’s chorus and marching band. Musical direction was handled by Georgie Stoll, with orchestrations by Calvin Jackson and Dewey Bergman. Kay did the vocal arrangements for fourteen songs, four of which she wrote or co-wrote. The most outstanding was a snappy, up-beat ditty called “Love on a Greyhound Bus” (Lyrics by Kay Thompson and Ralph Blane; Music by Georgie Stoll) sung by Pat Kirkwood with Guy Lombardo and His Orchestra and a male quartet that included the voices of Ralph Blane and Andy Williams. Prerecorded on August 27, 1945, the sequence was performed in the movie at a radio broadcast in front of a studio audience, with Pat accompanied by Lombardo’s orchestra and an unidentified on-screen male quartet. The four boys were supposed to be the Williams Brothers, but the ongoing military duty of one or more of the siblings prevented the cameo appearance. Another Thompson composition for *No Leave, No Love* was entitled “Isn’t It Wonderful” (Kay Thompson), likewise warbled by Pat Kirkwood with Guy Lombardo and His Orchestra, recorded August 29, 1945. In the movie, the song is being rehearsed in a radio studio when, after the first 43 seconds, Edward Arnold interrupts the number. Recorded on the same day was a third Thompson tune, “Listen to Me” (Kay Thompson), also performed by Kirkwood and Lombardo’s gang. Unfortunately, “Listen to Me” did not make the final cut of the film and might have gone unheard were it not for its inclusion on a Pat Kirkwood album from the Cosmo label that featured four of the songs she recorded for *No Leave, No Love*. Kirkwood also sang two-and-a-half versions of “All the Time” (Sammy Fain-Ralph Freed), one with Guy Lombardo and His Orchestra at a radio broadcast, and another with Xavier Cugat and His Orchestra in a nightclub sequence. Additionally, Kirkwood and Van Johnson sing a few bars of the song while dancing together in a nightclub, with choreography staged by Stanley Donen. This was the only

moment during which Johnson's singing voice was heard in the film. Another tune that did not make it into the final film was "Old Sad Eyes" (Sammy Fain-Irving Kahal, with revised lyrics by Kay Thompson), sung by Kirkwood with Lombardo's orchestra. This song about a basset hound had originally been arranged by Thompson for soprano Betty Jaynes to sing in *Meet the People* (MGM, 1943) but it got shelved back then, too. Though frustrated that two of her songs were cut from the film, Kirkwood did not mourn the loss of *Old Sad Eyes*, which she described as "a monster of sickening sentimentality about a dog called 'Old Sad Eyes,' which made me squirm and which I am certain would have inspired a similar reaction in any self-respecting dog!" After working with opera stars James Melton in *Ziegfeld Follies* and Lauritz Melchior in *Thrill of a Romance*, Kay's reputation for handling opera singers was put to the test again, this time with Russian diva Marina Koshetz who sang three classical numbers in the film: "Otchi Tchorniya" ["Dark Eyes"] (Public Domain, arranged by Georgie Stoll); "Chto Mnie Gore" (Pokrass); "Trepak" (Public Domain, arranged by Ted Duncan); and the modern pop tune "When It's Love" (Edgar DeLange-Nicholas Kharito). And finally, in the category of the sort of numbers Kay had arranged for Hazel Scott in *I Dood It* and *Broadway Rhythm*, "Caldonia" (Moore) was performed by the amazing Frank "Sugar Chile" Robinson, a six-year-old African-American boy who sings and plays boogie woogie piano like a seasoned pro. Kay's work on *No Leave, No Love* was completed on September 25, 1945, yet the film was not released until October of the following year. The studio's publicity department would have us believe that the lengthy delay was due to changes necessitated by the sudden end of World War II, but there were serious domestic concerns that contributed to the postponement of the release—Pat Kirkwood's nervous breakdown, and the Van Johnson-Keenan Wynn affair (as delineated in the book). Kirkwood, Pat. *The Time of My Life*. Anstey, Leicestershire, England: F. A. Thorpe Publishing (Charnwood Edition), 2000, page 184; *Pat Kirkwood Sings Songs from the MGM Picture "No Leave, No Love"* (Cosmo SS 703), with orchestra conducted by Georgie Stoll, including two ten-inch 78s with the following four sides: "Love on a Greyhound Bus" (6082), backed with "Listen to Me" (6080), and "All the Time" (6081) b/w "Isn't it Wonderful" (6083). Copyright © 1946, Cosmopolitan Records, Inc.

127 *with Guy Lombardo and His Orchestra*: In his memoir *Auld Acquaintance*, Guy Lombardo wrote about his experience on *No Leave, No Love* thusly: "The shooting started in a week and I watched developments. The imported English singer was a fresh-faced girl named Patricia Kirkwood, who had a beautiful musical-comedy voice. I watched as she torturously took lessons from Kay Thompson to become a kind of be-bop singer in the movie." Lombardo also pointed out that Van Johnson and Keenan Wynn were miscast to respectively be funny and romantic when their strengths were the other way around. Lombardo hated the whole experience which he called a "comedy of errors." Lombardo, Guy, with Jack Altshul. *Auld Acquaintance*. New York: Doubleday & Company, Inc., 1975, page 248.

127 *Covered by a slew*: "Love on a Greyhound Bus" (Kay Thompson-Ralph Blane-Georgie Stoll) became a major hit; it ranked No. 1 among jukebox requests and it held the No. 2 spot on *Hit Parade* for several weeks during the summer of 1946—Kay's most successful songwriting venture ever. Sheet music for this song sold like hotcakes and cover versions popped up everywhere on records and radio. It was recorded by such

vocalists as Pat Kirkwood, Lina Romay, the Dinning Sisters, the Norton Sisters, Lucyann Polk and the Campus Kids, Rosemary Calvin, Johnny Bond and the Five Lynns, and Lee and Lyn Wilde (featuring 17-year-old pianist André Previn). The song was also recorded by a slew of big band leaders including Guy Lombardo (No. 23 on the *Billboard* pop chart in June 1946), Kay Kyser, Fred Waring, Al Donahue, Percy Faith, Baron Mingus, Joe Reichman, George Paxton, Leigh Harline, Orrin Tucker, Paul Lavalle, and Vaughn Monroe. By popular demand, the lyrics were printed in the sing-along fan magazine, *Song Parade*. And the tune was further institutionalized as a jingle for Greyhound Bus radio ads. The Lyttle Sisters (Sally, Darlene, Dorothy and Sue)—whom Kay had previously coached for *Abbott and Costello in Hollywood* (MGM, 1945)—performed a rendition of “Love on a Greyhound Bus” on *The Feeling Is Mutual* (Mutual Network, KHJ-Radio, Los Angeles, May 27, 1946) backed by Harry Zimmerman and his swingin’ thirty-two-piece orchestra, with returning series regular Andy Williams providing a couple of lines in the middle of the song. Kay did the the vocal arrangement as well as coached Andy and the girls for this radio performance that, midway through, veered into the fast lane and burned rubber. It should be noted that this cover of “Love on a Greyhound Bus” marked Andy’s return to singing. On the program, “Private Andy Williams” is welcomed back on the air after being “discharged from the Army.” The Lyttle Sisters sing in harmony, “Private Andy Williams has become just plain old Mister. We’re pleased to see you look so fit, you really stand inspection. We’re edified to notice, you have lost your green complexion.” To which Andy replies, “Oh yes, I’m really in the pink.” *Time*, 4/14/1947; Lehrer, Jim. *White Widow*. New York: Random House, 1997, page 25; *Song Parade*, 9/1946; transcribed excerpt from *The Feeling Is Mutual* (Mutual Broadcasting System, KHJ, Los Angeles, 5/27/1946).

127 “suffered a nervous breakdown”: *Los Angeles Times*, 12/29/2007.

127 *were having an affair*: Kirkwood, Pat. *The Time of My Life*. Anstey, England: F. A. Thorpe Publishing (Charnwood Edition), 2000, page 188.

127 “Mayer decided that unless”: Davis, Ronald L. *Van Johnson: MGM’s Golden Boy*. Jackson: University Press of Mississippi, 2001, page 114.

127 *numbers in Two Sisters*: Produced by Joe Pasternak, *Two Sisters from Boston* starred Kathryn Grayson, June Allyson, Jimmy Durante, Peter Lawford, and opera star Lauritz Melchior, (with whom Kay had worked on *Thrill of a Romance*), directed by Henry Koster. Like *No Leave, No Love*, Georgie Stoll and Charles Previn were in charge of the music. There are several vaudeville-style numbers with Kay Thompson’s chorus: “Hello, Hello, Hello” (Jimmy Durante) sung by Jimmy Durante with male quartet (Henry Iblings, Earl Hunsaker, Dudley Kuzzell, Eddie Jackson), recorded September 12-13, 1945; “G’Wan Home Your Mudder’s Callin’” (Sammy Fain-Ralph Freed) sung by girls chorus, with specialty lines by Jeanne Dunne (who was in Kay’s chorus for *The Clock*), Georgia Stark (who was in Kay’s chorus for *Broadway Rhythm*), Doreen Tryden and Elinor Coleson, plus Jimmy Durante with spoken lines, recorded on August 17, 1945; and “After the Show” (Sammy Fain-Ralph Freed) sung by June Allyson, Jimmy Durante and girls chorus, recorded July 24, 1945. From the MGM Collection archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

127 *and A Letter for Evie*: Kay Thompson provided vocal arranging and choral direction services for *A Letter for Evie* (MGM, 1946) produced by William H. Wright and directed by Jules Dassin, with an original music score by George Bassman. The movie was not a musical but it incorporated the 1939 composition “All the Things You Are” (Oscar Hammerstein II-Jerome Kern) as the main and end title music. The song had been a No. 1 hit for Tommy Dorsey in 1940 and was later recorded by Frank Sinatra in 1949. In *A Letter for Evie*, the song was performed by Loulie Jean Norman, Kay’s former Rhythm Singer who also worked in Kay’s chorus on *The Clock*, *The Harvey Girls* and *Till The Clouds Roll By*. Accompanied by a large chorus (including the Mel-Tones, Joe Karnes, and others), the recording was done on August 24, 1945, for which Loulie Jean was paid \$150.00. In the movie, when Barney (Pamela Britton) tells Evie (Marsha Hunt) that she should marry Dewitt Pyncheon (Norman Lloyd), Evie shrugs, “He kissed me one day and nothing happened. I didn’t hear any music.” Barney responds, “Music?! What did you expect to hear? ‘The Trolley Song?’” Later in the movie, when Evie is kissed by Edgar Larsen (John Carroll), “The Trolley Song” suddenly starts playing on the radio—a new version sung by the Mel-Tones (Ginny O’Connor [Mancini], Betty Beveridge, Les Baxter, Bernie Parks, and Kay’s rehearsal pianist / singer, Joe Karnes, replacing Mel Tormé who was serving in the military). Likewise recorded on August 24, Kay provided the vocal arrangement and coached the singers. At the very end of the movie, when Evie kisses John McPherson (played by Hume Cronyn), she comically looks askew, expecting to hear “The Trolley Song” again, but instead, an orgasmic choral hosanna erupts (similar to Kay’s crescendo for the Judy Garland-Robert Walker kiss in *The Clock*) and Thompson’s choir reprises a few bars of “All The Things You Are” over the fade-out and end title.

127 *Kay’s new swing arrangement*: The complete recording of “The Trolley Song” from *A Letter for Evie* was located in the MGM vaults by George Feltenstein and may be released in the future.

127 *rehearsal pianist, Joe Karnes*: For biographical information on Joe Karnes, see endnotes for page 91 under the trailing phrase “*in October 1942, Kay.*”

127 *variety show honoring*: Spada, James. *Peter Lawford: The Man Who Kept the Secrets*. New York: Bantam Books, 1991, page 98.

127 *She also attended*: How did the Bunny and Johnny Green fit into the Kennedy saga? Amazingly, it turns out that Bunny knew both father and son, Joe and John Kennedy. Under her professional name, Bunny Waters was an aquatic show girl who had trained with Johnny Weissmuller and toured Europe during the late-1930s and early-1940s leading a group called the Glamazons, “a sextet of six-foot bathing beauties,” along with Dorothy Ford, Sylvia Liggett, Barbara Mace, Susan Paley, and Helen O’Hara. At their peak of popularity, the Glamazons were featured in *Life* magazine and appeared in such movies as *Broadway Rhythm* (MGM, 1944) and *Bathing Beauty* (MGM, 1944). Kathie Green, daughter of Bunny Waters and Johnny Green, explained: “Joe Kennedy was my mothers’ mentor when she was traveling with her performance troop through Europe.” Around 1940, Bunny was invited to visit Joe’s waterfront estate along Nantucket Sound

in Hyannis Port, Massachusetts, where she was introduced to the entire Kennedy clan—including daughter Patricia Kennedy who would later marry actor Peter Lawford in 1954. However, it was John F. Kennedy who captured her attention and made her heart go pitter pat. He had just graduated from Harvard and was an eligible bachelor. “Jack and my Mom became close friends,” Kathe Green elaborated. “They were about the same age and she skippered for him on his boat. I have fond memories of her talking about how much fun she had with Jack and how amazing a Kennedy family meal was as every child was expected to participate, each required to be up on topics of interests, especially political issues, so even the youngest, Teddy, joined in.” The crush was apparently brief but the friendship lasted. In the spring of 1945, not long after Jack’s discharge from the Navy, he visited Los Angeles where Bunny and Johnny threw him a party and introduced him to all their show biz friends—including Kay and Bill Spier. He also met actress Gene Tierney, who was in the middle of shooting her latest picture, *Dragonwyck* (Twentieth Century-Fox, 1946), and, despite her marriage to Oleg Cassini, they began a clandestine affair. As rumors began to spread, however, Jack ended the trysts—worried that any scandal would jeopardize his future political aspirations. And he wasted no time getting down to business. By October 1945, newspapers were rife with speculation that Jack had decided to run for a Democratic seat in the U.S. House of Representatives on behalf of the 11th District of Massachusetts. The following November, he won by a wide margin, launching his storied path to the White House. But on that warm spring night in 1945 at the Green residence, none of the partygoers could have imagined that Jack Kennedy would one day be the President of the United States and that Kay Thompson would direct his Inaugural Gala. *Life*, 9/20/1943; *Amarillo Daily News* (Amarillo, Texas), 10/26/1945; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 293; from the trivia section for “Gene Tierney” posted on the Internet Movie Data Base (imdb.com); names from the guest “sign-in” book of Johnny Green and Bunny Waters were kindly provided by their daughter, Kathe Green.

128 “*I wanted to study*”: Kobal, John. *Rita Hayworth: The Time, the Place and the Woman*. New York: W. W. Norton & Company, Inc., 1978, page 136.

128 “*I once made and intercut*”: *Ibid.*, page 135.

128 “*Although Anita Ellis*”: From the production notes of the listing for *Gilda* (Columbia, 1946), posted on the website for the *American Film Institute Catalog, Feature Films* (www.afi.com).

128 *fifty-first birthday party*: Kay Thompson and Roger Edens began a tradition of staging photographs of themselves to give as birthday gifts to Arthur Freed. The first annual portrait for 1945 (see image 25 in the photo section of this book) looked like a cover to *Harper’s Bazaar* showing Kay and Roger, head-to-toe, standing among a potpourri of curios. “It had to do with Roger and my habits,” Kay explained. “We both loved Toulouse-Lautrec and we both owned them. Peanut butter and jelly. It was my scale. Jewelry on my side; bracelets and a lot of gold chains. They were things that people associated with us. In other words, I was the elegant with the satin and the *Vogue* and the stylish part, I guess. Roger has some of my stuff on his side. For instance, our love of dancing—hence the ballet slipper. On Roger’s scale were martini glass and

shaker, his favorite. The piece of sculpture came from my house. These are the things—see our love of art and our love of music (piece of music on the floor). It has everything to do with the arts... Arthur's copy of his picture was *huge* and he was absolutely startled by the whole thing—because I never thought he was all that sentimental—but that we had gone to all this trouble, leaving the studio and running, Roger in his dinner jacket and I'm in white satin. We went and changed clothes. That was our tribute to Arthur. It was taken at [Paul Hesse Studios by Glenn Embree]. He was in Hollywood [on Sunset Strip]. My god, we dragged all that junk up there." The same photo shoot also yielded a solo portrait of Kay—in the same outfit—sitting crosslegged on the floor, striking a pose like that of a Balinese princess. Apparently, copies of this photo were given to friends as tongue-in-cheek gifts. It also was quite likely added to Kay's actress-wannabe portfolio demonstrating a range of versatile looks. The following year, a second photo session was staged for Arthur, which Kay described as "...the 'medallion' one, the one of Roger and I as Lunt and Fontanne." Alfred Lunt and Lynn Fontanne were, of course, the beloved husband and wife acting team known for their many Broadway hits. The inscription from Kay and Roger read, "To Arthur from the Lunts of Hollywood." Kay and Roger also frequented the short-lived Little Gallery on Little Santa Monica Boulevard in Beverly Hills, an exclusive art gallery opened in 1943 by actors Vincent Price and George Macready. Though Kay and Vincent were fellow St. Louisans and had worked together in radio, they bonded most over their love of fine art—and, years later, would spend time in Rome with their mutual friend, Lee Engel—a pal of Roger Edens and Leonard Gershe—rummaging through galleries and flea markets in search of canvas treasures. "Kay and Roger were just a marvelous pair," recalled Peggy Rea. "A romping pair. I had become so attached to Kay and Bill and one year, Kay didn't have time to go Christmas shopping and asked me to do it for her. She had a list of people. Roger, of course, was on the list. So I had my eye on these Austrian crystal decanters at an antique shop on North Beverly Drive. I visited them three times. I thought, oh yes. By today's standards, they weren't that costly, but they were a little more than anything at Geary's, and so I picked these out because Roger liked really elegant things. He had elegant taste. Roger was *elegant*. So I got these decanters. I was just crazy about them. And so I had all the stuff in the trunk of my Ford and I had to bring Kay out to show her what I had bought. Then I said, 'And now these are for Roger.' And she said, 'Oh my God! How much were they?' And I said, 'Well, they were \$40.' And she said, 'Oh, well I love Roger, but not that much!' I was just heartsick. She said, 'Well no, I had in mind something like \$10 each.' So I went to Geary's and got two very stunning Swedish, simple decanters for Roger and that was fine with her. But I never took the Austrian ones back. I kept them myself." Fordin, Hugh. *The World of Entertainment: Hollywood's Greatest Musicals*. New York: Doubleday and Company, Inc., 1975, page 187; Price, Victoria. *Vincent Price: A Daughter's Biography*. New York: St. Martin's Press, 1999, pages 120 and 230; from Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Kay Thompson's inaccurate memory of the photographer was "Glenn Embree's Studio by Paul Rotha," but the original photographs are stamped "Glenn Embree, Paul Hesse Studios."

128 “*All of us, the clique*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

128 “*vertical garden and waterfall*”: Ibid.; *Christian Science Monitor*, 7/5/1950; *Post-Standard, Sunday This Week* (Syracuse, New York), 12/8/1963.

128 “*I was running around*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

128 “*Oscar Levant was playing*”: Transcribed from an interview clip of Tony Duquette featured in the A&E biography *Judy Garland: Beyond the Rainbow* (A&E Network, 3/23/1977), produced in association with Peter Jones Productions, Inc.

129 “*I sing loud*”: *Troy Record* (Troy, New York), 8/24/1961.

129 *all twenty-two numbers*: Prerecording sessions for *Till the Clouds Roll By* stretched from October 2, 1945 to June 21, 1946. The soundtrack album of the movie would be the first to be issued by a new label division of the studio, MGM Records. It also marked the first time that actual recordings made for the movie would be used for the commercial discs. Kay was making \$700 per week to provide vocal arrangements for nearly thirty different songs, coach the stars and direct the choir. The dizzying rundown of her workout was as follows:

Final sequences for *Till the Clouds Roll By*, in chronological order:

1.) “Show Boat Medley” (Jerome Kern-Oscar Hammerstein II): “Make Believe,” Tony Martin, Kathryn Grayson / “Life Upon the Wicked Stage,” Virginia O’Brien / “Can’t Help Lovin’ Dat Man,” Lena Horne / “Ol’ Man River,” Caleb Peterson. Lead vocals recorded January 28-29, 1946; chorus recorded 6/18/1946. After her acclaimed performance of “Can’t Help Lovin’ Dat Man,” Lena Horne assumed she had earned the role of Julie La Verne in MGM’s 1951 re-make of *Show Boat*, but Ava Gardner was cast instead. In a deep Southern accent, Kay’s voice can be heard in the “Show Boat Medley” calling “Magnooooolya!” The Dreamers’ Leonard Bluett recalled singing in Thompson’s chorus on this number.

2.) “Kalua,” orchestra. Recorded January 21 and March 7, 1946.

3.) “How D’You Like to Spoon with Me?” (Kern-Edward Laska), Angela Lansbury. Recorded December 6, 1945. Unlike on *The Harvey Girls*, Angela Lansbury was allowed to use her own singing voice for *Till the Clouds Roll By*. “How D’You Like to Spoon With Me?” was a piece of cake,” recalled Lansbury in an interview for this book. “Vocally it was nothing. Kay and Roger seemed to take it for granted I could pull that one off. We worked on that and that came very easily to me because this was a kind of a cockney music hall song that I had been brought up hearing. Usually we worked in the rehearsal halls, and they were always busy and everything was going on. You’d go a little

early and you'd run through it. I worked an awful lot with Roger and Kay together... well not a huge amount... we didn't have to kill ourselves to get it right. It just came easy. I didn't have the expertise that I learned later in my later professional life, to really sell that song. I was very demure. That was one of the lyrics, actually. 'I always was demure.' But nevertheless, now when I see myself I think, 'Jesus, why the hell didn't you take it away here,' but I was just twenty and it was all new to me. It is incredible to me when I look back, knowing what I know now. It's sort of fun to look back."

- 4.) "They Don't Believe Me," Imogene Carter. Recorded February 7, 1946.
- 5.) "They Don't Believe Me," Dinah Shore. Recorded April 8, 1946.
- 6.) "Till the Clouds Roll By," Ray McDonald (dubbed by Les Baxter of Mel Tormé and the Mel-Tones), June Allyson (dancing only). Recorded January 3 and March 7, 1946.
- 7.) Medley: "Leave it to Jane" / "Cleopatterer" (Kern-P. G. Wodehouse) June Allyson and chorus including Andy, Dick and Don Williams. Recorded December 6, 1945. Andy Williams had just turned eighteen the day before this recording session. He would serve his tour of duty from late-January 1946 through late-May 1946.
- 8.) "Look for the Silver Lining" (Kern-Buddy G. DeSylva), Judy Garland. Recorded October 2, 1945.
- 9.) "Who?," Lucille Bremer (dubbed by Trudy Erwin of the Music Maids). Recorded March 7, 1946.
- 10.) "Sunny," chorus including Andy, Dick and Don Williams (played during Judy Garland's circus act performance). Chorus-only version recorded June 21, 1946.
- 11.) "Who?," Judy Garland. Recorded October 9, 1945. A shortened, edited version of this song was used for the final film. The unedited, complete version of "Who?" included a new bridge written by Kay Thompson. The actual sheet music for "Who – Part 2" credits "Words by Otto Harbach, Oscar Hammerstein II, Kay Thompson; Music by Jerome Kern." The 1994 CD, *The Deluxe Collector's Edition of That's Entertainment! III*, includes the complete version of "Who?," never before released. "On the recording stage, the chorus was up in tiers and Kay was leading them," recalled Peggy Rea. "It was just mind-blowing. It would just absolutely give you goose bumps. I stood there one day with Jerome Kern. He was adorable. I called him Jerry and he called me Peggy. We're standing there and the chorus is about to do a number. Well, when they started to do it, I just thought I was gonna die. Jerry had his arm around me and he said, 'Do you think it might catch on?' And I said, 'I think so.' The song was 'Who?' for *Till the Clouds Roll By*." Ginny O'Connor Mancini, of Mel Tormé and the Mel-Tones, recalled singing in the chorus on "Who?" among several other numbers for *Till the Clouds Roll By*.
- 12.) Club Elite Medley: "One More Dance," Lucille Bremer (dubbed by Trudy Erwin) / "I Won't Dance," Van Johnson, Lucille Bremer (dubbed by Trudy Erwin). This big band jazz number was recorded December 14, 1945. Other than casually warbling a few bars

in *Week-End at the Waldorf* and *No Leave, No Love*, Van Johnson had not made a name for himself in the movies as a singer. His appearance in *Till the Clouds Roll By* marked his first full-fledged song-and-dance routine in a motion picture. Johnson was panic-stricken by the assignment, so Kay was summoned to calm his nerves. Van recalled, “She came in wearing a lynx coat and just sat there and smiled, and I sang to her. That was it. I got over my fright.” When Johnson hit the nightclub circuit in 1953, he called upon Kay Thompson to create his act. Davis, Ronald L. *Van Johnson: MGM’s Golden Boy*. Jackson, Mississippi: University Press of Mississippi, 2001, page 100.

13.) “She Didn’t Say Yes,” the Wilde Twins (Lyn and Lee Wilde). Recorded April 19, 1946.

14.) “Smoke Gets in Your Eyes,” chorus. Recorded April 19, 1946. This number was a dance showcase for Cyd Charisse and Gower Champion. Although Cyd was still married to Nico Charisse, it was around the time of *Till the Clouds Roll By* that Cyd connected with co-star Tony Martin, a friendship that developed into their marriage in 1948. Gower first met Kay while working on this picture. His wife, Marge Champion, noted, “He worked with Kay when he was just out of service and absolutely adored her.” (Gower was discharged from the Coast Guard in the fall of 1945.) No matter how much he may have liked Kay, Gower thought *Till the Clouds Roll By* was “a rotten picture” and was embarrassed by “the strawberry pink hair” he was given for his number with Charisse. Gilvey, John Anthony. *Before the Parade Passes By: Gower Champion and the Glorious American Musical*. New York: St. Martin’s Press, 2005, pages 22 and 26.

15.) “The Last Time I Saw Paris” (Kern-Hammerstein II), Dinah Shore. Recorded April 8, 1946. Dinah Shore’s rendition of “The Last Time I Saw Paris” is often cited as one of the very best versions of this beloved standard. Her recording was a huge hit and, as a result, was called upon to perform it regularly on radio.

16.) “The Land Where the Good Songs Go,” Lucille Bremer (dubbed by Trudy Erwin) and chorus including Kay Thompson. Recorded March 22, 1946. MGM authority George Feltenstein commented that upon close listening to this number, Kay’s voice can be distinguished in the chorus.

17.) “Yesterdays,” chorus including Andy, Dick and Don Williams. Recorded June 18, 1946. This was recorded shortly *after* Andy Williams finished his tour of duty (late-January 1946 through late-May 1946).

18.) “Long Ago and Far Away” (Kern-Ira Gershwin), Kathryn Grayson. Recorded March 18, 1946.

19.) “A Fine Romance” (Kern-Dorothy Fields), Virginia O’Brien. Recorded March 22, 1946.

20.) “All the Things You Are” (Kern-Hammerstein II), Tony Martin. Recorded March 22, 1946.

21.) “Why Was I Born?” Lena Horne. Recorded March 22, 1946.

22.) “Ol’ Man River” (Kern-Hammerstein II), Frank Sinatra. Recorded March 18, 1946. Before Jerome Kern’s death on November 11, 1945, the composer was quoted in *Collier’s* magazine advising Frank Sinatra on how to perform “Ol’ Man River”: “My idea with that song was to have a rabbity little fellow do it—somebody who made you believe that he was tired of livin’ and scared of dyin.’ That’s how you do it, Frankie.”

Sequences cut from *Till the Clouds Roll By*:

1.) “Bill,” Lena Horne. Recorded April 19; June 3 and 20, 1946.

2.) “Sunny,” Judy Garland. Solo vocal version, recorded October 15, 1945.

3.) “D’Ye Love Me,” Judy Garland (unconfirmed recording date).

4.) “D’Ye Love Me,” Lucille Bremer (dubbed by Trudy Erwin). Recorded October 15, 1945.

5.) “I’ve Told Every Little Star,” Kathryn Grayson, Johnny Johnston. Recorded March 7, 1946.

6.) “This Song Is You,” Tony Martin, William Halligan. Recorded January 28, 1946.

From the MGM Collection archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

129 “*She came in wearing*”: Davis, Ronald L. *Van Johnson: MGM’s Golden Boy*. Jackson: University Press of Mississippi, 2001, page 100.

129 “*What a song to sing*”: From the trivia section of the “Liza Minnelli” entry on the tvWiki.tv website (http://tvwiki.tv/wiki/Liza_Minnelli).

130 *Sharing the bill with Santa*: *Los Angeles Times*, December 21, 1945.

130 “*Hang on to your hair!*”: Transcribed from the 7:00 p.m., Friday, December 6, 2002, performance of *Liza’s Christmas Spectacular* at Town Hall in New York City.

130 *the Kay-Judy affair*: Frequently, it has been speculated that Kay Thompson and Judy Garland had an affair. In *Get Happy: The Life of Judy Garland*, author Gerald Clarke touched on the subject thusly: “Judy was not a lesbian. Nor was she a bisexual, equally attracted to both sexes. She was indeed drawn to men as iron is drawn to a magnet. Yet, despite that, she nevertheless enjoyed an occasional frolic with another woman, as did many other women in the permissive movie colony.” In *Judy Garland: The Secret Life of an American Legend*, author David Shipman wrote: “Throughout her life she [Garland] was to have affairs with women. One of these was a musical stylist, and there were few on the MGM lot who did not know about it.” Shipman teasingly played the “blind item”

game by not divulging the identity of that particular female “musical stylist,” while other biographers have been less coy. In *Under the Rainbow: The Real Liza Minnelli*, author George Mair boldly claimed: “Thompson, one of Judy’s closest friends, had seen her through many hard times while they both were at MGM and helped protect Judy during her occasional lesbian episodes, including one with Kay.” And likewise, in *Judy Garland: Beyond the Rainbow* by Sheridan Morley and his wife, Ruth Leon, the authors maintained that Judy had “started a lesbian affair with the singer / songwriter Kay Thompson.” However, with all due respect, these allegations are nothing more than circumstantial conjecture. Anything is possible, of course. And, admittedly, had a lesbian affair taken place between Thompson and Garland, it certainly would have been a closely guarded secret. Nonetheless, without a shred of hard evidence—or even hearsay from a close confidant—the claim has absolutely no merit. Despite Thompson’s masculine attributes (which have led some people to jump to stereotypical conclusions about her sexuality), Kay possessed a very robust and highly active sexual desire for men—including a long term *secret* affair with Andy Williams. If one were a closeted lesbian or bisexual, it would not make much sense to hide one’s heterosexual activities, too. The vast research gathered for this book leads this author to the conclusion that even if Thompson had secretly experimented with women, it was not her overriding sexual orientation. All credible evidence points in just one direction: Kay was, first and foremost, attracted to men. Clarke, Gerald. *Get Happy: The Life of Judy Garland*. New York: Random House, 2000, page 169; Shipman, David. *Judy Garland: The Secret Life of an American Legend*. New York: Hyperion, 1992, page 138; Mair, George. *Under the Rainbow: The Real Liza Minnelli*. Secaucus, New Jersey: Birch Lane Press, 1996, page 103; Morley, Sheridan and Ruth Leon. *Judy Garland: Beyond the Rainbow*. New York: Arcade Publishing, 1999, page 68.

131 *first and foremost, attracted to men*: Despite unsubstantiated rumors that Kay Thompson had affairs with women, there is a mountain of credible evidence that Kay was, first and foremost, attracted to men. Aside from her two husbands, Jack Jenney and Bill Spier, Kay had a long-term, sexually-charged relationship with Andy Williams starting in 1947 and continuing, on-and-off, until 1961 (which Andy openly wrote about in his memoir *Moon River and Me* and discussed in even more detail with the author of this book during several exclusive interviews). Kay also had substantiated affairs with a growing list of men, including Dave Garroway (*Today Show* host), Krenning Dorris (of the Dorris Motor Car family), Don Forker (Union Gas Company exec), Burt McMurtrie (CBS-Radio exec), George Kinney (clarinet and saxophone player for Tom Coakley’s orchestra), and Georges Champigny (a Frenchman she met in 1952 on tour). After the publication of *Kay Thompson: From Funny Face to Eloise*, another affair came to light indicating that Kay had been romantically involved in the early-1950s with LeRoy “Brud” Pitkin (1908-1968), an Ivy Leaguer, musician, and Wall Street executive. In 1929, Brud graduated Andover (Phillips Academy in Andover, Massachusetts). Then, he studied one school-year (1929-1930) at Princeton University, only completing his freshman year. Hit hard by the Great Depression, Brud quit Princeton and found work as a saxophone player and band leader throughout the 1930s and early-1940s. Brud was married twice: first to a woman (name unknown) circa 1930s-40s; then to Patricia Parkhurst Orcutt (betrothed in Reno, Nevada, on February 21, 1959; Patricia had two children from a previous marriage: Tim Orcutt and Faith Orcutt). Brud’s obituary in a

1968 issue of the *Princeton Alumni Weekly*, written by classmates Bill Dinsmore and Tom Mettler, read as follows: “Although Brud left Princeton at the end of freshman year and got the jump on most of us in starting a business career during the Great Depression, he was always a very active and well-loved member of the Princeton Class of 1933. He was the leader of an unusually large contingent from Andover (about 25) entering Princeton in the Fall of 1929, roomed freshman year with Tom Mettler. He was a member of the Glee Club freshman year and became a member of Tiger Inn. Brud's enthusiasm as an alumnus of both Andover and Princeton undoubtedly accounted for the impression at many Princeton reunions and class dinners that the occasion was at least 50% Andover. It was inevitable during the early depression years that Brud's varied talents found expression in a variety of jobs (while many of us were wondering if we could find any at all). He first went into banking in New York, then became a cruise director, a band leader, and a hotel manager. Perhaps all of these helped make him the respected financial and investment adviser he became in post World War II years, managing portfolios for such well-known firms as Standard and Poor's, Moody's, Lionel Edie, and Paine Webber, Jackson & Curtis. During WW II he volunteered to put another of his many talents, sailing, to work for the United States Coast Guard, and served from 1942 to 1946 as BM 2/c. Brud's intense feeling for Andover was appropriately symbolized by the request that contributions be made to Phillips Academy in lieu of flowers.” Substantiating the affair between Kay Thompson and Brud Pitkin came in a roundabout way. In early 2014, *Eloise* illustrator Hilary Knight came across a forgotten letter in his archives, dated October 11, 2002, from a gentleman named Hart Leavitt. In that letter, Hart revealed that he was a friend of Brud Pitkin and that the affair between Kay and Brud had gone as far as a marriage proposal. Hart Leavitt was, himself, an amateur jazz musician, a bestselling author of books on grammar, and a beloved English professor at Andover (1937-1975) where his famous students included actor Jack Lemmon and President George H. W. Bush. Unfortunately, in the intervening years since writing the letter to Hilary Knight, Hart Leavitt had passed away on October 29, 2008, at the age of 98. At the request of the author of this book, Hilary Knight generously provided Hart Leavitt's letter for publication in these endnotes. The author contacted Hart Leavitt's son, Edward “Ned” Leavitt, who granted permission for his father's letter to appear in these endnotes. Here is the letter in its entirety:

October 11, 2002

Dear Hilary Knight,

In a recent issue of *The New Yorker*, I read a long piece about Kay Thompson in which the writer said you were thinking about writing a book on Kay.

A long time ago I knew Kay, a fascinating woman and a good friend. I'm wondering if you'd be interested in a brief narrative of our relationship. It's not romantic; it's an account of the unusual things that happened when we were together: like...

Her melodramatic romance with one of my best friends: Brud Pitkin.

Our little jam sessions: Kay on piano, me on tenor sax.

Several narratives of her public performances that bewildered me.

My wife's reaction to Kay's antics.

An account of our relationship when we were both living in Rome, including one wild idea.

I hope this interests you, mainly because I'd love to write about a most unusual part of my life, the musical part. That's why I knew Kay.

I first met the actress Kay Thompson while she was having a melodramatic love affair with an old school and college pal "Brud" Pitkin. Like me, he was trying to make the big-time music world in New York City.

Brud's dream was to front a society dance band, and mine was to make Benny Goodman's swing band [as a tenor sax sideman].

Kay was already a movie star, and a powerful woman.

When she got tired of bawling Brud out for the way he was going about his dream, she'd sit down at the piano and tell me to get my axe (a tenor sax), and we'd jam "standards." She was a pretty good piano player and a fierce critic. Continually, she'd bawl me out: "Play LOUDER! You sound like Pitkin!" ...and she'd turn around and make faces at him.

I always noticed that Brud never talked back to her; he looked scared.

Since I had never known any power-house women, I often wondered how I would react if I fell in love with someone like Kay.

I think I amused her because I came from an entirely different background: a minister's son, a preppie, and a college graduate... AND a would-be professional jazz musician.

Now and then I gave Kay a chance to act, as in the following melodramatic performance.

One night in New York, Brud and I planned a dinner party for Kay in the famous restaurant in Central Park [Tavern on the Green].

We invited some friends to show her off, for she was enjoying her fame as an actress and an author. She had written a very ingenious book entitled *Eloise*, which was the name of the main character, who I thought was very much like her creator: witty, aggressive, electric and good looking.

Unfortunately for our dinner party, Kay was late, and some of us began to be annoyed. One older lady said sharply: “I’ll bet she’s planning a theatrical entrance. That’s what they do.”

And she was right, for suddenly Kay sailed into view and stopped bluntly right in front of me, staring as if she had never seen me before. For a few moments I stared back... and then suddenly I reached out to embrace her and introduce her to the crowd of diners: in a very loud voice she began an incredible speech:

“Do you know who this is, this man standing next to me? Do you have any idea who this is? This is HART LEAVITT! Do you know that this is who he is... Hart Leavitt... I mean that this is who he is?” And she grabbed my two arms and waved them at the crowd of diners.

Then, abruptly, she backed off and stared at me, nodding and clapping her hands.

I was so bewildered and embarrassed I couldn’t think of anything to say or do... I just stood there, hoping that Kay would go away... which suddenly she did, striding out of the dining room as if the place were on fire.

So we all sat down and ate our dinner and tried to figure out what Kay meant by her melodramatic performance. Today I think the older woman was right who said Kay loved to create a theatrical scene that would startle everybody.

Several weeks later, Kay appeared at my apartment, and stood at the door studying me, as if she didn’t know what to say about the dinner party.

Suddenly, she laughed and said, “C’mon, let’s play some music. All that other stuff, forget it.”

So we drove over to the Pitkin’s mansion and tore into a jam session. Though Kay wasn’t a real jazz pianist, she belted out the choruses literally, giving me the feeling that I was not playing loud enough.

Personally I was not comfortable with Kay Thompson, and I am very sure that the reason was that I had never known a woman so aggressive, like the character she created in her book *Eloise*.

The strongest evidence appeared in Kay’s reason for the end of her romance with Brud Pitkin. She told me about it several years later, after I gave up trying to be a professional jazz musician and came back home to Boston.

Kay brought her vaudeville show to Boston and played several weeks at what used to be called “The Costly Pleasure”... for Copley Plaza. One afternoon she called and said to come into Boston and “let’s talk.”

What she wanted to say was, “Me and Pitkin are finished and I’ll tell you about it. I had a gig in Chicago and Pitkin decided to come along, so we took a train and I started talking about us getting married. Gradually I should have noticed that your Brud boy didn’t seem at all excited; in fact, he seemed nervous and silent. And then came the pay-off. The train stopped at some little station, and he got up and walked down to the end of the car and disappeared. We stayed for a while and then suddenly the train started to move... Where was Big Brud? ... He’d gotten off the train and disappeared... NO GUTS!”

I hadn’t the faintest idea what to say to Kay because at that time in my life, a year after college, I was thoroughly ignorant of such human behavior, being just out of school and college where most of my generation learned almost nothing about human character.

I certainly had no idea what Kay meant by “NO GUTS,” especially since the phrase seemed, to me, to have nothing to do with getting married; and I certainly didn’t dare ask Kay.

However, the phrase intruded in my life many years later on the only occasion I met Kay Thompson again.

In 1970 [Hart’s son Ned corrected the year to be 1967], I was granted a Sabbatical from my teaching career at Andover, and my wife suggested we spend a year in Rome, which I thought was a magnificent idea.

Among the many startling and imaginative happenings that excited our lives in that fascinating old city was the discovery that Kay Thompson was then living in Rome, so one day I called her up and immediately we made plans to do things together.

One day she called to say that she was inviting some of her Roman friends for dinner and would we join them. It was a memorable evening, especially for a friendly question Kay asked me at dinner.

“Hart, what is the one thing above all others that you would like to do in Rome this year?”

I thought for a minute and suddenly an idea occurred to me: “I would like to meet Sophia Loren.”

“Yeah, I thought it would be something like that... typical male itch,” Kay said.

My wife chuckled, and my son [Edward “Ned” Leavitt] who was visiting us [in December 1967], said, “Wanna be there, too.”

Kay laughed and changed the subject.

A couple of weeks later, Kay called me and said, “I have something for you. Come on over.”

What she said was this: “I have talked to Sophia and everything has been arranged. She’d be delighted to meet you. What I told her was that you are a millionaire American businessman who wants to buy an estate in Rome so he can entertain famous Italians, like Sophia.”

I almost choked, literally and figuratively..... I knew dramatically that I never could act out that part convincingly, and Sophia would laugh at me, but I was ashamed to say so to Kay. She could get away with a show like that, easily.

Finally, I said it: “Kay, I couldn’t pull that off, much as I’d like to.”

Kay stared at me... then barked, “NO GUTS! Just like Pitkin. Tell your wife to come over and see me.”

I never saw Kay alone again that year in Rome, but she had dinner several times with Carol, who once said, “There’s something sad about Kay Thompson, but I have no idea what it is. She did say once you were a fool to give up your chance to meet Sophia.”

And at times I do wish I’d tried to play the part in Kay’s trick. What would it have been like to play a game with one of the most beautiful women in the world, AND a great actress.

**Sincerely,
Hart Leavitt
North Andover, Mass.**

Following up on the mention in the letter that Hart’s son, Ned Leavitt, was visiting Rome at the time of the Sophia Loren anecdote, the author of this book asked Ned to write about any remembrances he himself may have had of Kay Thompson. This request resulted in the following stories, written exclusively for these endnotes, by Ned Leavitt, dated June 18, 2014:

Kay Thompson Anecdotes

by Ned Leavitt

First story about Kay...

During Christmas holidays in 1967 my sister, Judy, and I went to Rome to visit our parents [Hart & Carol Leavitt] during my Dad's sabbatical year [from teaching English at Andover]. One of the highlights of the trip was a dinner with Kay Thompson at her fabulous apartment [atop the Palazzo Torlonia].

I knew Kay was a friend of Dad's and somewhat of a big deal but in all honesty I knew little about her and her history. I had played Woody in *Finian's Rainbow* as a senior in high school and loved *West Side Story* and *The Music Man*. But as a graduate student in directing and acting, my taste in theater ran to Greek Tragedy, Shakespeare and very contemporary plays involving drugs and/or nudity. So I was curious to meet the legendary Kay Thompson, but didn't know what to expect.

We arrived at her apartment and were greeted with dramatic enthusiasm. Kay was dressed in black with her eyes darkened. She kidded my Dad mercilessly about his amateur status as a musician and demanded a full report of his adventures around Rome as a photographer.

At one point she turned her full attention on me. "So you want to be an actor!! How'd you like to be in a film while you're in Rome."

"Really? What film?" My pseudo academic sophistication dropped away instantly under the heat of her intensity.

"Yes, they're shooting one of those spaghetti westerns and I know the director. I can get you an audition tomorrow. Can you ride a horse? Can you shoot?"

"Well, I once got on a horse on an Indian reservation and the horse rode straight for the nearest tree trying to scrape me off on a low branch..."

"Good! Tell them you have experience. In fact tell them you can do anything they ask you to do even if you can't!"

"Really??" I stammered.

"Yes, and then if you get the part, go take riding lessons or shooting lessons or voice lessons or whatever you have to – that's how it works in show biz. Do anything to get the part and then work your ass off to be the best you can be!!"

That night I schemed how I might change my flights home in order to be on the set for the next 3 weeks. And the next day I went out to Cinecittà where the production offices were. Kay did get me a meeting but it was with an

assistant producer. He didn't speak much English and had such a bad cold that he blew his nose constantly and rudely throughout the interview. He said I had been misinformed – there were no auditions for new parts for the next 3 weeks. I realized that my sudden dream of my first movie role was not to be realized that day. But I never forgot Kay's advice and although I haven't been on a horse in a film or anywhere else since, I have occasionally faked it in a meeting and then gone out and studied like hell to learn what I had to.

Second story about Kay...

In the fall of 1971, I fell madly in love with a beautiful and fiery Latina actress. It was a perfect match of opposites – me the wasp Ivy League tall blond, she the dark-haired street smart girl from the mean streets of the south Bronx. I had been knocking around New York City for a few years getting small gigs as an actor and directing tiny shows and scenes for class here and there, but mostly driving cab and selling a little marijuana to get by. We moved in together and the only distraction was her beautiful but very male Irish setter, Max, who wasn't used to sharing her and threw himself at the bedroom door whenever we were inside making love.

Her brother was a playwright and had a play with a starring role for her. When he heard I was a director, he said he could get a production in a tiny theater off-off-Broadway if I would direct. We were all on fire with excitement – me directing my beloved, her brother with a chance for his play to be seen – the three of us on our way at last!

The play was a fraught drama about sexual identity – my beloved was the center of a drama involving a very flamboyant gay man and a very macho handsome guy who was after the heroine but being challenged by the gay man as to his real sexual identity.

During auditions a young actor showed up perfect for the macho part. His name: Harvey Keitel. He read like a dream and I tried to cast him. But he said he had too much to do and didn't think he could take on the part. I promised him we would work around his schedule – anything to have him in the cast because he was so perfect for the role. He finally agreed. But tension built up during rehearsals – not only was Harvey hard to schedule, but he was devoted to method acting. He could barely take a step on stage without needing to explore and understand his deeper motivation. As opening night loomed, we were behind and fearing disaster. But the show must go on and so we opened.

In the midst of all this, inflamed by my love for the actress and dreams for success and recognition, I took the plunge and called Kay at the Plaza. She remembered me. "How is Hart? Does he have any guts yet?" I told her about the play and she promised to come for our opening night even though I warned her it was a tiny theater and there was no budget.

However, I had no thoughts of Kay when opening night came. We had a house full of friends and even a couple of critics – one from the *Village Voice* which was a very big deal. Things went well for a while, but tension began to build up between Mr. Macho and Mr. Flamboyant. To make matters worse, Mr. Flamboyant liked to sometimes depart from the script and improvise which bothered Method actor Macho a lot. Yet somehow the tensions between the actors fueled the drama and the play was racing toward its climactic scene. And then at the last minute, Mr. Flamboyant pulled a big improvisation, taunting Mr. Macho way beyond what was in the script. At that point Harvey snapped – he grabbed a heavy glass ashtray, threw it at Mr. Flamboyant’s head and yelled, “This play is over!” He then headed straight off the stage, up through the audience and out of the theater.

Dead silence. Nobody in the cast could believe it happened and nobody in the audience knew if it was an avant garde twist to the script or what. Finally I stood up and said, “I’m the director and I’m sorry to say the play is over. Thank you for coming. If anyone wants their money back we will refund you.”

The audience actually applauded and then began to leave with much lively talking. The cast members, playwright and I huddled on stage (there was no place to hide back stage because there was no back stage.) After a while, the theater seemed empty – but when I looked out in the seats I saw a lone figure all dressed in black with a broom, sweeping out the aisles and between the seats.

Oh my god it was Kay. She had come. She had seen the disaster. Oh my god.

I rushed up to her apologizing and thanking her for coming all in the same breath. She stopped sweeping and said, “It was a great night of theater. I had the best time!! Now I’m going to finish sweeping here and then go back to the Plaza. When you are done, come and meet me in the Palm Court. I have some notes for you.”

I couldn’t believe it. So after we finished closing the theater, I gathered my beloved and we rushed to the Plaza. We walked into the Palm Court and there she was, still in black, the dowager queen of theater ready to receive us, her subjects. We sat down. The gypsy violins were playing. Kay beckoned to us and we leaned in to hear what she had to say.

“I’ve seen a lot of theater and I want you to know this was a great night – real things happened on that stage and you should be proud!”

We couldn’t believe it.

“Now don’t worry about that nonsense at the end. It worked whether it was planned or not. The audience left the theater full of curiosity, strong impressions and with lots of lively questions. That’s all we can ask for in the theater, isn’t it?”

We sat there taking in her words which were so kind and welcome and insightful.

Then she said, “Now pay attention because I have some notes for you.”

And she proceeded to give us detailed suggestions about every aspect of the evening. I furiously took notes, we ordered champagne, and left a long time later feeling we had been blessed.

After that I didn’t see Kay again. Harvey Keitel never came back to the show, so his part was played by the playwright. Eventually the play closed, I broke up with my beloved, and we all moved on.

But I will never forget Kay – she moved in the highest circles of show biz and knew the biggest stars – but one night she came to a tiny theater in the East Village where we were struggling at the very beginnings of our lives and careers. She paid attention, saw the essence of what was needed, encouraged us and gave us kind and perceptive support. I will be forever grateful.

ABOUT NED LEAVITT: Ned Leavitt started in publishing in 1972 at GP Putnam’s Sons. After three years at Putnam’s, he went on to Simon & Schuster/Pocket Books and then left editing to become a literary agent at The William Morris Agency. During his thirteen years at William Morris, he worked with a wide variety of “commercial” and “literary” novelists including Morris West (*Shoes of the Fisherman*), Gregory McDonald (*Fletch*), Paul Bowles, Richard Yates, Dan Wakefield and Lawrence Thornton (*Imagining Argentina*). A number of books he represented have become films including *Dances with Wolves*, *Fletch*, *Dead Ringers*, and *The Sheltering Sky*. In August of 1990, he left William Morris to establish The Ned Leavitt Agency. In addition to working with novelists, he has also become very involved in books related to spirituality, creativity, and psychology. Among his clients in this area are best-selling authors Clarissa Pinkola Estés, Ph.D. (*Women Who Run with the Wolves*), Dr. Christiane Northrup (*The Wisdom of Menopause*) and Caroline Myss (*Anatomy of the Spirit*). Recent clients include authors Gregg Braden (*The Divine Matrix*) and Bruce Lipton (*The Biology of Belief*) both published by Hay House. Other well-known clients are Andrew Harvey, David Abram, Sam Keen, Baron Baptiste, and Matthew Fox. In the 23 years since opening the agency, 9 books he has represented have been major *New York Times* bestsellers including two #1 bestsellers. Most recent was the bestselling *Women Food and God* by Geneen Roth. A graduate of Harvard University with an MFA in theater from the University of Hawaii, Ned has been at times an actor, singer, cab driver, theatrical director, choral conductor, poker player, drummer and vision quest guide. He is a

devoted Kirtan chanter and has a CD with his wife, Lynn, called *Bhakti Treasure*. His publishing career spans more than 40 years of editing and agenting.

131 “*the elegantly butch*”: Kaminsky, Stuart M., ed. *Show Business Is Murder*. New York: A Berkley Prime Crime Book, 2004, page 18.

131 “*I would have sensed something*”: There were a variety of reasons why Hilary Knight believed he was well-positioned to speak authoritatively about Kay Thompson’s sexual orientation. (Knight firmly believes that Kay Thompson’s interest in men was *serious* and that rumors to the contrary were baseless conjecture.) One of those reasons could not be reported at the time of publication because Mr. Knight had not yet gone public with the fact that he himself was gay. However, on June 11, 2013, Mr. Knight officially “came out” during a radio interview with host Bonnie Grice on her program “The Song is You,” broadcast on the Long Island, New York, National Public Radio station, WPPB Peconic Public Broadcasting. This was not earthshaking news because Knight had never hid this fact from friends and colleagues. In fact, years earlier, while being interviewed for this book, Mr. Knight had confided to the author that, although he had not “come out” publicly, he was indeed gay. He said that Kay knew all about his sexual orientation during the years they worked and traveled together. “Kay always knew I was gay and I certainly never hid it from her,” Knight confirmed. As a gay man himself, Knight believed emphatically that if Kay had been attracted to women, he would have picked up on that—especially in light of his own sensitivity and awareness of the issue. He also felt that Kay would have confided in him or let her guard down at some point if she were hiding a secret attraction toward women. Now that Knight has made it official that he himself is gay, the author felt it was relevant to update and contextualize Mr. Knight’s comments about Kay Thompson’s sexual orientation. “If you were gay back in the 1950s, you became very adept at recognizing who among your circle of friends and colleagues might also be gay,” Knight explained. “Nowadays, it’s different. Most gay people are out and there’s no guesswork involved. Back then, we were all scrutinizing each other for signs. And all I ever saw with Kay was her salivating over attractive men. Constantly. It wasn’t an act.”

132 “*I’m stimulated by*”: Reed, Rex. *People Are Crazy Here*. New York: Dell Publishing Co., Inc., 1975, page 112.

132 *wildly unsubstantiated*: The Thompson-Dietrich speculation frequently came up in conversations with Thompson’s associates, including arranger-conductor Buddy Bregman (Jule Styne’s nephew), who, in a 2003 interview with the author, sensed that Thompson and Dietrich were more than just friends in 1953 when Kay was coaching Van Johnson for his upcoming Las Vegas act—though he admits he has no proof, just first-hand intuition. The unsubstantiated and seemingly far-fetched Thompson-Horne rumors were soberly discussed and all but dismissed in James Gavin’s *Stormy Weather: The Life of Lena Horne* (New York: Atria Books, 2009, pages 167 and 350). Among the sources that mention the Thompson-Merman speculation is Geoffrey Mark’s *Ethel Merman: The Biggest Star on Broadway* (Fort Lee, N.J.: Barricade Books, Inc., 2006, page 143).

132 “*Somebody kept spying*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

133 “*Hollywood’s happiest wedded*”: *Waterloo Daily Courier* (Waterloo, Iowa), 1/17/1946.

133 “*You teeter along the edge*”: *Modern Screen*, 3/1947.

133 “*I was frustrated in not knowing*”: Minnelli, Vincente, with Victor Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, page 196.

134 “*They would be Kay*”: *Ibid.*, page 173. *Era* (Bradford, Pennsylvania), 5/6/1946, reports that Kay Thompson and Bill Spear [*sic*] had been named godparents to Liza Minnelli. In both sources, the spelling of “Spear” was incorrect; it should read “Spier.” Liza Minnelli frequently claims in interviews that Ira Gershwin was her godfather, but, at least at the time of her christening, Bill Spier was the person officially named her godfather.

134 “*That clinched the friendship*”: *Modern Screen*, 3/1947.

134 “*sprinkled with a few drops*”: *Ibid.*

134 “*The photographers took her picture*”: *British Vogue*, 9/1973.

134 “*Liza is always cheerful*”: *Modern Screen*, 3/1947.

134 “*Maybe Liza plans*”: *Ibid.*

134 “*Touché, my friend*”: *Ibid.*

134 “*Judy and Vincente and Kay and Bill*”: Frank, Gerold. *Judy*. New York: HarperCollins, 1975, page 212.

134 “*Their games, many*”: *Ibid.*

135 “*First Lady*” *behind Suspense*: On the October 24, 1946, installment of *Suspense* (CBS-Radio), Kay Thompson was the stand-in singing voice for guest star Susan Hayward on “I’ve Got You Under My Skin.” For more information, refer to endnotes for page 91, under the trailing phrase “*Thompson never appeared on the show.*”

135 *One that she rescued*: “Dead Ernest” was written for *Suspense* by Merwin Gerard and Cedric Lester; directed and produced by Bill Spier; featuring Robert Bailey, Verna Felton, Jerry Hausner, Cathy Lewis, Elliott Lewis, Wally Maher, Jay Novello, Walter Tetley, and William Wright; broadcast on August 8, 1946. Synopsis: “Ernest is a cataleptic—and [an automobile] accident has put him in a paralyzed state, leaving the police to believe he’s snuffed it. You’d think that a man with a condition like that would

be prepared for just such an emergency, and he usually is—but the silver bracelet he wears on his wrist has snapped off and has been snatched up by a couple of kids who melt it down for pocket money. He’s also got a letter describing his condition in his suit jacket, but that’s gone, too—a second-hand clothing store owner swiped it and has sold it to a customer. Fortunately, the customer’s wife has found and read the letter, so it’s a race against the clock to stop the folks at the morgue from pumping out Ernest’s blood so that the embalming process may commence.” From posting on the Thrilling Days of Yesteryear Website, by Ivan G. Shreve, Jr. (blogs.salon.com); Grams, Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, Neb.: Morris Publishing, 1997.

135 *science-fiction author Ray Bradbury*: In an interview for this book, Ray Bradbury recalled: “When I was a 12-year-old kid in Tucson, Arizona, I went to a middle school there and I did a little theater and got hooked on acting. I went into town and I hung around the radio station hoping that they would hire me. All my friends said, ‘How are you gonna get a job there? You know anyone?’ I said, ‘No, I don’t.’ ‘Does your father know anyone?’ ‘No, he doesn’t.’ And they said, ‘Well then, how are you gonna get work?’ And I said, ‘I’m gonna hang around and be irresistible.’ So I hung around the station and I wound up reading the comic strips to the kiddies every Saturday night for which my pay was three tickets to see *King Kong*, *Murders in the Wax Museum* and *The Mummy*. In other words, I was *rich*. It started with that kind of brass when I was a kid. When I was in my twenties and knew that I was in love—because that’s the secret of everything—I was in *love* with the *Suspense* program. I was publishing stories in *Weird Tales* and various other pulp magazines, which gave me the courage to make up a package of short stories and mail them to Bill Spier.” That was in the spring of 1946; Ray was 25. Spier’s secretary, Peggy Rea, recalled: “One day we got a manuscript in the mail for *Suspense* from a kid who lived in Venice. It was really strange... *really* strange, but it was well written. And I said, ‘God, Bill, you better see this.’ It was not a script we could do, I knew that.” The manuscript dealt with the supernatural, an area that Spier tried to avoid on *Suspense*, preferring stories that were grounded in reality. “But I just felt that [the submission] had something,” Peggy went on. “So [Bill] read it and he said, ‘Oh my God, let’s call this kid!’ The kid was Ray Bradbury.” Kay Thompson also read the material and was duly impressed. She encouraged her husband to set up a meeting at their home in Bel Air. “We were poor church mice,” Bradbury reminisced about his modest beginnings with his fiancée, Maggie. “We lived in Venice, California, in a \$30-a-month, teeny-weeny apartment with no telephone. There was a gas station across the street, about sixty feet away, and when the gas station telephone rang in the telephone booth, I ran over and answered it and pretended it was my phone. I kept the front window of our apartment open so I could hear the phone ring. So, if Bill Spier wanted to call me, he was calling the gas station phone, but he didn’t know it. That’s how poor we were. My wife worked at Abbey Rents, a medical supply company—she was head of advertising—and she made \$40-a-week and when I was lucky selling pulp stories, I made \$40-a-week. So we were very poor. We had no car, no telephone, and we lived on hamburgers and went to a tiny restaurant and bought single slices of pizza.” Meanwhile, Bill was working at home the day that Peggy dialed Ray’s phone number—or rather the gas station phone booth—and after quite a few rings, finally got an out-of-breath Ray on the line for her boss: “Bill said, ‘Listen, I’d like to talk to you... come on over. Let’s talk.’” Ray continued, “Well, I had no car, and very little money, so I got a friend of mine to drive

me up on Bellagio Road, where Bill Spier lived. He dropped me there and promised to come back in an hour and pick me up. So, when I rang the doorbell, the person who answered the door was an explosion named Kay Thompson. She welcomed me like an old friend because she had read my short stories too, and she thought they were terrific. What a wonderful way to start my friendship with her. I was in love *instantly*. She was a terrific lady, just as dynamic as the person you saw in a film like *Funny Face*. She was that kind of person. She dragged me into the living room, sat me down, and brought me a glass of wine, so we were off to a great start. Not many women wore slacks in those days, but I seem to recall she was wearing slacks. I remember that it was the first time I was in a house where they had a really great conversation area. The arrangement of the furniture just struck me as being so great. The living room had four couches in a rectangle around a coffee table, so you could have as many as eight people seated around the coffee table. You could have some sort of meeting there if you had to, with other people... actors and assistants. But I remembered that forever, and then later in my life, when my wife and I had a decent living room, we had something like it, with couches facing a rectangular table, so I was very much affected by the intimacy of that room and the ability to talk to people without them being too far away from you.” Before Bill arrived, Kay and Ray had time for a little chat. “I knew that she was occasionally doing choreography for Judy Garland,” Ray continued. “When you see certain Judy Garland films, it is quite obviously choreographed by Kay Thompson.” After long delays, *Ziegfeld Follies* had finally been released on April 8, 1946, the same month of Bradbury’s initial encounter with Kay, a period when she was getting a lot of kudos for co-writing and choreographing Garland’s astounding sexual awakening in the “A Great Lady Has an Interview” (aka “Madame Crematante”) segment. “We discussed that just a little bit,” Bradbury confirmed, “but she mainly wanted to know about me, which was very nice because nobody’d asked me about *me* in my lifetime, so it was kind of nice to have that happen. She was over-gracious, really wonderfully complimentary. She made me feel like I’d been established for a lifetime. That was part of her character. She was always out-sized—the grand gesture, the overstatement—but sincere. It was not fake.” Once Bill finally did come into the room, Kay did not leave the men to their meeting. “No, she stayed with us,” Ray said, “because she was in love with my stories. Her enthusiasm was so wonderful.” Kay did not have to pressure Bill that day, however. Bradbury’s manuscripts spoke for themselves. “Bill bought one story, *And So Died Riabouchinska*, at that first meeting in April 1946,” Ray proudly recalled of the milestone moment. It was Kay’s favorite story and it was Ray’s first important radio sale, the turning point that led to his prolific career in movies and television. Bradbury would go on to co-write the screenplay to *Moby Dick* (Warner Brothers, 1956) with director John Huston, and numerous productions would be based on his celebrated bestselling books and short stories, including *Fahrenheit 451* (Universal, 1966), *The Illustrated Man* (Warner Brothers, 1969), *Something Wicked This Way Comes* (Buena Vista, 1983), and the TV mini-series *The Martian Chronicles* (NBC-TV, 1980). His own anthology series for television, *The Ray Bradbury Theater* (Showtime, 1985-1991), hosted by the author himself, was a direct descendant of his seminal radio favorite, *Suspense*. For reasons unknown, it took a year-and-a-half for Spier to get “And So Died Riabouchinska” on the air. Adapted into script form by Mel Dinelli for *Suspense*, Bradbury’s story was a chilling murder mystery about a vaudeville ventriloquist (played by Wally Maher) and his dummy, an outspoken marionette named Riabouchinska. It aired on November 13, 1947, narrated by Armana Fargey, the

pseudonym for actress June Havoc who was soon-to-be the third Mrs. Bill Spier. “And So Died Riabouchinska” eventually got published in its original prose format in *The Saint Detective Magazine* (June-July, 1953) and, as adapted by Bradbury himself, was dramatized for television twice: First on *Alfred Hitchcock Presents* (CBS-TV, September 27, 1959) starring Claude Rains and Charles Bronson; and then on *The Ray Bradbury Theater* (Showtime, May 28, 1988) starring Alan Bates. The British anthology film *Dead of Night* (UK: Rank, 1945; USA: Eagle-Lion, 1946) contains a story entitled “The Ventriloquist’s Dummy” by John V. Baines (starring Michael Redgrave as the ventriloquist) that has often been cited as the inspiration for “And So Died Riabouchinska.” However, it is unlikely that Bradbury could have seen the film prior to writing his story because, although the film was released in the UK in September of 1945, it did not get U.S. distribution until June of 1946. It appears to have been one of those coincidences of brilliant minds thinking alike. Of course, the motif has inspired a whole sub-genre of movies including William Goldman’s *Magic* (Twentieth Century-Fox, 1978) starring Anthony Hopkins, as well as *Child’s Play* (United Artists, 1988) and its many sequels featuring the demonic doll, Chucky, voiced by Brad Dourif. Ray Bradbury’s interaction with the Spiers did not end after that initial visit to 11580 Bellagio Road. “I had other stories and I was on the verge of publishing my first book of short stories,” Ray recalled, referring to *Dark Carnival* (Sauk City, WI: Arkham House, First Edition, May 1947). “When the first [advance] copy of the book came through, I went over to Hollywood and had drinks with [Bill] at a restaurant near CBS—a grill next door where all the directors and actors went for lunch and drinks between productions—and Orson Welles and Ava Gardner and Kay were there with him. So I had my first meeting with my hero. I mean Orson Welles to me was the greatest director in the history of the world. And I’ve never changed my mind, of course. *Citizen Kane* is the greatest film ever made.” No mention was made of the fact that Welles was still married to Rita Hayworth at the time, yet conducting a less-than-discreet affair with Ava Gardner (who had recently divorced Artie Shaw on October 25, 1946). But, of course, Ray was there to drum up business for his writing and he succeeded again. “I gave [Bill] a bunch of other stories and he bought two or three others.” These were adapted for the following *Suspense* installments: “Summer Night” with Ida Lupino (7/15/1948); and “The Screaming Woman” with Margaret O’Brien and Agnes Moorehead (11/25/1948). [Although Spier bought the stories and developed their adaptations for *Suspense*, they ended up being directed and produced by Anton Leader while Spier was on hiatus.] Bill occasionally allowed Ray to visit the *Suspense* studio to see live performances of the shows, a rare treat given that there was never an audience. Aside from Orson Welles and Ava Gardner, Ray was able to get up close and personal with the likes of Vincent Price, John Garfield and a multitude of other stars. He said that Kay was occasionally there, too, but seemed to respectfully keep her distance from the work at hand; Bill was clearly in charge. “I had an amusing thing with Agnes Moorehead,” Ray recalled. “I gave her a copy of my book of short stories, *Dark Carnival*, and the next week I went back and she was there again, doing another broadcast, and she said, ‘Oh, Mr. Bradbury, your work is so great, why it’s almost as good as Edgar Wallace.’ Well, Edgar Wallace wasn’t much of a writer and I was vaguely insulted, so I didn’t say anything. I wish she would have said H. G. Wells, but she didn’t. I admired her very much but I didn’t want to talk to her again. Edgar Wallace, oh God.” Despite the fact that Wallace did write the story on which *King Kong* was based, Bradbury remains unimpressed with his voluminous body of work. Among

Bradbury's fondest memories, however, was being around Kay and Bill Spier. "It was like watching a good Ping-Pong game or a good tennis match between people who liked and enjoyed one another," Ray observed. "The repartee was very vigorous and very delightful, very nice, very easy." When asked if the chemistry between Kay and Bill was comparable to the Dashiell Hammett characters Nick and Nora Charles as played by William Powell and Myrna Loy in *The Thin Man* movies, Ray responded, "Well... no, more like Katharine Hepburn and Spencer Tracy. I was sorry later when Kay and Bill were divorced because they seemed so right for each other." Although his relationship with Bill Spier dwindled over the years, Ray never lost touch with Kay: "We bumped into each other occasionally on the street in Beverly Hills and we'd stop and gab for a while. And then I wrote her and sent her my books when she lived in New York. When *Eloise* came out, I bought one for my daughters." When asked if Kay had ever been the inspiration for a character in any of his stories, Bradbury lamented, "No, I wish I could say otherwise. Kay herself is an explosion. She should have exploded me into a story, but she didn't." Excerpt from taped interview of Peggy Rea by John Scheinfeld conducted 2/16/1990. Courtesy of John Scheinfeld.

136 "*Larry White, who had*": From the William Spier–June Havoc radio interview on *The Golden Age of Radio* conducted by hosts Dick Bertel and Ed Corcoran, broadcast on November 25, 1970, on WTIC Radio, Hartford, Connecticut. Although Spier identified Larry White as "Hammett's agent for a great many years," the association was slightly more involved. Historian John Scheinfeld explained: "E.J. 'Manny' Rosenberg had started packaging radio soap operas in the 1930s (i.e. *Life is Beautiful*) with a company called Trans American. In the 1940s he teamed up with Larry White to form Regis Radio Corporation. Previously, White had been a literary agent with the Leland Hayward / Myron Selznick Agency—they repped Dashiell Hammett which is where White first met him. Among the projects White and Rosenberg packaged under their Regis banner were *Maisie*, starring Ann Sothorn, and two shows based on the works of Hammett—*The Thin Man* and *The Fat Man*. The latter was based on the Continental Op, the unnamed operative who had been a staple of Hammett's *Black Mask* days. For commercial purposes, White and Rosenberg gave this character a name—Brad Runyon—and increased his girth to 239 pounds with a size 58 belt. Next up for Regis Radio Corporation was packaging *The Adventures of Sam Spade*." Courtesy of John Scheinfeld.

136 *Humpty Bogus*: Spada, James. *Peter Lawford: The Man Who Kept the Secrets*. New York: Bantam Books, 1991, page 206.

136 "*The original plan*": From the William Spier–June Havoc radio interview on *The Golden Age of Radio* conducted by hosts Dick Bertel and Ed Corcoran, broadcast on November 25, 1970, on WTIC Radio, Hartford, Connecticut.

136 "*a woman of infallible*": From John Scheinfeld's 1978 and 1980 unpublished interviews with Robert Tallman. Courtesy of John Scheinfeld.

136 "*mad for Howard's voice*": Ibid.

136 "*Bill took exception*": Ibid.

136 *the casting of Howard Duff*: When Howard Duff auditioned for *The Adventures of Sam Spade*, Bill Spier was not convinced that the unknown 32-year-old was ready to carry an entire series on his shoulders. Spier's wife felt otherwise. So, to further test his skills, Spier immediately cast Duff in two episodes of *Suspense*: "Post Mortem" with Agnes Moorehead (April 4, 1946); and "The Night Reveals" with Keenan Wynn (April 18, 1946). To Kay Thompson's great relief, Duff won Spier over and got the part. On May 1, 1946, Spier taped the pilot episode of *The Adventures of Sam Spade*, "Sam and the Walls of Jericho," featuring Duff in the lead. The following night, Spier used Duff again on *Suspense* in "Crime Without Passion" opposite Joseph Cotten (May 2, 1946). Grams, Martin. *Suspense: Twenty Years of Thrills and Chills*. Kearney, Neb.: Morris Publishing, 1997.

136 "Our first script": For *The Adventures of Sam Spade*, Bill Spier hired two writers: radio workhorse Robert Tallman, and Jo Eisinger, a screenwriter who had just hit it big in the movies with *Gilda* (Columbia, 1946)—for which Kay had secretly coached Rita Hayworth. Because Eisinger was exclusive to Columbia Pictures, he moonlit under the pseudonym "Jason James." Tallman recalled, "With Jo Eisinger as my collaborator, and with the able advice of Spier, a pilot script was written." It was entitled "Sam and the Walls of Jericho" (pilot recorded May 1, 1946). From John Scheinfeld's 1978 and 1980 unpublished interviews with Robert Tallman. Courtesy of John Scheinfeld.

136 *casting of Howard Duff*: The success of *The Adventures of Sam Spade* launched Howard Duff's career, but it would take him a while to break away from the identification. Although Duff had a very small part in his first movie, *Brute Force* (Universal, 1947), he was given special billing in the opening titles as "Howard Duff, Radio's Sam Spade." During the first year of *Spade*, Duff was now deemed star-worthy enough to carry a dozen installments of *Suspense*. Pushing the envelope, the December 5, 1946, episode of *Suspense*, entitled "The House in Cypress Canyon," featured Duff as a detective simply identified as "Sam." With no mention of "Spade," a licensing fee to Dashiell Hammett was avoided, but *The Adventures of Sam Spade* got cross-promoted anyway. From the Howard Duff biography on the Yahoo! Movies website (movies.yahoo.com).

136 *Premiering July 12*: On May 1, 1946, Bill Spier directed and produced an "audition" pilot of *The Adventures of Sam Spade* entitled "Sam and the Walls of Jericho." Oddly enough, CBS—Spier's home for sixteen years—passed on the project. Spier was furious; how dare CBS insult their primo director-producer this way? However, unlike *Suspense* which was owned by CBS, *The Adventures of Sam Spade* was independently owned by Regis Radio Corporation, a partnership of radio packagers Larry White and Manny Rosenberg (with Spier under contract to Regis as part of *Spade* package, paid a weekly salary, but no equity). White and Rosenberg had the flexibility to take the show wherever they wanted. Spier recalled, "It was sold, I think, within 48 hours." ABC snatched up the opportunity, leaving rival CBS wondering if it had made a mistake. A season of thirteen episodes would be sustained by ABC for a trial run in a summer replacement time slot on Friday nights, with hopes that a sponsor would come on board. But even with Spier at the helm, it was still a big gamble. Unlike *Suspense*, the series had no "big name stars" at the

mike. The whole endeavor would live or die on Duff's voice and the quality of the writing and direction. Premiering July 12, 1946, *The Adventures of Sam Spade* took a bit of getting used to, particularly for those expecting an imitation of Humphrey Bogart. "Howard Duff... was as un-Bogart as an actor could be," wrote Ivan G. Shreve, Jr. "Duff's Spade was a cut-up, possessing a breezy insouciance that charmed the listening audience and soon made the dour and straitlaced Bogart Spade a mere mist in the memory." With *Sam Spade*'s popularity rising fast, CBS began to regret its decision to let the series slip through its fingers. Wildroot Crème Oil for the Hair—represented by the BBDO Advertising Agency, Spier's alma mater—came forward to sponsor the series and CBS somehow snatched the whole package away from ABC. On September 29, 1946, *The Adventures of Sam Spade* moved to the prime Sunday night 8 P.M. slot on CBS where it became a smash hit, running from 1946-1949; it then shifted to NBC from 1949-1950 where it continued to attract a huge audience. It was ultimately cancelled in September 1950 because of the Blacklisting of Dashiell Hammett and Howard Duff by Joseph McCarthy's House Committee on Un-American Activities. Back in 1946, however, Hammett was a big name that attracted audiences. The announcer would open every show with the following: "Dashiell Hammett, America's leading detective fiction writer and creator of Sam Spade, the hard-boiled private eye, and William Spier, radio's outstanding producer/director of mystery and crime drama, join their talents to make your hair stand on end... with... *The Adventures of Sam Spade* [music sting]... presented by the makers of Wildroot Crème Oil for the Hair." (Presumably, the pomade would take care of listeners' fright-hair caused by the show.) Although seven of the first thirteen episodes of *The Adventures of Sam Spade* were adaptations of Hammett's short stories, Hammett did not participate in the creative process of the series. "My soul duty in regard to these programs," Hammett insisted, "is to look in the mail for a check once a week." When Howard Duff ran into Hammett's frequent companion, Lillian Hellman, at a party, he asked her what Dashiell's opinion was of the show. "Dash?" Hellman smiled. "Oh, I don't think he's even heard it." Later, Hammett expressed a stronger opinion. "In 1952, after the series was off the air," noted Martin Grams, Jr., in his book *The Radio Adventures of Sam Spade*, "script writer E. Jack Neuman was invited to a party. Among the guests was Dashiell Hammett. The two struck up a conversation and the subject of the radio program was brought up. 'He told me he thought Spier was full of shit and he didn't think much of the way Duff played it,' recalled Neuman." Even without Hammett's blessing, however, the show was a smash success. "Jo Eisinger dropped out after thirteen weeks to write a movie," recalled Robert Tallman. [Although he did not return for any further adventures of *Spade*, Eisinger collaborated with Tallman once more to write one of the Falcon detective movies, *The Devil's Cargo* (Film Classics, 1948), credited to his "Jason James" nom de plume.] The departure left Tallman in the lurch. "At a time when we had run out of Hammett stories to adapt, I was supposed to come up with an original script every week—and we hadn't had time to accumulate a backlog of scripts—and we never were to have, as it turned out. I told Bill I couldn't do it, but he didn't seem to hear me. I pled with Kay to intercede for me. Instead, she persuaded me that if I failed Bill at this crucial hour, he might have another heart attack and it would be my fault. So I practically moved into the Spier household and, with the help of his indefatigable secretary Peggy Rea [and a new co-writer named Gil Doud], we managed to get the show on the air every week and, moreover, to trounce our opposition, a square detective called *Johnny Dollar*." When Kay Thompson would come home from her MGM day job, she

would find her husband working with *Suspense* and *Sam Spade* writers into all hours of the night. Peggy Rea was there to take dictation, type up drafts and keep the coffee flowing. For Kay, it was a creative atmosphere that was as alluring as it was impossible to avoid. At first, ideas were bounced off her but soon she found herself actively participating in brainstorming sessions. “Kay *loved* mysteries,” recalled Lorna Luft. When asked if Kay liked classic whodunit characters such as Sherlock Holmes or Agatha Christie’s Miss Marple, Lorna laughed, “Definitely not. Kay read *modern* mysteries. The *New York Times* bestsellers.” From John Scheinfeld’s 1978 unpublished interview with Robert Tallman. Courtesy of John Scheinfeld; Grams, Jr., Martin. *The Radio Adventures of Sam Spade*. Arlington, Virginia: OTR Publishing, 2007, page 89; from posting on the Thrilling Days of Yesteryear Website, by Ivan G. Shreve, Jr. (blogs.salon.com); from the Radio Memories Website (www.radiomemories.com); and, from the William Spier / June Havoc radio interview on *The Golden Age of Radio* conducted by hosts Dick Bertel and Ed Corcoran, broadcast 11/25/70, on WTIC Radio, Hartford, Connecticut.

137 *One of the most beloved*: As a cross-promotional stunt, on January 10, 1948, “The Kandy Tooth Caper” was performed again, not on *The Adventures of Sam Spade*, but rather on *Suspense* (which by that time had expanded from half-hour episodes to hour episodes). Howard Duff and most of the regular cast members reprised their parts—with the exception of Conrad Salinger whose role of the “queer dentist” was given to Wally Maher (one of Spier’s regular repertory players). There was also an added surprise appearance by another iconic private eye. As an inside joke, *Suspense* host Robert Montgomery, who had recently played Raymond Chandler’s gumshoe Philip Marlowe in the screen version of *The Lady In The Lake* (MGM, 1947), made a cameo appearance as Philip Marlowe in this new version of “The Kandy Tooth Caper”—the only time these literary “rivals” ever met face to face. Plus, Bill Spier himself made a curtain call at the end of the episode. From the Thrilling Detective website (www.thrillingdetective.com), report submitted by Kevin Burton Smith with thanks to Jim Doherty “for the scoop on *The Maltese Falcon* radio sequel.”

137 *In The Maltese Falcon, Hammett*: Dashiell Hammett’s *The Maltese Falcon* was originally serialized in five issues of *Black Mask* magazine, from September 1929 through January 1930, before Alfred A. Knopf published it as a book the following month on Valentine’s Day.

137 “*gungel*”: *Atlantic Monthly*, 1/1965, “Getting Away With Murder” by Erle Stanley Gardner; Safire, William. *The Right Word in the Right Place at the Right Time: Wit and Wisdom from the Popular Language Column in the “New York Times Magazine.”* New York: Simon & Schuster, 2004, pages 35–36.

137 “*They hired Connie*”: Maltin, Leonard. *Leonard Maltin’s Movie Crazy: For People Who Love Movies*. Milwaukie, Ore.: M Press Books, 2008, page 288. Alexander Courage added: “[Salinger] had to join AFRA in order to do [the *Spade* gig]. He got paid \$75 to do it, I think, and it cost him \$85 to join AFRA.”

137 *Thompson’s fingerprints*: Aside from Kay Thompson’s uncredited behind-the-scenes dabbling on *Suspense* and *The Adventures of Sam Spade*, she may very well have

indirectly influenced an important casting decision on another iconic radio mystery series: *The Shadow* (Various networks, 1930-1954). Long after she left MGM, Kay gave private vocal lessons to famous stars as well as up-and-coming wannabes. Though her coaching was mostly intended for singing, Kay's breath control method lent itself to all kinds of vocalizing, including bloodcurdling screams. One case in point involved *The Shadow*. On September 11, 1949, one of Kay's students, Gertrude "Trudy" Warner, took over the part of "Margot Lane" in the long-running radio mystery series. Regarding her audition for the role, Warner said, "I was dressed up in my best navy blue dress and three strand choker of pearls. So down I went, we were all sitting around, fifteen or twenty of us, and so I read the lines and then the director said, 'Now we have to hear you scream because Margot screams most of the time. Underwater, wherever, she has to scream.' I said, 'You really want me to scream?' And he said, 'Yes.' So, I had been studying with Kay Thompson and she was telling me how to use the diaphragm. She said, 'You don't have to [gasp], just take a little quick breath and you will scream forever.' Well, I did that. I took a little intake. This choker broke, it was like a hailstorm, pearls were bouncing through that studio, I was trying to catch them, finally gave up, it was a—you had to be there. And I got outside and they said 'What was going on in there?' and I said, 'I broke my pearls.' They said, 'You'll do anything to get a job! You'll just do anything!' So, I think that's why I got that job, I really do." The broken pearls may have made an indelible impression on the producers, but her scream wasn't bad either—thanks to Kay Thompson. The character of "Margot Lane" had been originated by Agnes Moorehead from 1937 to 1939 opposite both Orson Welles and Bill Johnstone. Many other actresses played her on radio including Jeanette Nolan; a 1994 movie adaptation featured Penelope Ann Miller as "Margot Lane" opposite Alec Baldwin. But it was Gertrude Warner's "Margot Lane" that resonated the longest in *Shadow* history. Starring opposite Bret Morrison as "The Shadow," Warner became the longest running "Margot Lane" for five years in over 200 shows—and countless bloodcurdling screams à la Thompson. *The Shadow* appeared on various radio networks from 1930-1954: CBS-Radio in NYC 1930-32; NBC-Radio 1932-33; CBS-Radio 1934-35; Mutual Radio in NYC 1937-1954. Transcribed from a 1985 interview with Gertrude "Trudy" Warner by radio historian Anthony Tollin that appears as part of the audio retrospective program, *The Shadow: The Making of a Legend*, a supplemental component of the 5 CD box set, *The Shadow Chronicles* (Great American Audio #49500; GAA Corp., 206 Adamson Industrial Blvd., Carrollton, GA 30117), released in 1996.

137 *introduced Ava to Howard*: After Kay Thompson's matchmaking took hold, Ava Gardner and Howard Duff appeared together on the May 1, 1947, installment of *Suspense* in an episode entitled "Lady in Distress." On November 5, 1947, an item in *The Hollywood Reporter* noted, "Ava Gardner bedded with the flu. Her romance with Howard Duff has gone 'cute.' The other night in that *Sam Spade* radio show which stars Duff, a character was referred to as Dr. A.V.A. Gardner." Gardner eventually dropped Duff for Frank Sinatra whom she would marry in 1951, the same year Duff would tie the knot with Ida Lupino. *Hollywood Reporter*, 11/5/1947.

137 *Meanwhile, at MGM*: In 1946, Kay Thompson was asked by the MGM publicity department to fill out a standard questionnaire usually reserved for movie stars, a form called the "MGM Thumb-Nail Autobiography." In her own handwriting, Thompson

described her husband, Bill Spier, as “a handsome guy with a beard;” she placed her “literary education level” as “3 years of college” and her “musical education” as, “All my life.” Experience: “100 years of radio—Fred Waring, André Kostelanetz. First jazz group (singing).” Published works: “Love On Greyhound Bus” and “Isn’t It Wonderful.” From the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

137 *Freed Unit’s Summer Holiday*: *Summer Holiday* was a musical adaptation of Eugene O’Neill’s 1933 play, *Ah, Wilderness!*, a slice of apple pie Americana, set in 1906, centering on a middleclass family living in Dannville, Connecticut. *Ah, Wilderness!* had already been made into a non-musical film at Metro in 1935, featuring Mickey Rooney as Tommy Miller, the clan’s youngest child (though he was 15-years-old at the time, Rooney easily passed as 9). This new version, set to begin production in June 1946, would promote Rooney to top-billing as Richard, the eldest Miller sibling, just graduating from high school (though he was 25 in real-life), who pines for a pretty classmate, Muriel, played by Gloria DeHaven (19 in real-life). The supporting cast would include Agnes Moorehead, Frank Morgan, Marilyn Maxwell, and, as the mom and pop of the Miller family, Selena Royle and Walter Huston. Because *Meet Me in St. Louis* was the genre blueprint for *Summer Holiday*, Freed wanted Hugh Martin and Ralph Blane to encore as the songwriters. But, as development was firing up, Hugh was still serving in the military. Instead, Ralph was paired with Harry Warren to come up with a slate of songs for the film—including yet another ode to locomotion for which both men had clocked considerable mileage. To Blane’s credit was “The Trolley Song” from *Meet Me in St. Louis*, while Warren’s vehicular résumé boasted “Chattanooga Choo-Choo” from *Sun Valley Serenade* and “On the Atchison, Topeka and the Santa Fe” from *The Harvey Girls*. For *Summer Holiday*, the “transportation fellas” came up with “The Stanley Steamer” glorifying the steam-powered automobile produced by New England’s very own Stanley Motor Carriage Company. But the familiarity would end there. Rather than employ one of his usual directors, Arthur Freed had engaged Rouben Mamoulian, the Russian émigré who, with his innovative stylings, had revolutionized musicals on Broadway (*Porgy and Bess*, *Oklahoma!*, *Carousel*) and the silver screen (*Applause*, *Love Me Tonight*)—and his approach for *Summer Holiday* would be equally non-conformist. Instead of lip-synching to prerecorded songs, he wanted his actors to sing live during shooting, drifting back and forth between lyrics and dialogue. Roger Edens protested, “I won’t have any control over the sound if any part of the musical and dialogue sequences are direct recorded.” After much consternation, Mamoulian eventually agreed to prerecord all the singing portions of the musical numbers while leaving instrumental passages for dialogue to be inserted live on the set. In order to record clean dialogue tracks during filming, the volume of the playback speakers would have to be lowered to barely audible levels while the actors spoke their lines, then quickly raised again for lip-synching the sung portions. Needless to say, it was a technical nightmare for all concerned, requiring weeks of rehearsal to perfect the critical timings. Lennie Hayton would be the music director with Conrad Salinger providing the orchestrations. And, since Kay Thompson’s vocal arranging job on *Till the Clouds Roll By* was ending that June 1946, it was assumed she would segue into the same position on *Summer Holiday*—but Harry Warren was not about to let that happen. Harry was still fuming over Kay’s overhaul of “On the Atchison, Topeka and the Santa Fe”—even though her additions

played a significant part in winning the song its Oscar. As a result, he did everything in his power to blackball her. Nevertheless, Kay assumed her tight relations with Freed, Edens, Blane, Hayton, and Salinger would be enough to outweigh Warren's inflated sense of entitlement. Knowing the odds were against him, Harry apparently went to the one person who might listen: Rouben Mamoulian. And it didn't take much squawking to spook the director into believing that Thompson's freewheeling methods would not mesh with his rigid game plan. After that, there was nothing anyone could do to assuage the director. When asked why Kay did not do the vocal arrangements for *Summer Holiday*, Ralph Blane tried to put a positive spin on the betrayal: "Kay is very flamboyant, showy and original. I knew a fabulously talented fan, Bobby Tucker, working at CBS in New York. His style of vocal arranging was quite different from Kay's. Tucker sticks right with the original material." In other words, Tucker would bring nothing new to the table; his arrangements would be made to order, with no embellishments. It was an all-too-familiar situation for which Kay was no stranger—and she had the battle scars to prove it. In 1935, Thompson and Lennie Hayton had been canned from *The Lucky Strike Hit Parade* for being too creative. Under these constraints, *Summer Holiday* was of little interest to Kay—yet it still had to be something of a let-down when she was uninvited to the party. As consolation, Thompson's services were called upon to direct the choir for several numbers including the "The Stanley Steamer," "Graduation Medley" ("Dan-Dan-Dannville High" / "All Hail to Dannville High"), and the elaborate "Independence Day" / "While the Men Are All Drinking" production number. As usual, Kay's chorus included the Music Maids (Alice Sizer Ludes, Dottie Messmer, Patt Hyatt, and Denny Wilson). And, Kay would use Denny Wilson for a little troubleshooting, too. Despite Mamoulian's insistence that every actor do his or her own singing, the powers-that-be overruled this edict in the case of Selena Royle who simply could not carry a note. Consequently, Thompson was placed in charge of replacing Royle's off-key warbling with Denny Wilson's lilting chirp. Unfortunately, test audience response to the completed picture was disastrous. This prompted a flurry of wholesale pruning in the editing room—and, despite Harry Warren's tenacious campaign to protect his score, in the end, it got butchered. When *Summer Holiday* was finally released a year-and-a-half later, the boxoffice results were lackluster and the movie lost money. "When [Harry and I] met in 1979," Michael Feinstein recalled in his liner notes for the *Summer Holiday* soundtrack CD, "it was all fresh in his memory, and he still resented the MGM 'brass' for cutting his score to shreds." Though the cut footage was lost, recordings of the complete score managed to survive and were finally assembled by producer George Feltenstein for the *Summer Holiday* soundtrack released in 2004. From the liner notes by Michael Feinstein included with the soundtrack CD of *Summer Holiday* (Turner Classic Movies Music / Rhino Records, RHM2-7769), released in 2004. Album produced by George Feltenstein; Fordin, Hugh. *The World of Entertainment: Hollywood's Greatest Musicals: The Freed Unit at MGM*. New York: Doubleday and Company, Inc., 1975, pages 190, 194 and 198.

137 "Kay is very flamboyant": Fordin, Hugh. *The World of Entertainment! Hollywood's Greatest Musicals: The Freed Unit at MGM*. New York: Doubleday, 1975, page 194.

138 "from the transportation fellas": The advertising slogan regarding Ralph Blane and Harry Warren was a bit of a stretch: "The Trolley Song" from *Meet Me in St. Louis* was composed by Hugh Martin and Ralph Blane; "Chattanooga Choo-Choo" from *Sun Valley*

Serenade was by Harry Warren and Mack Gordon; and “On the Atchison, Topeka and the Santa Fe” from *The Harvey Girls* was by Harry Warren and Johnny Mercer.

138 “*met in 1979*”: From the liner notes by Michael Feinstein included with the soundtrack CD of *Summer Holiday* (Turner Classic Movies Music/Rhino Records, RHM2-7769), released in 2004. Album produced by George Feltenstein.

138 *work with Sinatra again*: Producer Jack Cummings’ production of *It Happened in Brooklyn* tells the bittersweet story of an Army man’s homecoming and readjustment to life in Brooklyn, New York, after having served four years in World War II. The movie starred Frank Sinatra, Kathryn Grayson, Peter Lawford, Jimmy Durante, and Gloria Grahame. George Sidney was originally announced as the director but Richard Whorf (*Till the Clouds Roll By*) ended up with the assignment. Due to another labor strike that crippled the studio’s ability to build sets, some of the film was shot on actual locations in New York, one of many films that spurred a growing trend toward realism. Johnny Green was credited for “Music Supervision, Direction and Incidental Score,” with Ted Duncan handling some of the orchestrations. Axel Stordahl, Sinatra’s preferred arranger and conductor who regularly led his sessions for Columbia Records, was given credit for “Frank Sinatra’s Vocal Orchestrations,” a misleading attribution because it implied that Stordahl provided vocal arrangements when, apparently, it only meant that the Stordahl did the orchestrations for the songs that Sinatra sang. Though not credited, Kay Thompson did indeed work on this film as the vocal arranger and vocal coach. The MGM music files at the University of Southern California Cinema-Television Library reveal that Thompson and Ted Duncan adapted the Mozart melody “Là ci darem la mano” from *Don Giovanni* recorded by Sinatra and Kathryn Grayson on July 18, 1946 (performed as part of an Italian restaurant sequence in the film). The session was conducted by Johnny Green and features a piano solo by seventeen-year-old André Previn, who had joined MGM’s music department not long before this movie was made. It was startling to hear Sinatra tackle an opera classic, but he pulled it off with aplomb, thanks in part to Kay’s coaching. Having worked closely with opera stars James Melton, Lauritz Melchior, and Marina Koshetz, Kay was used to blurring the lines between pop and classical music, an area of expertise for which she is rarely recognized. Apart from her \$800 weekly salary, Kay was awarded additional compensation for her collaboration with Duncan on this adaptation of Mozart, a vocal arrangement that was copyrighted under their names on February 11, 1947. Other vocal numbers on which Kay worked included several new songs composed by her old pals Jule Styne and Sammy Cahn: “The Brooklyn Bridge” (sung by Frank Sinatra; recorded June 4, 1946); “Time after Time” (Sinatra’s versions recorded August 8 and September 17; Kathryn Grayson’s version recorded September 11); “I Believe” (Sinatra, Jimmy Durante, and Bobby Long; recorded October 21); “The Song’s Gotta Come from the Heart” (Sinatra and Durante; recorded September 26); “Whose Baby Are You?” (Peter Lawford; recorded September 28). Kay also directed Maury Rubens’ Children’s Choir for the “Class Room Scene” in which teacher Kathryn Grayson and her pupils sing a classical medley of Schubert, Tchaikovsky and Wagner (recorded June 22). The most unmistakably Thompsonian of all, however, was “It’s the Same Old Dream” (Styne-Cahn) sung by Sinatra with the Starlighters—whose members at that session were Andy Williams, Howard Hudson, Vincent Degen, and Pauline Byrns (prerecorded September 23, 26, 27). Performed in a music store, the song begins as a

pretty ballad, sung by Sinatra, but after the second verse, a group of four bobby-soxers (lip-synching to the voices of the Starlighters) switch the gears into revved-up swing for several bars. Eventually, Sinatra calms things down as the quartet joins him for the mellow finish. This delightful arrangement, with its sophisticated phrasing, unexpected tempo shifts, and exhilarating harmonies, has Kay written all over it. *It Happened in Brooklyn* marked the umpteenth time Kay had worked with Sinatra, 30, and her first official assignment with his future Rat Pack comrade, Peter Lawford, 23, who could barely croak a note. “Aargh!” Kay recalled. “Peter Lawford’s voice, it was just so camp.” Be that as it may, they liked each other a lot. A year earlier, Peter had volunteered for Kay’s variety show honoring Air Force fliers and she would draft him into duty for the production she was secretly planning as a surprise for Roger Edens’ upcoming birthday. Regardless of his dubious vocal chops, Peter had enough likeability and charisma to land the lead in *Good News*, a Freed Unit musical for which Kay would get to coach Peter a whole lot more. From the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; and, from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

138 *including Andy Williams*: From the Starlighters employment index card and the *It Happened in Brooklyn* music recording index card on file in the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. The Starlighters (Pauline Byrns, Andy Williams, Howard Hudson, and Vincent Degen) was a pared-down reconstruction of Six Hits and a Miss. Leader Pauline Byrns found it increasingly difficult to hold six men together due to the military draft. She reduced the size of the group to Four Hits and a Miss, and then down to Three Hits and a Miss, prompting Kay Thompson to quip that the ever-decreasing monikers sounded like “markdowns at a fire sale.” Heeding Thompson’s advice, Byrnes rechristened the group the Starlighters. After Andy Williams left the group to reunite with his brothers, the Starlighters’ membership stabilized as a quintet (Byrnes, Howard Hudson, Vincent Degen, Tony Paris, and Jerry Davenport) and would go on to accompany Nat King Cole, Gordon MacRae, Harry James, Les Brown, and Jo Stafford. Special thanks goes to Adrian Daff for his meticulous research on Six Hits and a Miss and The Starlighters.

138 *Cummings lassoed Kay*: In August 1946, producer Jack Cummings lassoed Kay for his production of *The Romance of Rosy Ridge* (MGM, 1947), a post-Civil War story about a suspected Yankee, Henry Carson (Van Johnson), trying to settle among Southern country folk in the Ozarks Mountains. He falls in love with a Southern lass named Lissy Anne MacBean (Janet Leigh) against the better judgment of her suspicious elders. Thompson’s main function was coaching Van Johnson for his six vocal performances: “Far from My Darling” (Earl Robinson-Lewis Allan); “On Top of Old Smokie” (Traditional); “Sweet Betsy from Pike” (Traditional); “Fiddling for a Frolic” (Earl Robinson-Lewis Allan); “Pig in the Parlor” (Earl Robinson-Lewis Allan) with Kay’s chorus; and “I’m From Missouri” (Earl Robinson-Lewis Allan), an on-screen duet with Marshall Thompson whose singing voice was dubbed by the song’s co-writer, Earl Robinson. Kay directed choral renditions of “I’m from Missouri” for the main and end

titles, accompanied by George Bassman's symphony orchestra. A starlet named Gail Davis from Little Rock, Arkansas was given an uncredited walk-on role in *The Romance of Rosy Ridge*. Shortly after shooting this picture, Gail was assigned to Kay Thompson for vocal training to get rid of her thick Southern drawl, so that she would have more versatility. Next up for Gail was a line or two in *Merton of the Movies* (MGM, 1947), a Red Skelton-Virginia O'Brien romantic comedy which marked the directorial debut of choreographer Bob Alton. Gail's brief screen time failed to make much of an impression. Eventually, Kay threw in the towel trying to exorcize Gail's stubborn twang and the studio dropped the starlet because she was deemed "hopelessly hillbilly." Rather than try to be something she was not, Gail stuck to her guns and found a niche for herself starring in westerns for various studios. In 1954, her big breakthrough came when she was cast as the lead in the successful Emmy-nominated television series, *Annie Oakley* (Syndicated, 1954-1957), produced by Gene Autry. From the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

138 *arrangements for Joe Pasternak's*: Producer Joe Pasternak's *This Time Is for Keeps* was a musical about a singing soldier (Johnnie Johnston) adjusting to life after World War II and romancing an aquacade showgirl (Esther Williams). Directed by Richard Thorpe (*Two Girls and a Sailor*, *Thrill of a Romance*, and *Her Highness and the Bellboy*), the film also starred Jimmy Durante, Lauritz Melchior (as Johnston's opera singing father), Xavier Cugat, Dorothy Porter, and Sharon McManus. An astounding twenty-one musical numbers would be squeezed into the picture's 105-minute running time and, as a result, music director Georgie Stoll (who received the only music department credit in the film) needed all hands on deck. Kay's uncredited work on the picture included directing choral numbers for the main title overture, "This Time Is For Keeps" (songwriters unknown), and the Mackinac Island establishing montage, "When It's Lilac Time on Mackinac Island" (Lesley Kirk), both with Stoll's orchestra. Thompson's choir also accompanied vocalist Lauritz Melchior and Stoll's orchestra on "Opening Opera" (Bizet, adapted by Georgie Stoll and Calvin Jackson), and the finale medley: "La donna è mobile" (from the opera *Rigoletto*, music by Giuseppe Verdi, libretto by Francesco Maria Piave) / "Easy to Love" (Cole Porter) (Prerecorded June 26 and August 23, 1946). Two versions of "Un Poquito de Amor" (Raul Soler-Ralph Freed) were performed by Xavier Cugat and His Orchestra featuring Kay's chorus—one with a solo lead vocal by Johnny Johnston; the other with Johnston and Dorothy Porter singing a duet (Prerecorded July 1 and September 9, 1946). Of the vocal arrangements, the most Thompsonian among them was "M'Appari" (from the opera *Martha, oder Der Markt von Richmond*, music by Friedrich von Flotow, libretto by Friedrich Wilhelm Riese), sung by Johnnie Johnston with Stoll's orchestra. Johnston begins singing the traditional operatic melody, then launches into a swing version masterminded by Thompson, with an orchestration by Calvin Jackson and Stoll (Prerecorded July 9, 1946). Jimmy Durante probably got Kay's coaching advice on his numbers: "Inka Dinka Doo" (Jimmy Durante); "Little Bit This and a Little Bit That" (Jimmy Durante); "I'm the Guy Who Found the Lost Chord" (Earl Brent-Jimmy Durante); and the medley of "Ten Percent Off" (Sammy Fain-Ralph Freed) / instrumental interlude of "Beautiful Lady in Blue" (J. Fred Coots-Sam M. Lewis), performed during an Esther Williams water ballet (choreographed by Stanley Donen) (Prerecorded July 6, July 9, and August 30, 1946). Kay also coached Esther Williams, Johnnie Johnston, and eight-year-old Sharon

McManus for a sleigh ride medley: “Jungle Bells” (Traditional) / “S No Wonder They Fell in Love” (Sammy Fain-Ralph Freed) (Prerecorded June 27, 1946). From the music recording logs and other related files on *This Time Is for Keeps* found in the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

138 *Johnny Green got her*: In late-October 1946, overlapping her work on *Three Daring Daughters*, Kay was drafted into service by music director Johnny Green to do some choral work on *Cynthia* (MGM, 1947), a new film based on the play *The Rich, Full Life* by Viña Delmar, which had opened on Broadway a year earlier. The film would be a starring vehicle for fourteen-year-old Elizabeth Taylor, directed by Robert Z. Leonard (*Week-End at the Waldorf*) and produced by Edwin H. Knopf (*Crossroads*), the brother of publisher Alfred Knopf. To create an anthem for the movie’s fictional Napoleon High School, Kay revised the lyrics of “Buckle Down, Winsocki” (Hugh Martin-Ralph Blane), from *Best Foot Forward*, to become “Buckle Down, Napoleon.” In a pre-recording session on October 28, 1946, Thompson directed a large youth choir to sing the song for a student assembly scene, as well as a second version, performed by a smaller group of kids, for a prom night sequence. Thompson also did the vocal arrangement and coaching on a commercial jingle called “Schlermer Hammer Company” (Johnny Green-Ralph Freed). Pre-recorded on November 13, 1946, Kay’s own voice can be heard among the small ensemble of singers, accompanied by Johnny Green on piano. Unfortunately, the twenty-four-second ditty did not make it into the final cut of *Cynthia*, but George Feltenstein has located the recording in the MGM vaults and hopes to one day include it on a CD of rarities. The question did arise, however, whether Thompson coached Elizabeth Taylor for her one vocal number in *Cynthia*: “Melody of Spring” (Johann Strauss II, adapted with lyrics by Ralph Freed and Johnny Green). When Miss Taylor was contacted for this book in 2008, the very mention of Thompson’s name made her smile, though she did not recall being coached by her. She admired Kay from afar and remembered that Thompson had often coached her contemporary, Margaret O’Brien. For her performance of “Melody of Spring” in *Cynthia*, Miss Taylor was coached by Arthur “Rosie” Rosenstein, Metro’s vocal coach for operatic singers, and he is credited on the pre-recording log as the pianist (pantomimed in the film by character actor S. Z. Sakal). A number of references claim that Taylor’s vocal was later replaced, but no confirmation of this was found in any MGM music, employment or legal documents. (On April 14, 2008, Elizabeth Taylor’s comments regarding Kay Thompson were graciously relayed to the author of this book by her personal assistant, Tim Mendelson.)

139 *Then came Living in a Big Way*: In late-1946, Gene Kelly was glad to be back at MGM after eighteen months of service in the Navy, though he was disappointed that his comeback picture would be *Living in a Big Way*, a non-musical dramedy that was designed primarily to launch the career of Marie McDonald, a pet starlet of Louis B. Mayer. Gene was not nearly as impressed with Marie’s attributes, declaring privately that she was “a triple-threat: She could neither sing nor dance nor act.” On a brighter note, however, the film was set to be directed by Gregory La Cava whose *My Man Godfrey* (Universal, 1936) was one of Kelly’s favorite movies. There was only one opportunity in the script for Gene to dance and that was at the very beginning of the picture. On the night before Leo Gogarty (Gene Kelly) is inducted into military service for World War II,

he meets Margo Morgan (Marie McDonald) at a country club party. They dance to “It Had to Be You” (Isham Jones-Gus Kahn), fall instantly in love and decide to marry before he departs the next day. Conducted by Lennie Hayton from an orchestration by Robert Van Eps, Kay Thompson created the vocal arrangement for “It Had To Be You” and brought in her current pet vocal group, the Starlighters (Andy Williams, Howard Hudson, Vincent Degen, Tony Paris, and Pauline Byrns), to harmonize the lyrics under her direction—prerecorded on December 5, 1946. And, six months later, on May 2, 1947, the male singers of the Starlighters were brought back to record an additional sixteen-bar insert for the song—although Andy Williams’ voice on that recording date was replaced by Jerry Deavenport (aka Jerry Duane) because, by then, Andy had left the group to reunite with his brothers. In the movie, the band and the singers are never visible, but we *hear* Pauline Byrns singing several solo bars of the song as Gene Kelly dances (with Marie McDonald) and sings along for a bit. The couple moves from the ballroom to the exterior veranda and yard for an intimate dance routine by themselves. As the song continues, Pauline is joined on the soundtrack by her quartet of male singers. The vocal arrangement has several Thompsonian tempo shifts, interspersed with instrumental interludes, and finishes mellow and romantic as Gene Kelly and Marie McDonald kiss in the garden. Later in the film, Gene Kelly tinkles a short, ten-second bit of “It Had to Be You” on a piano to gently wake up the sleeping Marie McDonald; this piano riff was prerecorded on December 5, 1946, by Lennie Hayton on keyboard. But, other than that, the film would be devoid of dancing or singing—or, at least that was the plan until a rough cut of the film was previewed. The reaction was disastrous. McDonald’s deficiencies were painfully evident, but even worse, the opening “It Had to Be You” number had set up expectations that the movie was a musical and that Gene Kelly would be performing more dance routines throughout the picture. In an attempt to salvage the movie, two Gene Kelly song-and-dance numbers were added—with McDonald nowhere in sight. Kelly and Stanley Donen would collaborate on the choreography. The first was “Children’s Dance,” a nine-minute medley of traditional nursery rhymes including “Ring around the Rosie” / “Round and ‘Round the Village” / “Here We Go Loopty-Loo” / “See Saw Margery Daw” / “Yankee Doodle,” arranged by Conrad Salinger, orchestrated by Wally Heglin, and conducted by Lennie Hayton. Prerecorded on January 6 and February 19, 1947, Gene Kelly sang the number with Maury Rubens’ Children’s Choir under Kay Thompson’s coaching and direction. The first two-thirds of the number has Gene singing the nursery rhymes with the children’s chorus, as he dances with them around an apartment house construction site; the last third of the number is instrumental-only, reprising melodies of the nursery rhymes, as Gene dances solo for the children. The other add-on was “Fido and Me” (Louis Alter-Edward Heyman), conducted by Lennie Hayton from an orchestration by Wally Heglin, prerecorded on February 15, 1947. Gene sang the first verse of the song—likely coached by Thompson—and the rest was strictly instrumental while he danced with a dog and a statue. Unfortunately, even with the fixes, *Living in a Big Way* was a bust at the boxoffice. Yudkoff, Alvin. *Gene Kelly: A Life of Dance and Dreams*. New York: Back Stage Books, 1999. Page 158; and, from the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Additional thanks goes to Adrian Daff for his meticulous research on *Six Hits and a Miss* and *The Starlighters*.

139 *Pasternak's Three Daring Daughters*: Kay Thompson fulfilled many functions on *Three Daring Daughters*. On October 19, 1946, Thompson soloed as pianist on the prerecordings of “Turkish March” (Mozart), “Happy Birthday” (Patty S. Hill-Mildred J. Hill), and three versions of the movie’s most memorable hit tune, “The Dickey-Bird Song” (Sammy Fain-Howard Dietz). Ann E. Todd, who was an accomplished pianist in her own right, pantomimed to Thompson’s keyboarding on-screen for all but the final version of “The Dickey-Bird Song.” For that final version, as incredible as it may seem, José Iturbi actually finger-synched to Thompson’s piano-playing of “The Dickey-Bird Song” at the end of the picture. It was somewhat surprising that a pianist of his stature would not insist on doing his own keyboarding. “José Iturbi was very affable,” Elinor Donahue recalled in a 2008 interview for this book. “Whatever needed to be done, he did it. He did not have an ego in that way. I adored him and I used to sit beside him and doodle around at the piano. The one we had on the set was silent—they are faux pianos so there is no sound whatsoever when the keys are played. But somewhere, off to the side on the set, was a real piano, because I do remember José playing a real piano—I guess so he could warm up his fingers or whatever. I noticed that Kay Thompson played the piano with her fingers straight out but José played with his fingers bent in the proper way.” During preproduction, the powers-that-be determined that the singing voice of Ann E. Todd was not good enough so Thompson chose Patt Hyatt of the Music Maids to sing for her on the prerecordings. Eight-year-old Sharon McManus, who had just completed a featured singing part in Pasternak’s last film, *This Time Is for Keeps*, was originally slated for the role of the youngest sister. But, for reasons unknown, a last-minute decision was made to cast Elinor Donahue instead—even though she was not a trained singer. “Mother, of course, had wanted me to do my own singing,” Elinor admitted in 2008. “I could sing but not all that well. Mother urged me to go up and tell them that I could sing—whoever ‘they’ were, but Kay Thompson was one of ‘they.’ And Kay said, ‘Oh really? Let’s hear it.’ So I took a shot at ‘The Dickey-Bird Song,’ which unfortunately wasn’t in my key, and they kind of looked at each other and rolled their eyes. Kay was very sweet and said, ‘Thank you, dear. We have someone else who is going to do it, but that was lovely, just *so* good.’ Of course, I knew that it wasn’t, but she was really, really nice about it.” To dub for Donahue, Thompson auditioned several young girls from Maury Rubens’ Children’s Choir, a group she had used on *Yolanda and the Thief and It Happened in Brooklyn*. The winning voice belonged to an eleven-year-old with the unlikely name of Beverly Jean Garbo; no one seems to know what happened to her career after singing on the soundtrack of *Three Daring Daughters*. Interestingly, Donahue was actually present at the prerecordings, just as an observer. “They wanted me there at the recording sessions so that I was familiar with what I was going to sound like, before they gave me the disc to practice with at home,” Elinor added. “Kay played piano on all our prerecordings, too. On all of our playbacks—instead of the click tracks that they use today—Kay started off the recordings with, ‘Dada-dada-da-da!’ before the piano would start. Kay was just darling. I loved her deep voice. They would make a record of that for us to take home. You had to learn the words and the rhythm and the tempo and everything so that when you were doing it on the set and they played the playback, your mouth had to move perfectly with the recording. So you had to practice that a lot.” Donahue also revealed that Thompson’s duties were not limited to the prerecording studio. “Kay was everywhere, helping with everything, all the time,” Elinor recalled. “Whenever a song was being performed in front of the cameras, Kay Thompson was

always on the set to make sure that everybody's mouth was moving the way they were supposed to. She was in charge of making sure that our lip-synching matched the pre-recordings." And Kay was not shy about expressing her opinion to the director, Fred M. Wilcox (*Lassie Come Home*, *Forbidden Planet*)—especially regarding "Route 66" (Bobby Troup), the film's most Thompsonian swing number. Donahue remembered, "'Route 66' was pre-recorded [on October 3, 1946] by Jane Powell and a singer [Patt Hyatt] who dubbed for Ann E. Todd, just the two of them. But when the recording of 'Route 66' was played on the set, I kept joining in, 'Doot-do, doo-da-doo-way', with my mouth. Mr. Wilcox would yell, 'Cut!' and say, 'You're voice is *not* on that recording. You can't sing it.' And I was just chewing on the inside of my cheek; I couldn't make myself stop because I was a dancer and I had been a singer and it was just natural for me to just join in. Well, finally, Kay stepped forward and said, 'Oh, for heaven's sake, Fred, let the kid sing!' So, there are a couple of shots where you can kind of see my mouth mumbling, 'Doot-do, doo-da-doo-way.'" Oddly, when Jane Powell was asked in 2008 what she recalled about working with Kay on *Three Daring Daughters*, she had no memory of Thompson on that picture at all. "Pop singers at MGM had completely different coaches," Powell noted in her memoir *The Girl Next Door*. "I studied at the studio with Arthur Rosenstein, MGM's vocal coach for operatic and classical singers. Rosie was a dear, but unfortunately he knew nothing about teaching singing... I studied with him for five years and all I ever learned to do was smile... [No one] ever taught me how to breathe properly. I guess they thought I knew, but I didn't." It is unfortunate that Powell was not under Thompson's wing. Not only would Kay have taught her how to breathe (as she had done for Lena Horne and many others), she might have made her experience at MGM a happier one in general. "I had happy times," Jane insisted. "My exterior was not a complete fraud. But there were times when I was alone and no one saw me. That was when the emotions crept in... somber, lonely feelings." For Jane, *Three Daring Daughters* was just one more chore in a blur of Pasternak assignments. And so, apparently, Thompson's ubiquitous presence on the set did not make much of an impression on Powell. On the other hand, *Three Daring Daughters* was Elinor Donahue's big break and she savored every detail like a kid in a candy store. For a wide-eyed nine-year-old girl like Elinor, Kay Thompson stood out. "I will never forget her," Elinor reminisced. "She was always dressed in slacks and wore tight sweaters with long sleeves, always with a scarf around her neck. She looked very chic, very beautiful in an angular way. She wasn't pretty but she was striking. She was handsome. Quite attractive. I didn't get to work with Kay as much as I would have liked because I didn't do my own singing, but she was always very nice to me and she was very nice to my mother." For a Havana nightclub sequence in *Three Daring Daughters*, Kay arranged and coached two numbers: "Lolita Likes the Rhumba" (Rodriguez-Sunshine) and "Feliz Cumpleanos" ("Happy Birthday" in Spanish) (Patty S. Hill-Mildred J. Hill), both performed by Xavier Cugat's Cuban vocalist, Dorothy Porter, backed by a quintet of señoritas: Diane Stewart, Dorita Pallais, Nina Bara, Phyllis Graffeo, and Conchita Lemus (Prerecorded 12/4/1946). Kay also arranged and conducted large choirs for the graduation number, "Hail to Thee, Dear Alma Mater" (Georgie Stoll-William Katz), performed by Jane Powell (Prerecorded 9/23/1946), and the sublime concierto, "Ritual Fire Dance" (from Manuel de Falla's *El Amor Brujo*), featuring double piano performances by José Iturbi and his sister, Amparo Iturbi, with orchestra conducted by Georgie Stoll and Lothar Perl (Prerecorded 10/14/1946). The number had previously been performed on pianos only by the Iturbi

siblings in *Two Girls and a Sailor* (MGM, 1944). Music historian Carol A. Hess, author of *Sacred Passions: The Life and Music of Manuel de Falla*, noted in her book, “Unlike the reasonably faithful performance in *Two Girls and a Sailor*, however, this “Ritual Fire Dance” [in *Three Daring Daughters*] involves interpolated cadenzas, a question and answer section in broken octaves, choral interjections, and a chromatic descant for Amparo.” Complimenting Lothar Perl’s elaborate orchestration, Kay’s inventive vocal arrangement incorporated the delirious, swirling vocal effects she had pioneered so indelibly for “All the Things You Are” (Oscar Hammerstein II-Jerome Kern) in *A Letter for Evie* (MGM, 1946) and George Bassman’s score cue for the kiss between Judy Garland and Robert Walker in *The Clock* (MGM, 1945). At the time of release, however, some longhaired music critics did not appreciate the tampering that Perl and Thompson had done to de Falla’s masterwork. Leo Mishkin wrote in the *Morning Telegraph*, “José Iturbi, not satisfied with playing the de Falla ‘Ritual Fire Dance’ on the piano as it should be played, is constrained to lead a full symphony orchestra, and what looks like the entire ensemble of Phil Spitalny All-Girl Chorus, in a rendition that takes place in little short of the Hanging Gardens of Babylon.” Hess defended the “freer” interpretation, however, arguing that as “a meeting ground between popular and classical idioms... the arrangement used is at least compatible with the rest of the movie.” Filmed on January 11, 13 and 14, 1947, “Ritual Fire Dance” was staged at an open-air amphitheater with the Iturbi siblings on twin grand pianos in front of an eighty-piece symphony orchestra. On risers behind the musicians stood a choir of forty-eight singers (twenty-four women and twenty-four men). Microscopically discernable in wide shots, eagle eyes can spot the proud, statuesque Kay Thompson standing among her ensemble of singers—taller and blonder than anyone else around her—dressed in a floor-length white gown, on the front right corner of the center section. Though this celluloid speck hardly counts as “an appearance,” it does represent the one and only time Kay stood in front of the cameras for an MGM movie. Unfortunately, Metro execs had no faith in the finished picture and so it sat on the shelf for a year before it was finally released in February 1948. With little ballyhoo from the studio and tepid reviews from critics, boxoffice receipts were paltry. “The Dickey-Bird Song” did become a hit song, rising to No. 2 on *Your Hit Parade*, covered by such recording artists as Freddy Martin and His Orchestra (RCA Victor, 20-2617-A), with vocals by Glenn Hughes and the Martin Men. Around the time Kay finished her duties on *Three Daring Daughters*, she turned thirty-seven on November 9, 1946. For the Third Annual Kay Thompson-Roger Edens Birthday Party, Roger wrote the words and music for “The Passion According to St. Kate, Opus 19, #46,” “a birthday cantata for baritone, contralto, coloratura soprano and choir,” performed by Judy Garland, Ralph Blane, Conrad Salinger, and chorus (including Peggy Rea), accompanied by Roger Edens on piano. Comically roasting the life of Kay Thompson, the lyrics included the following up-to-the-minute reference to Kay having just completed work on *Three Daring Daughters*—which, at the time, was still known under its shooting title, *The Birds and the Bees*.

Gone is ‘The Birds and Bees’ by choice.
Gone is Joe Pasternak, for which rejoice.
Gone is Jane Powell and her golden voice...
IT’S GONE –
GONE –

GONE.

Among this crowd of Freed Unit loyalists, sneering at a Pasternak picture was like badmouthing the opposing football team—though, in this case, the vitriol seemed particularly biting. *Morning Telegraph*, 2/17/1948; Powell, Jane. *The Girl Next Door... and How She Grew*. New York: William Morrow and Company, Inc., 1988, pages 69, 94-95; Hess, Carol A. *Sacred Passions: The Life and Music of Manuel de Falla*. New York: Oxford University Press, 2005, pages 294-295; excerpt from “The Passion According to St. Kate, Opus 19, #46,” an original birthday cantata by Roger Edens, in honor of Kay Thompson’s birthday on November 9, 1946, from the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.; and, from the pre-recording log for *Three Daring Daughters* (MGM, 1948), found in the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

139 *played by Jane Powell*: Kay Thompson recalled a funny story about Jane Powell: “The best interview in the whole world... was the *Life* [magazine] story that was done... on Jane Powell. This is my favorite story in the world! Howard Strickland was head of publicity [at MGM], and he sent somebody over to sit with Jane while she was... talking to the *Life* people. [The reporter asked,] ‘Well, Jane, what do you think about singers today...?’ [Kay goes into an impression of an inarticulate Jane Powell] ‘Well, um, yes, you know.’ [Back to the interviewer voice] ‘Well, I mean this, Jane. You know, you’re a soprano. For instance, what do you think of Lily Pons? Would you say that she sharps a lot, or that she flats a lot?’ [As Jane] ‘Well, I would say that she sharps a lot.’ [As interviewer] ‘Now, what would you say, about others on the lot? For instance Judy Garland. Do you think Judy is washed up?’ [Jane] ‘Well..?’ [as interviewer] ‘Do you think she sharps a flat?’ [Jane] ‘Yes, I think she sharps a flat.’ I mean it was a manipulation... going into the head of Jane’s, which is made of Ajax. You know, there’s nothing in there. Anyway, a little while later, that *Life* issue came out. All quiet on the lot. And then the telephone call from Evanview Drive [Judy’s Garland’s home street], which is Judy talking to Howard Strickland: ‘You big shit!’ Oh, did he get it. He got the *whole* thing. She wanted a retraction from *Life* magazine and she was gonna blow up the building and sue everybody and ‘Howard, how can you?!’ ‘I hate you!’ and ‘Aargh!’ Howard called Jane Powell and he said, ‘Jane, I think Judy is upset about what you said and I think, dear, what you might do is write her a little note and tell her that, you know, you didn’t mean it.’ ‘Oh fine, Howard.’ So, on a piece of paper, with Lassie up on the left-hand corner, and this Dr. Palmer penmanship method very slanted over to the side, ‘Dear Judy, I am sorry for what I said. I hope it won’t happen again. Sincerely, Jane’ I *hope* it won’t happen again. But it *might*. You know, watch out. It was the greatest letter in the world.” From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

139 *and Elinor Donahue*: Though she became professionally known as Elinor Donahue, Donahue was actually billed as Mary Eleanor Donahue in *Three Daring Daughters* (MGM, 1948). For the sake of clarity and simplicity in this book, Donahue will be referred to as Elinor Donahue, as she is most commonly known.

139 *Kay soloed as pianist*: From the prerecording log for *Three Daring Daughters* (MGM, 1948), found in the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; Williams, John R. *This Was Your Hit Parade*. Rockland, Maine: Courier-Gazette, Inc., 1973, page 154. “The Dickey-Bird Song” peaked at No. 2 on *Your Hit Parade* the week of May 1, 1948.

139 *To dub for Elinor*: From the prerecording log for *Three Daring Daughters* (MGM, 1948), found in the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

139 *the sublime concerto*: Ibid. “Ritual Fire Dance” had previously been performed on pianos by the Iturbi siblings in *Two Girls and a Sailor* (MGM, 1944).

140 “*The Passion According to*”: For the Third Annual Kay Thompson-Roger Edens Birthday Party, Roger Edens wrote the words and music for “The Passion According to St. Kate, Opus 19, #46,” “a birthday cantata for baritone, contralto, coloratura soprano and choir,” performed by Judy Garland, Ralph Blane, Conrad Salinger, and chorus (including Peggy Rea), accompanied by Roger Edens on piano. Comically roasting the life of Kay Thompson, the lyrics started off thusly:

On November Ninth in East St. Louis –

JUDY: I thought it was the 10th.

RALPH: I thought it was the 7th.

CONNIE: You know me. I thought it was October.

JUDY: They married in March!

(Connie counts hastily on his fingers. Nods.)

On a Day Which Shall be Nameless in east St. Louis –

In east St. Louis –

In Nineteen Twenty!

JUDY: Are you kidding?

In Nineteen Fifteen!!

CONNIE: She drove an ambulance in the 1st World War.

In Nineteen Ten!!

RALPH: Un-uh

Eight!!

CONNIE: Come again?

Five!!

JUDY: All I know is, she was on that goddammed trolley ride I took. That was 1903.”

And so forth—for ten, densely-filled pages! The text was rife with sarcastic references to colleagues such as Don Loper, Georgie Stoll and MGM’s vice president in charge of publicity, Howard Dietz (“Suppose she walked the streets a bit... or slept with Howard Dietz a bit.”). A verse in French suggested that Kay modeled herself after Sarah Bernhardt, Eleanora Duse, and Jeanette MacDonald (“JUDY: ‘This kid thought a lot of

herself.' RALPH: 'You can say that again.'"). But when all the naughtiness was said and done, it ended on an up note:

**Thanks to her Ma who whelped her.
Thanks to her Pa who helped her.
Gracias, Merci, Aloha,
To the brave spermatozoa.**

**Big fat Gott Sie Dank-e
For Viola and Camp Minnetonka [sic; should be Minne-Wonka].
Bare our hearts and sound the local Clarion
For Brother Bud and sisters Blanche and Marion.**

**Thanks to Mizzuz Chat who helped her squint and leer.
Thanks to Fred Steele, who furthered her career.
A rising vote of thanks, and a rousing cheer
For that Joan of Arc of husbands WILLIAM SPEAR [sic; Spier].**

**...Happy Birthday!
Happy Birthday, Kay!!
Happy Birthday, Kay Thompson Spear [sic; Spier]!!!**

...The Pope in Rome proclaims that it's St. Katie Day.

**...HAPPY KATIE DAY,
KATIE,
TO YOU!!"**

It was a production to remember. "A group of us were in choir robes," Peggy Rea recalled. "Connie Salinger, you know, the whole group, which I became a part of, which was out of my league, but I became a part of this whole group. Kay wasn't in on it because it was a surprise for her. Roger rehearsed us separately." Excerpt from "The Passion According to St. Kate, Opus 19, #46," an original birthday cantata by Roger Edens, in honor of Kay Thompson's birthday on November 9, 1946, from the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

140 "*That's when I did*": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

140 *while Judy Garland, Cyd Charisse: Harper's Bazaar*, 11/1972.

140 "*We certainly prepared*": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin.

140 *At parties like these*: Minnelli, Vincente, with Victor Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, page 196.

140 “*Friendship of two couples*”: *Modern Screen*, 3/1947.

140 “*That’s what Judy Garland calls*”: *Ibid.*

140 “*among the artists, crackpots*”: *Ibid.*

140 “*frequented by sailors*”: *Los Angeles Times*, 11/8/2005. The Coast Inn, 1401 S. Coast Highway, Laguna Beach, California, boasts twenty-four rooms and a bar. According to the *Los Angeles Times*, “The Boom Boom Room was a serviceman’s bar when it opened as the South Seas in 1927. It was frequented by sailors and became notoriously known as a clandestine meeting ground for homosexuals. In the late ’60s and early ’70s, after the bar had become a haven for Laguna’s burgeoning gay community, it was renamed the Boom Boom Room—‘boom boom’ being slang for sex.” On October 11, 2005, the Coast Inn and the Boom Boom Room were sold to Emerald Financial LLC for nearly \$13 million. Partners in the investment venture were rumored to include billionaire Steven Udvar-Hazy, George Clooney, and Brad Pitt. According to the *Orange County Register* (8/22/2007), the landmark bar closed its doors permanently on September 3, 2007.

141 *When they decided to eat*: *Modern Screen*, 3/1947.

141 “*It’s a miracle*”: *Ibid.*

141 “*experts in camera angles*”: *Ibid.*

141 “*Get this one*”: *Ibid.*

141 “*Some actress*”: *Ibid.*

141 *terrorized car-hop waitress*: On November 21, 1946, Judy guest starred on an episode of *Suspense* called “Drive-In,” a casting coup based on her friendship with Kay Thompson and Bill Spier (who directed, produced, and story edited the series). “I’d wanted to appear on *Suspense* for a long time,” Judy was quoted in *Modern Screen*, “but the just-right script didn’t come up. When it did, I was anxious to get at it immediately. I would have learned it word for word a week in advance to prove to Bill I wouldn’t let him down, but he gave me the same treatment they all get on that wonderful show. My script arrived the day before the rehearsal to make sure I’d do it the way producer Spier wanted it—not the way Garland thought it should be.” Written by Muriel Roy Bolton and Mel Dinelli, “Drive-In” tells the story of a car-hop waitress (Garland) who, when her late-night shift is over, hitches a ride to the bus stop from her last customer (Elliott Lewis), a man who turns out to be a psychopathic killer. When it becomes apparent that she is his next intended victim, the waitress desperately tries to talk her way out of the deadly situation. Garland gave it her all, an emotionally charged performance that gripped listeners coast-to-coast. Reviews were ecstatic. *Modern Screen* reported, “Judy’s

stand-out performance in “Drive-In” on the *Suspense* radio show sparked her ambition to be a dramatic actress. So she’ll try a Broadway play shortly.” Sadly, she never did get around to thesping on the stage, but the one-two punch of her non-singing roles in “Drive-In” and the movie *The Clock* (released the previous year) helped establish Judy as far more than just a singer. *Modern Screen*, 3/1947.

141 *Thompson focused on:* After *Living in a Big Way*, Gene Kelly was next paired with Judy Garland in the Freed Unit’s production of *The Pirate* under the direction of Vincente Minnelli. Cole Porter had been hired to compose all-new songs for the movie and a script was being fashioned by husband-and-wife writers Albert Hackett and Frances Goodrich, loosely based on the comic play by S. N. Behrman (which had been performed on Broadway by Alfred Lunt and Lynn Fontanne). On November 20, 1946, Judy Garland finished negotiating a new five-year contract with MGM that paved the way for her to work with her husband again. “The Minnellis are happy about Judy’s new contract with MGM,” it was stated in *Modern Screen*, “which spikes reports that she would say goodbye to her studio. She’ll be Gene Kelly’s girl again in *The Pirate*.” This film would reunite Gene and Judy after their successful teaming in *For Me and My Gal* (MGM, 1942). For Judy, returning to MGM after her lengthy and troubled maternity leave was not going to be easy, yet work was perhaps the only prescription that was going to jolt her out of the doldrums of post natal depression. The studio and Vincente relied heavily on Kay to not only be Judy’s vocal guru, but her motivational therapist as well. While prepping *The Pirate*, Judy described Kay as “my best critic and severest friend.” *Modern Screen* went on to explain, “Rehearsals and coaching sessions... were always grueling, hard work. When Kay ran through a particularly difficult phrasing or did a whole song to indicate how she thought Judy might improve her delivery, Judy kept thinking, ‘I wish I had a voice that could do all that!’ Sometimes they worked at the studio. Sometimes Kay went up to the home on Sunset Plaza Drive [sic; actually 8850 Evanview Drive, off Sunset Plaza] where Judy now had her head in the clouds as Mrs. Vincente Minnelli.” Judy’s head may have been in the clouds, but it had more to do with barbiturates than her husband. Of the 135 shooting days on *The Pirate*, Judy missed 99 due to “illness.” In *The Pirate*, Judy played a woman named Manuela who dreams of meeting the legendary pirate, Mack the Black Mococo. Gene Kelly starred as Serafin, a traveling entertainer who poses as Mack the Black Mococo in order to impress Manuela. The film also featured the Nicholas Brothers (Fayard and Harold), Walter Slezak, and Gladys Cooper. Elaborate costumes by Irene and Tom Keogh were executed by Madame Karinska. (In the 1970s, Kay tried to get Karinska to craft clothes for a proposed high-end version of the Eloise doll that never came to fruition.) The choreography credit was shared by Bob Alton and Gene Kelly. Lennie Hayton composed an original background score, for which he was Oscar nominated, and conducted the orchestra for all the music. Conrad Salinger was in charge of the orchestrations, with Kay providing the vocal arrangements and choral direction. In addition to her usual functions, Kay played piano for the prerecording of “Sweet Ices, Papayas, Berry Man” (Roger Edens), sung by Lillian Bremond, Kitty White, Seth T. Toney, briefly heard in marketplace as Garland arrives and proceeds to the sea wall where she will meet Gene Kelly (Recorded March 18, 1947). The Cole Porter songs for *The Pirate* included “Mack the Black” sung by Judy Garland and chorus (Recorded December 28, 1946); “Love of My Life” sung by Garland (Recorded December 27, 1946 and March 13, 1947); “You Can Do No Wrong,” sung by Garland

(Recorded February 6, 1947); “Voodoo” sung by Garland (Recorded April 10, 1947); “Nina,” sung by Gene Kelly (Recorded March 19, 1947); and “Be a Clown,” first sung by Gene Kelly and the Nicholas Brothers (Recorded July 7, 1947), then reprised for the finale by Gene Kelly and Judy Garland (Recorded July 14, 1947). Many have noted that the song “Make ‘Em Laugh” (Nacio Herb Brown-Arthur Freed) from *Singin’ in the Rain* (MGM, 1952) is virtually a note-for-note plagiarization of Porter’s “Be a Clown.” “Kay Thompson’s manic vocal arrangement of ‘Mack the Black’ originally opened the picture as underscoring for a filmed montage of Black Mococo in action,” it was stated in the John Fricke-George Feltenstein liner notes for the CD *Judy Garland: Collectors’ Gems from The MGM Films*. “The sequence then dissolved to the daydreaming Garland, singing about the fabled pirate to her girlfriends on the veranda of her aunt and uncle’s home.” After weak test screenings and the meddling intervention of Louis B. Mayer, Kay’s six-minute “Mack the Black” opus was replaced by simple narration over the turning pages of a storybook, underscored by bland instrumental music. The first of two versions of “Love of My Life” was jettisoned. Later in the film, while under hypnosis during Serafin’s performance, Manuela hallucinates she is in love with the infamous pirate, Mack the Black Mococo. This originally segued into the “Voodoo” number, sung by Garland and danced by Kelly and Garland. Mayer hated it so much, he purportedly bellowed, “Burn the negative!” “Voodoo” was then replaced by a shorter, blander arrangement of “Mack the Black,” sung by Garland, recorded on December 15, 1947, nearly a full year after Kay’s aborted version. Kay might have been asked to participate in the revision of “Mack the Black” but, by then, she was no longer working at MGM and was busy performing at Ciro’s every night with the Williams Brothers. With slightly altered words and music by Roger Edens and Conrad Salinger, the revised orchestration of “Mack the Black” was arranged by Robert Franklyn, who had previously worked with Kay on “Fun on the Wonderful Midway” from *Abbott and Costello in Hollywood*. Instead of Lennie Hayton at the baton, Johnny Green stepped in to conduct the orchestra. Despite conventional wisdom that Kay’s delirious vocal arrangement was homogenized for the new version, her clamorous choral style actually remained surprisingly intact. For comparison, Kay’s original “Mack the Black” (plus “Voodoo” and the deleted version of “Love of My Life”) can be found in the 1996 CD collection *Judy Garland: Collectors’ Gems from The MGM Films* (Turner Classic Movies Music / Rhino Movie Music, R2 72543). Judy’s health problems amplified the artistic turmoil on *The Pirate*. Moods were sour, with everyone on a short fuse. A particularly testy memo from Richard J. Powers, the head administrator of the MGM music department, was issued to Kay on April 9, 1947, that read: “Mr. Freed advises me that Jack Cathcart is no longer to be charged to this picture. That he sees no reason why you can’t do the work yourself. Therefore, please don’t use him on any future assignments of any nature whatsoever, without the permission of the Music Department. Effective immediately!” The exclamatory tone of the memo was surprisingly rude and abrupt, reprimanding Kay as if she were some wayward school girl caught smoking cigarettes. It is not known why the studio suddenly had an axe to grind over Kay’s hiring of Jack Cathcart, presumably as an assistant of some sort. Jack had already worked in Kay’s chorus in January 1946 without incident. On closer examination, however, it is curious to note that Jack Wiley Cathcart was the husband of Judy Garland’s oldest sibling, Mary Jane “Suzy” Gumm of the Gumm Sisters. Suzy and Jack had met in Chicago around 1934 when he was playing trumpet with the band where the Gumm Sisters were performing. Judy liked Jack very much and, later,

when she would give birth to her third child, Joseph Wiley Luft, his middle name would be in honor of Jack. Jack went on to be a regular trumpet player for Artie Shaw and His Orchestra before freelancing at MGM as a trumpet player, a chorus singer, and any other odd job that might come up in the music department. In the 1950s, Judy often hired Jack to arrange music for her live shows; he served as the music arranger and vocal arranger on *A Star Is Born* (Warner Brothers, 1954); and he was the orchestra conductor for Garland's 1955 CBS-TV special. In the late 1950s, after his marriage to Suzy fell apart—thus ending his association with Judy as well—Jack became the conductor for the Riviera in Las Vegas. (Tragically, Suzy committed suicide in May 1964 from an overdose of Nembutal; she was 49.) Back in the spring of 1947, however, Jack had suddenly become persona non grata at MGM, a seemingly petty directive that would neither have pleased Thompson nor Garland. Perhaps the studio bosses were anticipating firing Judy from the film and, therefore, they may not have wanted the added discomfort of her brother-in-law on the payroll. Whatever the case, it was but one of many small indicators that the honeymoon was over between Kay and the bureaucrats at MGM. And patience was wearing thin on all matters concerning Judy Garland. Adding insult to injury, Kay's name was inexplicably omitted from the credits in *The Pirate*. It may have been a blessing in disguise. The film did not do well at the boxoffice, the one and only Judy Garland vehicle at MGM that lost money. Though he apparently liked Thompson's vocal arrangements, Cole Porter thought the end result of the movie was "unspeakably wretched." Years later, Kay's close friend and confidante, Mart Crowley, asked her, "What the hell went wrong on *The Pirate*?" Kay's eyebrow went up and she responded with one word:

"Drugaroonies." Those were not the happiest days for Kay at MGM and her usual sunny demeanor seemed to have clouded over. "I was kind of afraid of her," admitted pianist Skitch Henderson. "If I saw her coming on the lot, I would probably walk the other way *fast* because it might be a critique of something. She was tough. When you're only making \$92 a week, you wanna keep it, you know? She was intimidating to me, but I was a low-on-the-totem-pole, peasant rehearsal pianist. I was very courageous when I had to play a tune for Irving Berlin, but to play something for Kay Thompson, I was very, very careful." *Modern Screen*, 3/1947; *Charleston Gazette-Mail* (Charleston, West Virginia), 10/4/1964; from the Arthur Freed, Roger Edens, and MGM collections, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; from liner notes by John Fricke and George Feltenstein in the 1996 CD collection *Judy Garland: Collectors' Gems from The MGM Films* (Turner Classic Movies Music / Rhino Movie Music, R2 72543); Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films, 1941–1950*. Berkeley: University of California Press, 1971, pages 1861–62.

141 "my best critic": *Modern Screen*, 3/1947.

142 *In the wake of weak*: From liner notes by John Fricke and George Feltenstein in the 1996 CD collection *Judy Garland: Collectors' Gems from the MGM Films* (Turner Classic Movies Music/Rhino Movie Music, R2 72543).

142 "unspeakably wretched": Hanson, Patricia King, exec. ed. *American Film Institute Catalog of Motion Pictures Produced in the United States, Feature Films, 1941–1950*. Berkeley: University of California Press, 1971, pages 1861–62.

142 *by the Williams Brothers*: On January 15, 1947, five days after the Williams Brothers' prerecording session for the whodunit *Song of the Thin Man* (MGM, 1947), the boys became indirectly involved in a notorious real-life murder case. Dick Williams recalled, "We have a younger sister named Jane, who was fourteen or fifteen at the time. We were rehearsing in the living room and Janie was going about a block-and-a-half away to visit a girl she knew in the neighborhood. There were lots of people milling around the golf course, so we weren't worried about her. And when she got back, we thought she and her friend were laughing on the front steps, and we kept rehearsing. We finally realized that they were sobbing. They had learned about the famous Black Dahlia murder on the radio and a man who fit the description had driven by and said something to the girls, something horrible which they wouldn't repeat except to [our eldest brother] Bob's wife." The Black Dahlia murder was one of the most grisly crimes in Hollywood history. On January 15, 1947, the mutilated body of wannabe actress Elizabeth Short was found in a vacant lot; she had been sawed in half. As word got out, panic spread throughout Los Angeles. Upon hearing their frightened sister's account, the Williams men jumped into action as vigilantes. "The five of us," Dick continued, "our dad and the four brothers, piled in the car and we drove all around looking for this guy. I mean, we would have killed him. We would have torn him to pieces, if we could have found him. The police finally caught him and then I had to go down to the station with Janie to identify the guy." Even though it appeared they had gotten their man, a bizarre rash of confessions from numerous people hopelessly clouded the case. With no concrete evidence pointing the finger at any one suspect, the Black Dahlia murder has remained unsolved to this day.

142 *replaced Ava's voice*: Replacing Ava Gardner's singing voice on *The Hucksters* was just one of many similar assignments for which Kay Thompson was placed in charge. Shortly after Thompson left MGM, producer Joe Pasternak asked her to coach child singer Frankie Daye (aka Frankie Day) to replace the singing voice of Margaret O'Brien for two songs in *Big City* (MGM, 1948): "Ok'l Baby Dok'l" (Inez James-Sidney Miller), recorded 11/18/1947; vocals by Betty Garrett, Frankie Daye (dubbing for O'Brien) and the Page Cabavanaugh Trio; orchestration by Leo Arnaud; vocal arrangement by Kay Thompson; orchestra conducted by Georgie Stoll; and "Kol Nidre" (traditional Jewish prayer), recorded 10/10/1947; vocals by Danny Thomas, Frankie Daye (dubbing for O'Brien) and chorus; arrangement and orchestration by Leo Arnaud; orchestra conducted by Georgie Stoll. Thompson had often worked with Stoll and Arnaud, so it was just like old times. (Frankie Daye had previously performed an uncredited non-speaking bit in *It Happened in Brooklyn*.) *Variety.com*, 7/19/2011.

142 *"Much of the original"*: From George Feltenstein's liner notes for the 2003 CD soundtrack of *Good News* (Turner Classic Movies Music/Rhino Movie Music, RHM2-7763).

143 *"some of the most zestful"*: From Norman Frizzle's October 9, 2000, critique of *Good News* posted on the DVD Review website (www.dvdreview.com).

143 “*by rewriting the lyrics*”: From George Feltenstein’s liner notes for the 2003 CD soundtrack of *Good News* (Turner Classic Movies Music/Rhino Movie Music, RHM2-7763).

143 “*They just loved singing*”: From Lisa Jo Sagolla’s January 4, 1997, interview with Kay Thompson. Used by special permission and courtesy of Dr. Lisa Jo Sagolla, Ed.D. Portions of the interview appear in Lisa Jo Sagolla’s book *The Girl Who Fell Down: A Biography of Joan McCracken* (Boston: Northeastern University Press, 2003).

143 “*Most surprising of all*”: From Norman Frizzle’s October 9, 2000, critique of *Good News* posted on the DVD Review website (www.dvdreview.com).

143 *Several compositions were added*: The rundown of songs in *Good News* goes as follows (composed by B. G. DeSylva-Lew Brown-Ray Henderson unless otherwise noted):

1.) “Main Title” medley: “Tait Song” (Additional Music and Lyrics by Roger Edens and Kay Thompson) / “Good News” (Additional Music and Lyrics by Roger Edens and Kay Thompson) / “The Best Things in Life Are Free,” Joan McCracken, MGM Studio Chorus. Arranged by Wally Heglin. (Recorded March 3, 1947) “There was an early version of ‘The Tait Song’ that Kay recorded and sang but we can’t find it in the vaults,” lamented George Feltenstein, authority on all things MGM.

2.) “Be a Ladies’ Man” (originally titled “He’s a Ladies’ Man”), (DeSylva-Brown-Henderson; Additional Lyrics by Betty Comden and Adolph Green, Vocal Arrangement and revised lyrics by Kay Thompson), Peter Lawford, Ray McDonald, Johnny Garrarr, Mel Tormé, The Williams Brothers. Arranged by Wally Heglin. (Recorded April 16, 1947) In his liner notes to the CD soundtrack of *Good News*, George Feltenstein wrote, “[Kay Thompson] changed ‘He’s a Ladies’ Man’ by rewriting the lyrics to ‘Be a Ladies Man,’ and developed a magnificent vocal routine with Peter Lawford and Ray McDonald, who were ably supported by Mel Tormé and (on the soundtrack only) the Williams Brothers (Andy, Bob, Dick, and Don).” According to employment records, the Williams Brothers rehearsed and recorded “Be a Ladies’ Man” on April 14, 15 and 16, 1947, earning \$100 each per day. In a follow-up interview, commenting on the original session recordings, Feltenstein added, “In the break, after ‘Ladies Man,’ Kay can be heard saying, ‘Boys, that was great!’ She was right there.” Within four months, the Williams Brothers would rise from obscurity to become part of the most successful nightclub act in the business: Kay Thompson and the Williams Brothers. In a 1997 phone interview with author Lisa Jo Sagolla, Thompson sang a bar of ‘Be a Ladies Man’ and commented, “They just loved singing [it]. Peter Lawford...ah! He was *so* happy. He didn’t want to do the picture and there he was smiling and singing. We sometimes, Liza [Minnelli] and I, and a couple of friends of hers who haven’t seen it maybe—but *we* have, we just love it—sometimes we just get it and put it on.”

3.) “Lucky in Love,” Patricia Marshall, Joan McCracken, Mel Tormé, Peter Lawford, June Allyson, MGM Studio Chorus (including the Williams Brothers and Ginny O’Connor Mancini). Arranged by Robert Franklyn. (Recorded March 5, 1947) There is a

behind-the-scenes photograph that shows Thompson and June Allyson studying the original 1927 sheet music for “Lucky in Love” (see photo insert section to this book, image 24). And, in a 2004 interview for this book, Patricia Marshall recalled meeting Thompson at MGM on *Good News*: “Kay Thompson and Roger Edens were the people who were involved in that. That’s where we met. Kay and Roger worked with all of us in tandem. There was never any personal one-on-one coaching. We were in what you might call the professional phase of our careers. We might get the occasional word from the [recording] booth from Kay or Roger or Lennie Hayton—you know, like “cross the T” or whatever—but nothing more than that. It all went off very well, successfully and very nicely. There was no aberrant behavior at all. Kay was very amiable, approachable and nice. What little I had to do with her, it was a very positive and comfortable experience. There was nothing temperamental about her at all. I left Metro after that initial film and left the business for a while. I saw Kay throughout the next many years, but not professionally. I saw her perform with the Williams Brothers many times. And then I saw her a few years later because I went back to work in 1954 and was paired with Andy Williams when Steve Allen started *The Tonight Show* nationally [debut: September 27, 1954]. Andy and I, and Steve [Lawrence] and Eydie [Gormé] were the [regular] singers, and of course Andy was very close with Kay.” In 1956, Patricia Marshall would marry comedy writer Larry Gelbart (Tony winner for *A Funny Thing Happened on the Way to the Forum*, Emmy winner for *M*A*S*H*, Oscar nominated for *Tootsie*).

4.) “The French Lesson” (Roger Edens-Betty Comden-Adolph Green), June Allyson, Peter Lawford. Arranged by Robert Franklyn. (Recorded March 3, 1947)

5.) “The Best Things in Life Are Free,” June Allyson. Arranged by Robert Franklyn. (Recorded March 3, 1947) Critic Norman Frizzle wrote, “Somehow, no one ever thinks of Allyson first and foremost as a musical performer, yet in this her shining hour she is every bit in command. She demonstrates impeccable precision and expressiveness.”

6.) “Pass That Peace Pipe” (Roger Edens-Hugh Martin-Ralph Blane), Joan McCracken, MGM Studio Chorus (including Jimmy Garland, Judy’s sister, and Ginny O’Connor Mancini). Arranged by Robert Van Epps. (Recorded May 7, 1947) Although this song was credited on screen in the opening titles of *Good News* as “Pass *the* Peace Pipe,” the published sheet music and most other references call it, “Pass *That* Peace Pipe.” The composition was originally intended for a spot in *Ziegfeld Follies*. A treatment dated November 16, 1943, was designed to be performed by Lucille Ball, Nancy Walker, June Allyson, Fred Astaire, Mickey Rooney and George Murphy under the direction and choreography of Charles Walters. After that plan was rejected, “Pass That Peace Pipe” was briefly considered for the duet between Fred Astaire and Gene Kelly, but instead they went with “The Babbitt and the Bromide” (George & Ira Gershwin). After finally making its way into *Good News*, “Pass That Peace Pipe” was nominated for an Academy Award for Best Song.

7.) “Just Imagine,” June Allyson. Arranged by Conrad Salinger. (Recorded April 16, 1947)

8.) “Best Things in Life Are Free,” Mel Tormé, Peter Lawford. Arranged by Todd. (Recorded March 3, 1947)

9.) “Varsity Drag” (DeSylva-Brown-Henderson) / “The French Lesson” (Edens-Comden-Green), Peter Lawford, June Allyson, MGM Studio Chorus (including Jimmy Garland and Ginny O’Connor Mancini). Arranged by Robert Van Epps. (Recorded May 17, 1947) While listening to the original *Good News* recordings from the MGM vaults, George Feltenstein noticed, “In the breaks between takes on ‘Varsity Drag,’ you hear Kay singing along with Peter Lawford, to try to get him on key. That’s why they had him shouting, ‘Down on your heels, up on your toes,’ in a speaking voice because he just couldn’t sing. He’s just terrible. They mixed him way down on the tracks.” The techniques Kay used to help make Lawford’s voice serviceable worked like a charm. Critic Norman Frizzle wrote, “Most surprising of all is Peter Lawford as the juvenile lead, belting out numbers with 100% charm and commitment. His dusky voice gets by but in dance challenge he’s up to the most death-defying, never missing a beat.”

The following songs were cut from *Good News*:

1.) “An Easier Way” (Roger Edens-Betty Comden-Adolph Green), June Allyson, Patricia Marshall, MGM Studio Chorus. Arranged by Conrad Salinger and Robert Franklyn. (Recorded March 4, 1947)

2.) “Lucky in Love” (Reprise), Mel Tormé. Arranged by Wally Heglin. (Recorded March 5, 1947) “At recording sessions, I would be on one side of the room playing piano and Kay would be on the other side of the room directing the chorus,” recalled pianist Skitch Henderson who later conducted *The Tonight Show* band. “I met people like Mel Tormé who sang in her choir. I don’t think I ever opened my mouth. I respected her tremendously, though. All my life I respected her.”

From Norman Frizzle’s October 9, 2000, critique of *Good News* posted on the DVD Review website (www.dvdreview.com); from Lisa Jo Sagolla’s January 4, 1997 interview with Kay Thompson. Used by special permission and courtesy of Dr. Lisa Jo Sagolla, Ed. D. Portions of the interview appear in Lisa Jo Sagolla’s book, *The Girl Who Fell Down: A Biography of Joan McCracken*, Boston: Northeastern University Press, 2003; from the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist; and, from George Feltenstein’s liner notes for the 2003 CD soundtrack of *Good News* (Turner Classic Movies Music / Rhino Movie Music, RHM2-7763).

143 “*ranks amongst the greatest*”: From Norman Frizzle’s October 9, 2000, critique of *Good News* posted on the DVD Review website (www.dvdreview.com).

143 “*She came up to my office*”: From Lisa Jo Sagolla’s January 4, 1997, interview with Kay Thompson. Used by special permission and courtesy of Dr. Lisa Jo Sagolla, Ed.D. From 1951 to 1959, Joan McCracken would be the influential wife of celebrated choreographer-director Bob Fosse (prior to his marriage to Gwen Verdon). Tragically, she died from heart problems and diabetes in 1961 at the young age of forty-three.

- 143 “*I didn’t ask her*”: From Lisa Jo Sagolla’s January 4, 1997, interview with Kay Thompson. Used by special permission and courtesy of Dr. Lisa Jo Sagolla, Ed.D.
- 144 “*I’ve discovered the secret*”: *Washington Post*, 7/8/1998; *In Theatre*, 4/26/1999.
- 144 “*I had had a headache*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.
- 144 “*Ooooooh, that MGM*”: *Los Angeles Times*, 6/3/1956.
- 144 “*I used to audition songs*”: From a 1956 Paramount Pictures press release about Kay Thompson in connection with *Funny Face*, courtesy of the Academy of Motion Picture Arts and Sciences Library.
- 145 *a sixty-day extension*: From the MGM Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. *The Pirate* would conclude its initial prerecordings with the Judy Garland–Gene Kelly version of “Be a Clown” on July 14, 1947. The revised version of “Mack the Black” for *The Pirate* would be recorded without Kay on December 15, 1947. Having gotten wind of Kay’s imminent departure from MGM, Danny Kaye urged Samuel Goldwyn to grab Kay for the vocal arrangements for *A Song Is Born*, a picture that was starting production on June 16, 1947. Although the offer was lucrative and tempting, she turned it down. In an October 9, 1947, letter to Samuel Goldwyn, Kay Thompson wrote: “There was some talk last June of my doing another picture with you. I am sorry we couldn’t have got together on time schedule because I love working with you.” From the Samuel Goldwyn Archives at the Academy of Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall.
- 145 “*With Judy’s work finished*”: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 142.
- 145 “*I knew Bill quite well*”: Angela Lansbury divorced Richard Cromwell in August 1946 and married Peter Shaw in August 1949.
- 145 *got reported in all the papers*: *Joplin Globe* (Joplin, Missouri), 5/25/1947; *Port Arthur News* (Port Arthur, Texas), 6/14/1947.
- 145 *the breakup of Kay and Bill*: Sidebar on Bill Spier after splitting with Kay Thompson: On December 22, 1947, exactly three months after Kay’s divorce from Bill Spier was finalized, news broke that Spier was engaged to June Havoc. The announcement came three days after Havoc had appeared for the fifth time on Spier’s *Suspense* program, playing opposite Boris Karloff. A month later, on January 25, 1948, Bill and June tied the knot, one day after June appeared for the sixth time on *Suspense*. The ceremony took place in New York City where June had been performing on Broadway in *Dream Girl* (subbing for the laryngitis-plagued Lucille Ball). In *The*

Hollywood Reporter, columnist Edith Gwynn wrote: “June Havoc’s groom, Bill Spier, just gifted her with two canaries. Her menagerie already consisted of three dogs, one cat, one parrot—and all in a three-room apartment.” Their cozy Manhattan flat was not as spacious as their Malibu beach home on the West Coast, but duty called. To be with his new bride and adopted pets, Bill wanted to temporarily move his radio shows *Suspense* and *The Adventures of Sam Spade* to the Big Apple, but his bosses at CBS nixed the plan, which meant that Bill would now have to commute back and forth between coasts, *twice* a week (in an era of prop plane travel, before jets made the journey a lot quicker). Just as Kay had grown weary of her association with MGM, Bill was losing patience with CBS. Still stinging over the network’s initial rejection of his *Adventures of Sam Spade* series pilot (which first went to ABC before eventually switching to CBS), Bill had become increasingly disenchanted by the way CBS took him for granted. Perhaps inspired by Kay’s new “take charge” attitude, Bill suddenly refused to accept the status quo. So, on February 3, 1948, just nine days after his marriage to June Havoc, the front page of *The Hollywood Reporter* headlined the astonishing news: “Bill Spier Leaves CBS.” His resignation from *Suspense* (owned by CBS) would follow the February 7, 1948, broadcast (replaced by Anton Leader) at which point Spier would shift to directing and producing a similar anthology mystery series for ABC called *The Clock*. In June 1948, Bill briefly abandoned radio altogether to direct a summer stock play at the La Jolla Playhouse [founded in 1947 by Gregory Peck, Mel Ferrer and Dorothy McGuire] in La Jolla, California, called *Kind Lady* starring Sylvia Sidney (mid-June through July 1948). During Spier’s six-week leave-of-absence, one of his staff writers, Gil Doud, stepped in to direct episodes of *The Clock* and *The Adventures of Sam Spade*, the latter of which was still contractually tied to CBS (though, unlike *Suspense*, the *Sam Spade* series was independently owned by Regis Radio Corporation, the partnership of radio packagers Larry White and Manny Rosenberg). Spier’s respite from radio didn’t last long. Barron Polan, who was still Bill’s agent (as well as Kay Thompson’s), negotiated Spier’s return to CBS in November 1948 as director-producer of *The Philip Morris Playhouse* (CBS-Radio, 1948-49), an anthology series much like *Suspense*, with a guest roster of star power including Marlene Dietrich, Vincent Price, and Gloria Swanson. That same November 1948, however, Bill became deathly ill again. Apparently, the stress of starting the new show exacerbated an appendix infection. Fearing his bad heart would not survive the trauma of an operation, Bill “skipped the scalpel” and endured excruciating pain throughout weeks of recovery. Unfortunately, neither *The Clock* nor *The Philip Morris Playhouse* caught on in a big way, so they were not renewed beyond the summer of 1949. Luckily, Spier was still director, producer, and story editor of *The Adventures of Sam Spade* which kept him very busy. Nevertheless, the *Spade* stories were centered around the same main characters each week and it was hard to come up with ways to keep things fresh. He missed the diversity of subject matter and the revolving door of major guest stars that made *Suspense* so much more interesting to produce. It pained him that, since his departure, the quality of *Suspense* had gone down, along with the ratings. Eventually, CBS realized that Spier was not so easy to replace and they offered him his old job back, starting September 1, 1949. Rather than overload himself with too much work (his health was precarious to say the least), he decided to limit his activities on *Suspense* to being the producer and story editor. He would closely monitor directors—but this arrangement would allow him to travel with his wife when necessary without having to be tied to the studio on the nights of the broadcast. Before the ink was dry on his contract, however,

Spier's other series, *The Adventures of Sam Spade*, suddenly switched from CBS to NBC. In an interview with John Scheinfeld, Larry White recalled that CBS wanted to put *The Charlie McCarthy Show* (the new Edgar Bergen series sponsored by Coca-Cola) into the prime Sunday 8 P.M. slot and move *The Adventures of Sam Spade* to another night. Because *Sam Spade* was doing well, White and Rosenberg knew that other networks would want it. With the blessing of the show's sponsor, Wildroot Crème Oil for the Hair (represented by the powerful BBDO Advertising Agency), White and Rosenberg's Regis Radio Corporation played hard ball with CBS, demanding that *Sam Spade* keep its Sunday 8 P.M. slot or they would take the show elsewhere. CBS apparently thought they were bluffing. They weren't. Extracting a more lucrative deal from NBC, White and Rosenberg moved *Sam Spade* to the rival network, securing the same Sunday 8 P.M. slot it had occupied on CBS, underwritten by the same sponsor. Without skipping a week, on September 25, 1949, *Spade* began its run on NBC—and the ratings were just as good, maintaining the status quo. Nevertheless, the shrewd packagers were now collecting higher fees. Likewise, Spier was earning more than ever – \$12,500 a week for all his shows combined. The breakdown was as follows: \$2500 per show for one *Suspense* (resumed September 1, 1949), one *Adventures of Sam Spade*, one *Philip Morris Playhouse* (though it would soon be dropped), and two weekly installments of yet another new show for Spier: *The James and Pamela Mason Show*. In July 1949, as a favor to James Mason, Bill had taken over directing chores on *The James and Pamela Mason Show* after the original director, Arch Oboler, had been fired over clashes with James Mason. June Havoc recalled, “When James and Pammy stepped off the ship coming from London on their first trip [to Hollywood] and the porter asked him what he wanted to do first, he said he wanted to meet Bill Spier. Bill's reputation preceded him. He was really well, well known in his field, particularly among actors. I think he was Number One at that time. Bill had worked with everyone who was anybody. But anyway, James and Bill met and they became buddies.” However, no sooner had Spier taken over the reins of *The James and Pamela Mason Show* when *Daily Variety* reported on July 25, 1949: “Bill Spier and James Mason are not seeing eye-to-eye and the cats are flying.” Three days later, the report was denied: “Bill Spier's beard bristled at our report that the cats are flying on the James Mason Show since he followed Arch Oboler into the directorial chair. He says ‘tain't so, but we hear that he [Mason] said he wished he had Oboler back. Then, on the other hand, we learn that Mason wrote a nasty letter to Oboler. Shades of Orson [Welles]!” If there was a feud between Spier and Mason, it was short-lived. In his memoir, James Mason later wrote: “Bill Spier had been an eminent radio director, none better. At one time an entrepreneur had offered to finance and produce a short series of radio dramas for me. We had a false start with another director but, finding that he was not easy to get along with, we replaced him with Spier who had been recommended by [my agent, William] McCaffrey. He really was extremely good and had great confidence as a radio director.” Meanwhile, on *Suspense*, Bill brought the program back to its former luster with better stories and big league guest stars, including Bette Davis, Gregory Peck, Marlene Dietrich, Danny Kaye, Lana Turner, William Powell, Loretta Young, Van Johnson, Rosalind Russell, Kirk Douglas, Ronald Reagan, Agnes Moorehead, Edward G. Robinson, Alan Ladd, James Mason, Charles Laughton and Ray Milland. On November 17, 1949, Bill teamed Lucille Ball and her husband, bandleader Desi Arnaz, for their very first acting gig together, two years before *I Love Lucy* (CBS-TV, 1951-1957). Though Lucille and Desi met on the set of *Too Many Girls* (RKO, 1940)—and subsequently

exchanged vows—they had never actually exchanged dialogue with one another until this 1949 teaming on *Suspense*. It is interesting to note that Lucille and Desi maintained close friendships with both Kay Thompson and her ex-husband. In fact, Bill and his new wife, June Havoc, vacationed with Mr. & Mrs. Arnaz at Lake Tahoe's Skyland Retreat, a foursome that was given a multi-page spread in the April 1949 issue of *Screen Guide Magazine*. Bill would later write and produce programs for Desilu, the television production company formed by Desi and Lucille, while Kay would later serve as Lucille's vocal coach. Although Bill was certainly moving on with life-after-Kay, their paths would continue to intersect. By sheer coincidence, Thompson and Spier ended up in Europe at the very same time, starting in June 1950. In *The Hollywood Reporter*, Radie Harris wrote: "Bill Spier [pre-recorded for later radio broadcast] 34 of the *Sam Spade* series before he and June Havoc sailed [June 1, 1950,] on the 'Liz' [the Queen Elizabeth luxury cruise liner] yesterday for a four months' stay in London, where he'll make his directorial screen debut with *Del Palma* [later re-titled *Lady Possessed*]." According to research by historian John Scheinfeld, the number of pre-recorded *Sam Spade* shows was 12—not 34—completed in May 1950. *Daily Variety* agreed: "Having completed taping of 12 *Sam Spade* programs, Howard Duff, star of the series, is now in Hawaii with his agent, Mike Mesbekow [sic; should be Mike Meshekoff—who worked for Barron Polan and George "Rosy" Rosenberg as an agent for actors like Jack Webb; he later partnered with Webb to produce *Dragnet* (NBC-TV, 1951-59)], but returns June 18, 1950, to do two live shows before Duff takes another eight-week layoff. . . . During Spier's absence, Maggie Foss, his secretary, will share the direction of *Spade* with Elliott Lewis." At the same time, Spier resigned as producer of *Suspense*. He pre-recorded enough *Suspense* shows to complete the season on June 29, 1950, but after the summer hiatus, the show would return August 31, 1950, with Elliott Lewis promoted to producer-director of the series. Spier was determined to catch up with his former protégé, Orson Welles, by taking his shot at becoming a movie director. Would *Del Palma* (aka *Lady Possessed*) be Spier's *Citizen Kane*? *Daily Variety* noted, "Actually a more appropriate title for this initial Portland Production [named after Pamela and James Mason's daughter, Portland] would be *A Family Affair* since James Mason will play the title role in Pamela Kellino's [Mrs. James Mason's] adaptation of her own novel [*A Lady Possessed*, published in London by Robert Hale Limited, 1943; later published in the U.S. under the title *Del Palma* by E. P. Dutton & Co., Inc., 1948] and June Havoc [Spier's wife] will be his co-star." James Mason recalled: "We enlisted the services of two established friends. June Havoc was to play the leading lady. Her husband, Bill Spier, was to write the script and direct. . . . but we were disappointed with the screenplay he turned in. Pamela and I wrote an authorized version." Of course, Spier's assignment to write the script was a no-win situation because it was based on Pamela Kellino Mason's original 1943 novel, *A Lady Possessed*, for which James had illustrated the cover. The Masons were simply too close to the material to be objective. *Daily Variety* noted: "In the original story, Del Palma was a singer, but because Mason's pipes are no threat to Ezio Pinza the characterization will be changed to a poet [later switched back to a singer]." The same trade journal also noted that the production would "first shoot exteriors in Paris, then move to London for interior shooting." Mason's wife, Pamela, was quoted, "It should make a good movie, don't you think? Of course, I've selected the [supporting] part of Sybil for myself, she's the bitch!" The story is set in an English manor owned by Jimmy Del Palma (James Mason). Because his wife, Madeleine, has recently passed away, Del Palma finds the memories of

their home too upsetting, so he rents out the country estate to Jean Wilson (June Havoc) while he busies himself with work in London. Recuperating from a recent miscarriage, Jean is emotionally and physically fragile, easily spooked by the mansion's black Siamese cat, the late Madeleine's collection of paintings in the attic, and the austere housekeeper who cannot seem to stop blabbing about her dead mistress. In no time flat, Jean changes her hair color from her natural blonde to Madeleine black and dons the dead woman's clothes which, of course, fit her perfectly. After a séance, the local clairvoyant concludes that Jean must be possessed by the spirit of Madeleine, an inconvenient distraction for Del Palma who had hoped to put the past behind him while collecting a little rent money. Borrowing heavily from Alfred Hitchcock's *Rebecca* (United Artists, 1940) and Otto Preminger's *Laura* (20th Century-Fox, 1944), the pastiche left no cliché unwrought. [Interestingly, Hitchcock's later masterpiece of obsession, *Vertigo* (Paramount, 1958), may have copped a couple of plot twists from this Mason-Spier concoction.] Independently produced and partly financed by James Mason himself, the project would encounter a number of delays and problems before its completion, with Kay Thompson becoming peripherally involved. While scouting locations in Paris that June of 1950, Spier, Havoc and the Masons came to see Kay's act at Les Ambassadeurs. (Spier's old radio chums, Orson Welles and Agnes Moorehead, were in the audience that night, too.) When asked if it felt odd to attend her husband's former wife's nightclub act, June Havoc said, "Heavens no! It was just one-of-a-kind. It was just *wonderful*. We saw it quite a few times." During a conversation after her show at Les Ambassadeurs, Kay planted the suggestion that Mason's character in *Del Palma* should remain a singer as Pamela had originally written him, *not* a poet. Because James had only minimal confidence in his vocal abilities, Kay offered her services as a vocal coach and recommended he sing "More Wonderful Than These," a song she had co-written with Spier in 1940, the tune that had become the theme to *Kay Thompson and Company* (CBS-Radio, 1941-42) which Spier had produced. June Havoc remembered it well: "It was an old song Kay had co-written with Bill, pulled out of the trunk." Considering James Mason's super-sized ego, Kay did not have to do much convincing—and it was agreed that he would sing this and other songs in the film, with Kay working behind-the-scenes as his vocal coach. She offered to help in any other way she could, especially thrilled for her ex-husband to be making the leap to directing for the big screen. She even talked up the project to Republic Pictures' Herbert Yates and tried to put him in touch with James Mason. In his memoir, Mason recalled: "We were not in a hurry to do this because Republic did not have a very good name. It came under the heading of Poverty Row." Even though it was pointed out that John Ford was making successful John Wayne westerns at Republic, and that Errol Flynn's new film, *The Adventures of Captain Fabian*, was coming from the same independent factory, Mason stubbornly held on to grandiose visions of major studios. Then the project hit another snag. James Mason recalled, "We then discovered it would be impossible to shoot in France where the unions and other authorities had laid down rules designed to encourage and safeguard a healthy renaissance of the French film industry." As a result, Mason decreed that location shooting would take place in England. In his memoir, James Mason wrote: "The production plan [for *Del Palma*, aka *Lady Possessed*] was based on the premise that [my wife, Pamela Kellino, and I] still had some frozen money in England which would be sufficient, we figured, to pay for not less than half the cost of the film. We would shoot our half in... England and return with half a film tucked under our arms to Hollywood

where we would have no difficulty picking up the rest of the necessary finance.” But, England turned out to be no more welcoming than France. James Mason recalled: “The A.C.T. took a sensible stand which we should have anticipated. They would recommend granting a work permit to a foreign technician—in this case a director—only if his credits in major motion pictures were internationally recognized.” Because Bill Spier had never directed a movie before, his work permit was denied—a disheartening blow, to say the least. “We promised [Bill],” Mason added, “[that he] could do his share of the directing in the section of the film which we would later shoot in America. Meanwhile we would fill in with a British director who took the form of Pamela’s first husband, Roy Kellino.” [In truth, Spier would be on set in England for every shot, quietly consulting with the “director” of record.] By now, the *Del Palma* cast and crew consisted of six spouses and ex-spouses: James and his wife Pamela and her ex-husband Roy Kellino plus June Havoc and her husband Bill Spier and his ex-wife Kay Thompson (who, after her gig in Paris ended on July 20, had followed them all to London). What started out to be oh-so-cosmopolitan turned into some sort of demented sociological experiment run amok. “We had a marvelous time doing it together,” was how June Havoc chose to remember things. “We were very close friends. Roy Kellino was Pammy’s first husband. They were very sophisticated and darling people. I never understood why they divorced. I never saw anything go wrong between them. It was wonderful. It was a family affair. And Portland [the two-year-old daughter of James and Pamela] was with us all the time. James and Bill were terribly close. They were like brothers. There was a deep, abiding affection between them.” However, from many *other* accounts, relations were not quite so cozy. “I, as producer,” James Mason recalled, “was rather distressed to find, when shooting commenced, that June Havoc was not too keen on taking direction from Kellino. It was not that she had anything against him but she was reacting to her disappointment that Spier had been jettisoned. So, since a producer can do anything he chooses during the shooting of a film... I felt that I was entitled, nay in this case obliged, to do a little directing myself. A reluctant directorial trio is what Spier and Kellino and I became.” A number of exteriors were to be shot at the Masons’ picaresque former residence, Olleberrie Farm, which was now, conveniently, the current home of Roy Kellino. (Could it be any more incestuous?) Upon arriving, however, James and Pamela were furious to discover that Roy had “cut down some of the most lovable trees.” While Roy Kellino spent his nights at the country location that was also his home, the Masons and the Spiers camped out in London—in the lap of luxury. June Havoc recalled. “We had about seven rooms to ourselves on top of that wonderful hotel, the Dorchester.” A five-star hotel, The Dorchester was located on Park Lane in the heart of Mayfair overlooking Hyde Park. On many nights, the foursome would party with Kay Thompson who was rehearsing for a gig at Café de Paris, off Piccadilly Circus, that would begin on August 28. On other nights, the foursome would party at their hotel. June Havoc remembered: “We had big dinners set up in the room and we would look out the windows at the square down there around the Dorchester where all the ladies of the evening would be. And Pammy one night said, ‘Look at this one.’ And we all looked and she said, ‘She hasn’t had a customer for days, and I just feel so sorry for her.’ And so she got the bellboy and gave him some money and said, ‘Please, give it to that one.’ So funny! Oh, we had a wonderful time!” In other words, the making of the movie was far more memorable than anything taking place in front of the camera. With extravagant living expenses mounting, the Masons’ reserve of “frozen money” quickly melted, leaving them with considerably less than the

“half a film” they had counted on. After three months in Europe (June-August 1950), with only about fifteen minutes of usable footage in the can, the *Del Palma* brigade returned to the United States at the end of the summer, tails between legs. Sammy Weisbord of the William Morris Agency viewed the material and, according to Mason, “seriously suggested that we kiss goodbye to our investment... and just write it off as a loss. But I was almost as bad as Pamela when it came to pig-headedness.” Meanwhile, *The Adventures of Sam Spade* series was in trouble due to its association with Dashiell Hammett, creator of the character. Radio historian Martin Grams, Jr. explained: “In 1948, Dashiell Hammett became vice-chairman of the Civil Rights Congress, an organization formed in 1946 by a merger of the International Labor Defense and the National Federation for Constitutional Liberties. The Attorney General and the F.B.I. deemed the organization subversive. Suspicion regarding Hammett’s loyalties to the United States, and his leanings as a Communist sympathizer earned him suspicion as being a Communist by trade papers, and the F.B.I., who began investigating Hammett.” At that time, the Red Scare had become so virulent that even the whiff of subversive activities was enough to label someone a Communist. “The more Hammett’s name appeared in the newspapers and trade papers,” Grams added, “the more nervous [the show’s sponsor] was getting about Dashiell Hammett’s links with pro-Communist groups, and more importantly, his name being mentioned twice in every episode of *The Adventures of Sam Spade*. Despite inconclusive or questionable evidence, including Hammett’s involvement with the Civil Rights Congress, Hammett was too hot.” *Sam Spade* was still being sponsored by Wildroot Crème Oil for the Hair (represented by the BBDO Advertising Agency). As pressure intensified, White and Rosenberg tried to pacify Wildroot and BBDO by removing any reference to Hammett from the on-air credits. White recalled, “Hammett didn’t care, as long as he kept getting his check.” John Scheinfeld noted: “The January 22, 1950, *Sam Spade* installment of “The Wedding Belle Caper” was the last to include Hammett’s name as creator of Sam Spade.” Spier, White and Rosenberg figured they’d weathered the storm but the festering virulence of the Red Scare was just getting started. When Hammett’s name was included in a list of suspected Communists published on June 22, 1950, in *Red Channels: The Report of Communist Influence in Radio and Television* (published in New York by *Counterattack: The Newsletter of Facts to Combat Communism*), Wildroot became convinced that patriotic Americans everywhere would stop buying their hair preparation product. In July 1950, Wildroot and BBDO informed NBC and Regis Radio Corporation that they “couldn’t” pick up the show’s option when the current thirteen-week cycle was due to expire on September 17, 1950. Spier recalled, “I was in Europe at the time and I heard from Larry White that *Sam Spade* had been cancelled, and I thought, oh, isn’t that too bad... the sponsor has ran out of money for the budget.” Since the show had already weathered three network changes (ABC to CBS to NBC), Bill figured the hit series would surely land on its feet again. He thought, “It will be sold within an hour because it was a very successful show, always in the Top Ten.” At first, Bill did not fully comprehend the real reason behind the *Spade* cancellation. “And I didn’t find out until I got back [to the United States in August 1950],” Spier added. Meanwhile, White and Rosenberg went up and down Madison Avenue looking for a new sponsor. Upon his return from England that August, Spier jumped back in and directed the final three *Spade* episodes, culminating with the September 17, 1950, installment “The Femme Fatale Caper.” White and Rosenberg kept on trying to secure a new sponsor right up to the very last minute. “Still nobody had taken

it,” Spier recalled. The show was dead. However, before the corpse of *Spade* was even cold, BBDO and Wildroot had already been colluding with CBS to create a copycat series entitled *Charlie Wild, Private Detective*, starring George Petrie as a New York gumshoe cut from the same cloth as Spade. (Wild even employed Spade’s suddenly out-of-work girl Friday, “Effie Perrine.”) On September 24, 1950—one week after NBC’s *Spade* cancellation—*Charlie Wild, Private Detective* premiered on CBS in the same time slot. In *On the Air*, John Dunning wrote: “Howard Duff appeared in character [as Spade] on the first broadcast with a vocal telegram, wishing the new hero well.” The substitution did not sit well with the public. 250,000 letters poured into NBC from listeners irked by the loss of their beloved *Sam Spade*. Reacting to the public outcry—and, no doubt, looking for ways to get even with CBS, BBDO and Wildroot for their treachery—NBC decided to reinstate *The Adventures of Sam Spade* beginning November 17, 1950. But there were conditions. Not only would Dashiell Hammett’s name still be banned from the airwaves, but its star, Howard Duff, would not be allowed to return—thanks to his name also turning up on the suspected Communist list in *Red Channels*. John Scheinfeld noted: “Auditions were held for a replacement. A top candidate was William Conrad (who had the ballsyness of Duff but not the humor), but Steve Dunne got the role (he had the humor but not the ballsyness).” Not only did Spier cast Dunne to play Sam Spade, he also hired him to play a supporting role in *Del Palma*. Howard Duff later lamented: “I was a little disappointed with Bill Spier that he would go along with someone else. But what the hell. It was a long time ago. Bygones should be bygones.” Under the circumstances, however, if Spier had stood by Duff, he would have been out of a job and would have risked being Blacklisted himself. Larry White recalled, “It was remarkable that we kept Bill and myself out of it. Most anyone even associated with ‘bad’ people got tinged with red.” Instead of its long-established Sunday time slot (which would have meant going up against *Charlie Wild* on CBS), *The New Adventures of Sam Spade* would broadcast on Friday nights, sustained by the network because no sponsor would touch it. Loyal listeners were about as excited to hear the new *Sam Spade* as they were to hear *Charlie Wild*; within a few months, both dicks got whacked for good. (*Sam Spade* ended its NBC run on April 27, 1951; *Charlie Wild* ended its CBS run on June 27, 1951; but, with Wildroot’s ongoing sponsorship, *Charlie Wild* resurfaced on ABC from September 22, 1951, through March 4, 1952, followed by a three-month television run on the DuMont Television Network, from March 13 to June 19, 1952—none of which lived up *Sam Spade*’s former ratings glory.) Howard Duff fought the charges of Communism and eventually cleared his name, later commenting in disgust, “I wasn’t even a good liberal.” Hammett flat out refused to cooperate with the investigation and, thusly, was sentenced to five months prison time in 1951. Disillusioned, Hammett gave up writing altogether. Besides Hammett and Duff, Spier had associations with many others who had been named in *Red Channels*, including Humphrey Bogart, Lucille Ball, Orson Welles, Lena Horne, and even Gypsy Rose Lee, sister of his wife, June Havoc. At one time or another, Bill had hired practically every actor on the *Red Channels* list to guest star on *Suspense* and his other anthology programs. Likewise, Kay came within sneezing distance of being lumped in with the rest of them. Spier’s daughter, Greta Spier Kiernan, recalled: “There were a lot of people who thought this Blacklisting thing would blow over. I mean, who would believe some of these accusations? But my father seems to have returned home from Europe to find that his career was in tatters because of that association. It was a dreadful time. There has been plenty written about that, but it was worse than they write.”

Aiding and abetting in this assault on human rights were such powerful columnists as Walter Winchell and Hedda Hopper, who often got caught up in Red Scare fever by fanning the flames of the kangaroo court, and yet, on occasion, helping to clear names. No one knew who to trust. Some on the Blacklist would eventually be exonerated, but many were never able to erase the taint. It was a tragedy for all concerned, including families, friends and colleagues, and one of the most shameful attacks on the basic constitutional rights of free American citizens. Who would have thought that such a thing could ever happen in the United States? Rose-colored glasses eventually faded to black. Recalling the nightmare, Spier remarked: “*Sam Spade* went six years and was one of the victims of... the unjust, *completely* unjust pillarizing of Dashiell Hammett, who was thought to have been a Communist, which he was not, that I know.” It was the first clear example of a radio program to be cancelled as a result of the Blacklist. In the fall of 1950, while Spier was busy trying to resuscitate *Sam Spade* without Howard Duff, James Mason shopped the fractional snippets of the *Del Palma* film project around town, fishing for funding. After all the major studios passed, Kay Thompson’s unthinkable suggestion of Republic Pictures suddenly became “not such a bad idea after all,” and Mason finally took a meeting with Herbert Yates. “Reluctantly and almost furtively we made a deal with Yates,” Mason remembered, “who undertook to finance the balance of our film to the tune of two hundred thousand dollars.” Pre-production got underway and shooting was scheduled to commence January 2, 1951. One week before that date, however, the December 27, 1950, *Daily Variety* reported: “William Spier, radio producer, is seriously ill with respiratory congestion at his home in Malibu. Under an oxygen tent, medicos deem his condition too grave for removal to a hospital. June Havoc, his wife, has been flown back from Western Germany by the U.S. Air Force, so she might be by his side. Actress left Frankfurt, where she had been entertaining GI’s with Jimmy Starr’s troupe, on Sunday morning [December 24, 1950].” At the time, Kay was performing in Las Vegas, but without missing any of her evening performances, she commuted by plane back and forth to Los Angeles to be by Bill’s side, holding vigil with Havoc. The cumulative stress of the Blacklist, his efforts to salvage *Sam Spade*, and the ongoing complications of *Del Palma* had taken its toll on Bill’s exceedingly delicate health. The respiratory ailment was, in fact, a severe case of pneumonia, and there were grave fears that it would trigger another heart attack. Though Bill had survived three prior cardiac arrests, concerns were that a fourth one would be fatal. But Spier’s will to live was tenacious, if not miraculous. On December 29, 1950, *Daily Variety* followed up with the news, “Bill Spier, radio and film director, was pronounced out of danger yesterday by Dr. Saul Fox attending him for an acute respiratory congestion and complications.” According to John Scheinfeld, Spier only missed directing one *Sam Spade* broadcast on December 29, 1950—for which he was replaced by Elliott Lewis. Nevertheless, Spier was in no condition to take on the rigors of directing a feature film, so, according to *Daily Variety*, on January 8, 1951, James Mason imported Roy Kellino from England to take over pre-production chores on *Del Palma*. Naturally, this did not go over well with June Havoc, nor with Herbert Yates who had put his money and faith behind Spier. On January 17, 1951, *The Hollywood Reporter* announced that the project had been put on hold, having “struck a snag in negotiations with Republic.” Yates would only move forward with Spier at the helm and he was prepared to wait until Bill was well enough to come back to work. However, the production’s insurance company would only cover Spier if Roy Kellino was kept on stand-by as “co-director” in case of any further health

emergencies. While regrouping, Yates tossed out the *Del Palma* moniker in favor of the original title of the book, *A Lady Possessed*, deemed far more descriptive and commercial. Mason was in no position to argue. On February 16, 1951, *The Hollywood Reporter* noted, “James Mason’s Portland Productions moves its headquarters to Republic Studios [at 4024 Radford Avenue, Studio City] today following completion of negotiations for the production and distribution of *A Lady Possessed* starring Mason, June Havoc and Pamela Kellino. William Spier and Roy Kellino will co-direct, with production to start on March 6.” On February 21, 1951, *Daily Variety* announced: “James Mason will sing for the first time on the screen in his forthcoming independent for Republic release, *A Lady Possessed*. Producers have acquired original ballads for Mason to warble, ‘My Heart Asks Why’ by Hans May and Hermione ‘Mink’ Hannen; ‘It’s You I Love’ by Allie Wruble; and ‘More Wonderful Than These’ by Kay Thompson and Bill Spier.” Conveniently, Kay was in Los Angeles for a gig at the Mocambo (January 9-29, 1951) and was able to give Mason intensive voice lessons throughout January and the first three weeks of February—until she had to leave town for a gig in Chicago (February 22-March 21, 1951). At that point, Thompson turned Mason over to vocal coach Jack Carroll for more grunt work. With Spier back on his feet, *A Lady Possessed* was completed in Republic’s Studio City sound stages during sixteen days of shooting, from March 5-22, 1951. When the big moment came for the performance of the Thompson-Spier composition, “More Wonderful Than These,” Mason sat at a grand piano, pretended to tinkle the keys, and warbled the song in a half-spoken, half-croaked delivery.

*The sound of summer rain,
The fragrance of a rose,
The dreaming clouds above the seas,
You are more wonderful than these.*

*The velvet touch of night,
The birth of each new Spring,
The glint of sunlight through the trees,
You are more wonderful than these.*

Suddenly, Mason stopped singing, looked quizzically at the lyric sheet and re-read, “‘*The dreaming clouds above the seas?*’” He then turned to June Havoc and deadpanned, “I don’t believe I’ve ever seen a cloud dreaming.” The sarcastic ad-lib was a dig at both Thompson and Spier for their sappy lyrics, but meant as a sporting joke. Spier was so tickled, he kept it in the movie. Unfortunately, it may be the only lively moment in all eighty-seven minutes of the final product. The picture, released under the title *Lady Possessed*—without the *A*—had its world premiere in San Francisco on Tuesday, January 8, 1952, at the St. Francis Theatre (965 Market Street), attended by James and Pamela Mason who appeared on stage to introduce the film at the 3:30 and 8:10 shows. The reception was, shall we say, underwhelming. *Daily Variety* called it “a slow-paced drama that meanders around in circles on a slender thread, never achieving the objectives intended.” “Foolish,” was how *Time Magazine* described the movie, but noted the “outstanding novelty” of watching “Singer-Pianist Mason, usually typed as a glowering heavy, blithely crooning.” *San Francisco Chronicle* critic, William Hogan, wrote,

“Mason, as a moody Noël Coward-type forced to sing jaunty songs in a music hall while his late wife and a live crackpot haunt him, tears down whatever popular appeal he might have deposited in *The Desert Fox* and *Pandora and the Flying Dutchman*. Why did Mason, a capable and popular actor, think he could turn into a capable and popular producer at the drop of his wife’s novel as a film script? It may be a method of diverting income tax monies into more engrossing channels. But it also is killing Mason, the actor, who, as a producer, has laid an enormous golden egg.” Other opinions were even less charitable and the public stayed home in droves. James Mason later noted: “Sometimes in the case of friends who share the disappointment of having made a dramatically unsuccessful film together, the friendship takes such a beating that it comes unstuck. But in the case of Bill Spier and his wife our friendship with them was actually reinforced rather than weakened. That was a good thing.” Having to endure the embarrassing indignity of the reception for *Lady Possessed*, compounded by the loss of *The Adventures of Sam Spade* and his regrettable resignation from *Suspense*, it is a wonder that Spier pulled through this career slump with his health intact. However, like a cat with nine lives, he landed on his paws in television, hired by CBS-TV as an in-house producer and development executive on January 21, 1952. The very first show he created and produced was the celebrated anthology series, *Omnibus* (CBS-TV, 1952-61), hosted by Alistair Cooke. Attracting the dramatic talents of many of his friends, including Orson Welles (in a production of “King Lear”) and James and Pamela Mason (in “Napoleon And Josephine”), Spier also presented symphonies conducted by Leonard Bernstein plus George Bassman’s acclaimed *135th Street*, an adaptation of George Gershwin’s opera, *Porgy and Bess*. Spier provided many early roles for Joanne Woodward, who was a regular member of the *Omnibus* repertory company, and he hired the young Stanley Kubrick as the regular First Assistant Director for the series. How many producers could boast hiring the likes of Orson Welles and Stanley Kubrick when they were neophytes? Like Thompson, Spier certainly had an eye for talent. In addition to his producing status on *Omnibus*, Spier frequently wrote episodes for the series, including “The Great Forgery” (CBS-TV, January 15, 1956) starring Hal March. Spier was called upon to produce and write for other anthology series at CBS-TV, including *The Clock* (for which he also directed “The Devil’s Wine” written by Robert Tallman). Also for CBS, Spier created and produced *Medallion Theatre* (CBS-TV, 1953-54), another acclaimed anthology series that employed such guest stars as Henry Fonda (in Sinclair Lewis’ “The Decision of Arrowsmith,” directed by Ralph Nelson), Claude Rains (in Evelyn Waugh’s “The Man Who Liked Dickens”), Ronald Reagan (in “A Job for Jimmy Valentine”), Rod Steiger and Robert Preston (in Rod Serling’s “The Quiet Village” directed by Robert Stevens), and June Havoc (in “Mrs. Union Station”). And, just as Spier’s declarations of independence from CBS never lasted long, he never completely got over Kay Thompson. During the 1950s, their lives would intersect in surprising ways. In 1954 in *The Hollywood Reporter*, columnist Radie Harris reported: “June Havoc, who is readying a nitery act of her own, was getting some first-hand pointers watching Kay Thompson in the Persian Room the other p.m. This is no pulsating news in itself, except for the fact that June was accompanied by her spouse, Bill Spier, Kay’s once upon a time groom!” In fact, Kay ended up helping June put together a nightclub act which opened at the Pierre Hotel’s Cotillion Room in New York on March 23, 1954, followed by the Thunderbird Hotel in Vegas in May. Was it awkward for the current Mrs. Bill Spier to be directed by the former Mrs. Bill Spier? “You know, everything you hear about Hollywood isn’t true,”

laughed June Havoc in a 2002 interview for this book. “You can be friends, no matter what might have happened in the past. Bill and Kay were such close friends. They remained friends forever.” Around that same time, Bill teamed up with Desilu Productions, owned by Lucille Ball and Desi Arnaz. Spier first directed Walter Brennan and Vera Miles in a sitcom pilot entitled *Mr. Tutt* that failed to sell. His second Desilu assignment was to produce, co-create and co-write (with Louis Pelletier) a sitcom for his wife, June Havoc, called *Willy* (developed under the working titles *Miss Bachelor at Law*, *The Artful Miss Dodger* and *My Aunt Willy*) which premiered September 18, 1954, on CBS-TV. The feminist concept cast Havoc as a rural lawyer. The supporting cast for *Willy* included the perpetually gruff Charles Lane (who often appeared on *I Love Lucy*) as a grumpy lawyer and a young actor named Aaron Spelling as a country bumpkin named “Homer.” Spelling, who was married at the time to actress Carolyn Jones, went on to become the über television producer with the golden touch (*Dynasty*, *Love Boat*, *Charlie’s Angels*, *Beverly Hills 90210*, etc.). *Willy* shared many of the same talents who worked on *I Love Lucy* including director William Asher, director of photography Karl Freund, and editor Bud Molin. “I cut June Havoc’s TV show, *Willy*, and worked with Bill, her husband, a really nice, funny guy,” Molin told editor Stephen R. Myers in 2003. “At the time, CBS would take a season’s worth of anything Desilu had, no questions asked. But *Willy* wasn’t good and airing it only confirmed the problem.” It also tested the friendship between the Spiers and the Arnazes. Robert Osborne, host of Turner Classic Movies, recalled: “After Lucy and Desi had done Vincente Minnelli’s *The Long, Long Trailer* [(MGM, 1954)], they had the trailer parked at their ranch in the Valley. And I remember Lucy telling me that June Havoc and Bill Spier came to California to do something, and they had no place to stay, so Lucy said, ‘Well, come and stay in the trailer.’” In a 2007 interview for this book, Lucie Arnaz, daughter of Lucy and Desi, confirmed: “Yes, that’s where June and her husband lived for about nine months. I was only four years old but I remember it well because it was such a weird thing. I can see the back of our Chatsworth house and the long grape arbor that led up to this trailer. And it was such a cool thing to have this big, gigantic trailer in our back yard. I’ll always remember it. I remember that some wonderful, funny lady lived back there with her bearded husband. I later learned they were June Havoc and Bill Spier.” Osborne added: “Lucy was thinking they’d stay a short while until they found a better place. But June and Bill ended up staying for months. Lucy and Desi couldn’t wait to get rid of them because they were like homesteaders.” The squatters weren’t faring much better on the Desilu lot. Enduring several jarring makeovers and adjustments—including a setting shift from New Hampshire boondocks to Manhattan showbiz, and the desperate addition of song-and-dance routines for Havoc—*Willy* limped through the 1954-55 television season but was ultimately axed. Its final episode was broadcast on July 7, 1955 (the very same summer that Bill Spier wrote a draft of the teleplay for CBS-TV’s *Playhouse 90* production of “Kay Thompson’s Eloise”—which Kay rejected, replacing Spier with screenwriter Leonard Spigelgass). Despite the failure of *Willy*, Lucy and Desi still had faith in Spier. Going back to the well he knew best, Spier pitched *Anthology of Suspense* (aka *Mystery Theatre*) but the networks didn’t bite. Desi next assigned Bill “to develop *Tales of Allan Pinkerton*, based on the real-life case histories of the famed detective,” but the project was abandoned “when Pinkerton’s estate refused to grant clearance.” Then, Spier was set to produce, write and direct *Country Doctor* starring Charles Coburn, but that fell by the wayside, too. Sticking to what he knew best, Bill rebounded as a frequent writer for

Dragnet (NBC-TV, 1951-1959), *The Thin Man* (NBC-TV, 1957-1959), *Peter Gunn* (NBC-TV, 1958-1961), *Steve Canyon* (NBC-TV, 1958-1960), *The Twentieth-Century Fox Hour* (CBS-TV, 1955-57), *The Lineup* (CBS-TV, 1954-60), *Bourbon Street Beat* (ABC-TV, 1959-60), and *Dante* (NBC-TV, 1960-61), a crime series created by Blake Edwards, starring Howard Duff. Spier's most acclaimed writing, however, was for Desilu Productions on *The Untouchables* (ABC-TV, 1959-1963). For *The Untouchables*, Spier wrote a two-part special "The Unhired Assassin" (ABC-TV, February 25 and March 3, 1960) that was later combined to create a perennial TV-movie entitled *The Gun of Zangara* (1960). Spier also wrote another two-part special "The Big Train" (ABC-TV, January 5 and 12, 1961) that pitted Eliot Ness (Robert Stack) against Al Capone (Neville Brand)—for which Spier won the Mystery Writers of America's Edgar Award (Spier had previously been honored with an Edgar Award for *The Adventures of Sam Spade* and a Peabody Award for *Suspense*). By popular demand, the two installments of "The Big Train" were edited together to become *Alcatraz Express*, a perennial TV-movie that was also successfully released theatrically in Europe. (*Alcatraz Express* was partly the inspiration behind Brian De Palma's hit film *The Untouchables* (Paramount, 1987) starring Kevin Costner as Ness and Robert DeNiro as Capone.) In the midst of all this television activity, Spier found time to write and direct *Midnight at Eight*, a stage production that opened in October 1958 at the Los Angeles City College Auditorium, starring Basil Rathbone in a series of short playlets adapted from the writings of Edgar Allan Poe, Arthur Conan Doyle, W.F. Harvey, Robert J. Collier and Ambrose Bierce. By the mid-1960s, Spier's career hit a bit of a slump but, in 1969, he rebounded briefly by writing the original screenplay for *The Devil's Widow* (aka *The Ballad of Tam Lin*) (American International Pictures, 1970), starring Ava Gardner and directed by Roddy McDowall. On May 30, 1973, at the age of 66, Spier finally succumbed to heart failure, leaving June Havoc a heartbroken widow the rest of her long life (she passed away in 2010 at the age of 97). *Los Angeles Times*, 12/22/1947; *New York Times*, 12/23/1947; *Hollywood Reporter*, 2/18/1948, 4/8/1948, 8/4/1949, 5/29/1950, 6/2/1950, 1/2/1951, 1/17/1951, 2/16/1951, 1/19/1954, 4/1/1954; *Daily Variety*, 10/26/1948, 11/18/1948, 2/13/1948, 7/28/1949, 7/25/1949, 5/23/1950, 5/29/1950, 12/22/1950, 12/27/1950, 1/8/1951, 2/21/1951, 2/5/1952, 9/25/1952, 3/2/1956; *Time*, 2/25/1952; *Saturday Evening Post*, 2/26/1955; *TV Guide*, 9/4/1953; *Screen Guide Magazine*, 4/1949; *San Francisco Chronicle*, 1/9/1952; *Lima News* (Lima, Ohio), 1/14/1956; Mason, James. *Before I Forget*. London: Hamish Hamilton, 1981, pages 216-218, 221; Sanders, Coyne Steven, and Tom Gilbert. *Desilu: The Story of Lucille Ball and Desi Arnaz*. New York: Harper Collins, 1993, page 109; Dunning, John. *On the Air: The Encyclopedia of Old-Time Radio*. New York: Oxford University Press, 1998, pages 12-14, 150; Grams, Jr., Martin. *The Radio Adventures of Sam Spade*. Arlington, Virginia: OTR Publishing, 2007, page 82; from the William Spier / June Havoc radio interview on The Golden Age of Radio conducted by hosts Dick Bertel and Ed Corcoran, broadcast 11/25/1970, on WTIC Radio, Hartford, Connecticut; from an article by Ivan G. Shreve, Jr. posted on *Thrilling Days of Yesteryear* website: blogs.salon.com; and, from a 2/8/2007 posting by Martin Grams, Jr., on *Old-Time Radio Digest*, Volume 2007, Issue 47, at www.olderadio.net. The author extends his special thanks to Margaret Spier Angeli, Lucie Arnaz, June Havoc, Greta Spier Kiernan, Bud Molin, Stephen R. Myers, Robert Osborne, and Peggy Rea for graciously sharing their stories and information about Bill Spier for this sidebar. Extra special thanks also goes to the meticulous research of John Scheinfeld who shared

comments from his unpublished interviews with Larry White, Robert Tallman, and Peggy Rea—and graciously fact-checked this sidebar.

145 “*Kay got the house*”: The official chain of title property record for 11580 Bellagio Road confirmed that “Kay Thompson Spier” took sole ownership of the real estate on August 8, 1947, and completed the sale of the house to a new owner on September 25, 1947, for \$50,000.

145 “*I love love and I believe*”: Reed, Rex. *People Are Crazy Here*. New York: Dell Publishing Co, Inc., 1975, page 113.

145 “*To pass the time*”: From a 1956 Paramount Pictures press release about Kay Thompson in connection with *Funny Face*, courtesy of the Academy of Motion Picture Arts and Sciences Library.

PART THREE: THE NIGHTCLUB ERA

Chapter Six: Atomic Art

149 “*The greatest thing since*”: *Daily Times-News* (Burlington, North Carolina), 5/11/1948.

149 “*Bob [Alton] and I*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

149 “*always sing in a saloon*”: In an interview with writer Stephen M. Silverman, Kay Thompson explained why she left MGM to form a nightclub act: “I mean, everything was saying you’re going somewhere else. You’re going to do something else. So... Bob [Alton] and I had a talk and he said, ‘Katie, what are you gonna do when you leave here?’ I said, ‘I don’t know, Bob. I can always sing in a saloon.’ And he said, ‘You can always do an act?’ And I said, ‘What’s an act?’ And he said, ‘Well, I’ll tell you and why don’t we get together and do one.’ So I said, ‘Fine.’” Thompson’s naïveté was pure snake oil. If not performing an act, then what the hell was Kay doing when she headlined the Cocoanut Grove in 1931, the Roosevelt Hotel in 1932, the Paramount Theatre in 1933, the Palace Hotel in San Francisco in 1934, the King Cole Room at the St. Regis Hotel in 1936, Radio City Music Hall in 1937, the Famous Door *and* the Loew’s State in 1940, and the Hollywood Bowl in 1945? Columnist Ed Sullivan let it slip that Kay had been plotting an act much longer than anyone had suspected. Sullivan innocently stated: “The last time I talked to Kay was on the set of *It Happened in Brooklyn* with Frank Sinatra.” This clearly dated the conversation to the summer of 1946 which was when this film was in production. At that time, Thompson said to Sullivan, “I’ve got a hazy idea of an act. If Bob Alton will do the choreography.” Sullivan went on to report: “Thompson and Alton

met on Ed Wynn's *Hooray for What!* [in 1937], determined then and there to do something like this sometime. Meeting again at Metro, they went through with it." A-ha! So, Thompson was indeed plotting this new chapter of her life *much* longer than had otherwise been reported. But, for whatever reason, she liked to pretend to members of the media that this new act was all so unplanned, so off-the-cuff, and so accidental. Feigned innocence aside, Kay knew darn well what an act was – and she was masterminding her own act for years. She just did not want to admit that she'd been doing acts since 1931 because it aged her and, frankly, none of them had set the world on fire. To be red hot in that arena, Kay would need a gimmick, an innovative and unique way of presenting herself. Otherwise, the outcome would be the same as it had always been: nice reviews, pleasant audience response but no real *heat*. Going out on stage as a solo chanteuse just wasn't going to cut it. Not anymore. She had tried that *ad infinitum* and it had gotten her nowhere. Critics of her stage shows in 1940 had bemoaned the absence of her Rhythm Singers through which she had become famous on radio. Her skills as a harmonist with multiple voices was something she needed to add to her repertoire; it was one of her most accomplished skills, yet never exposed beyond radio broadcasts and MGM musical embellishments. Unfortunately, the cost of employing a large chorus and traveling them from venue to venue was simply prohibitive. A small backup ensemble made more economic sense. Girl groups like the Andrews Sisters were all the rage, but did Kay really feel like vying for attention among a bunch of other women? Hardly. Kay did not have the confidence or the looks to deal with female competition. On the other hand, men made her feel empowered. She had worked very well with male voices on radio before—the Ambassadors, the Three Rhythm Kings, and the Rhythm Boys. "Why don't you use those Williams kids?" Alton suggested to Thompson. "I'm too tall and they're too short," Kay replied. "Fine," Alton countered. "It will be funny." The more she thought about it, the more she liked it. After all, surrounding herself with four sexy young gentlemen—*especially* ones who were shorter than her—would automatically make her the center of attention, a goddess worshipped by a quartet of virile admirers. From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996); *Morning Herald* (Uniontown, Pennsylvania), 1/3/1948; *TV Guide*, 4/23/1966.

149 "Why don't you use": *TV Guide*, 4/23/1966.

149 "I'm too tall": *Ibid.*

149 "It will be funny": *Ibid.*

149 *Having reunited after*: Before being split up for military duty in the war, the Williams Brothers had appeared in four movies: *My Best Gal* (Republic, 1944), *Janie* (Warner Brothers, 1944), *Junior Jive Bombers* (Warner Brothers featurette, 1944), and *Kansas City Kitty* (Columbia, 1944). While the group was fractured, Andy appeared in *Ladies' Man* (Paramount, 1947), filmed in late 1945, as one of the members of a male quartet backing up Jean Mitchell on "What Am I Gonna Do about You?" (Jule Styne—

Sammy Cahn), from a vocal arrangement by Kay Thompson's former Rhythm Singer Ken Lane.

149 *finding it hard*: By 1947, the Williams Brothers (Andy, Dick, Don and Bob) had returned from various military tours of duty and were ready for action on the home front. Well, at least three of them were. The eldest, Bob, by then pushing 30, was not all that enthusiastic about continuing in show business. Married since 1941, Bob and his wife, Elaine, were busy raising two children: Robert Edward, 5, and Donna Lynn, 3. But, with little experience in any profession other than singing, Bob's options for earning a living were limited. Outvoted by his siblings, he reluctantly agreed to be part of the Williams Brothers' reunion. "When we came back," recalled Don Williams, "we didn't know if we were going to go back to MGM or what we were going to do." Their biggest advocate just happened to be Kay Thompson who continually provided them with freelance chorus jobs on MGM soundtracks, most recently for *Song of the Thin Man* and *Good News*. "They were all just alike—physically and mentally," Thompson later recalled about the Williams boys. "They had a complex about being away from each other. They lived, ate, slept in fours. Don was the most eager to learn and, I thought, the best singer. Andy was a funny show-off but afraid to show off. He also had enormous drive to be successful." From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996); *TV Guide*, 4/23/1966; the author's interviews with Andy, Dick, and Don Williams.

149 "Let's get out": From the author's 2002 interview with Dick Williams.

149 *Standing idly around*: *Hollywood Reporter*, 5/12/1947. The veterans hospital shows also featured Van Johnson, Donald O'Connor, Jeanette MacDonald, Gene Raymond, Virginia O'Brien, Reginald Gardiner, Lina Romay, western star Monty Hale, and MGM glamazon Dee Turnell. Thompson was accompanied on *Personal Album* by the Sibelius Spike Jones Memorial Symphony, a three-piece combo consisting of Bob Simmers (guitar), Carl Fischer (piano), and Harvey Shermack (bass). Kay sang two solo numbers: "For You" (Al Dubin–Joe Burke) and "(Back Home Again) In Indiana" (James F. Hanley–Ballard MacDonald), and from her own arrangement, the trio of musicians played an instrumental version of "It Had to Be You" (Gus Kahn–Isham Jones). The Williams Brothers sang "You Call It Madness (I Call It Love)" (Con Conrad–Russ Columbo–Gladys Du Bois–Paul Gregory). Once Kay Thompson and the Williams Brothers formulated their nightclub act, the brothers were never allowed to sing a song by themselves.

150 *Recognizing their potential*: *Saturday Evening Post*, 5/5/1962. After World War II, Barron Polan partnered with his Armed Forces Radio Service (AFRS) colleague George "Rosy" Rosenberg to form the Polan & Rosenberg Agency (located at 451 N. La Cienega, near Melrose Avenue, in West Hollywood), with clients Ethel Merman, Howard Duff, Bill Spier, June Havoc, Peggy Knudsen, etc. The partnership was dissolved in 1949. According to a report in *Daily Variety*, 9/8/1949, "'Rosy' will retain his radio writers [i.e. Bill Spier, *Adventures of Sam Spade* head writer Robert Tallman, *Suspense*

and *Sam Spade* writer Gil Doud] and Barron will take title to Kay Thompson and the Williams Bros., Julie Wilson, and other clients on the nitery time.” According to Connie Polan Wald, “That’s when my brother formed Barron Polan, Ltd. He took an office at 444 Madison Avenue at 49th Street in Manhattan.” In the 1950s, Barron’s client list grew to include Carol Channing, Hermione Gingold, Vivian Vance, Florence Henderson, Betsy Palmer, Jane Morgan, Martha Wright, Jeanne Bal, Patricia Morand, Iva Withers, Maureen McNally, Celia Lipton, Frances Bergen (Mrs. Edgar Bergen), and Monique Van Vooren. Despite his brief marriage to Julie Wilson, several colleagues interviewed for this book insisted Barron was a closeted homosexual. When the author posed this question to Polan’s sister, Connie Wald, she was adamant that the claim was unfounded. *Theatre Arts*, 8/1953; *The News* (Frederick, Maryland), 10/6/1971; the research of John Sheinfeld, and the author’s 2005 interview with Barron Polan’s sister, Connie Polan Wald (widow of Warner Brothers producer Jerry Wald).

150 “*It sounded so great*”: From an Andy Williams biography program broadcast over BBC Radio in 1976. Bob Alton lived at 10950 Bellagio Road, not far from Kay’s house at 11580 Bellagio.

150 “*Oh my God, Kay*”: From the author’s interview with Peggy Rea.

150 “*Just get them to*”: Ibid.

150 *to become her personal assistant*: After the publication of *Kay Thompson: From Funny Face to Eloise*, the author discovered that, in addition to Peggy Rea, Kay Thompson had *another* personal assistant during her rise on the nightclub circuit – a Japanese-American woman named Heidi Sakazaki. Her bio, posted on YouTube, reads as follows: “Heidi Sakazaki was born in Clarksburg, California, in 1928. Heidi’s parents were hard working seed farmers in Clarksburg. Heidi attended the West Sacramento Grammar School. When the United States entered WWII and President Roosevelt signed Executive Order 9066, the Sakazaki family was sent directly to the Tule Lake Internment Camp in northern California. While confined in camp, Heidi graduated from Tri-State High School at the age of 17. When the family was able to leave the internment camp, they were offered work in Utah and told they could make a good salary doing cannery work. The work was hard and back breaking; the pay was poor. Heidi and her sister traveled to Ogden, Utah, and took jobs doing domestic work. Around 1946, the two sisters traveled to Los Angeles where they found work with the Hollywood stars. Heidi found herself being treated like a daughter by entertainers Kay Thompson and Andy Williams, as well as producer Jerry Wald [and his wife Connie Polan Wald]. Eventually, Heidi returned to Sacramento and joined the staff of the California Unemployment Insurance Appeals Board/Court. She retired as a Staff Services Manager in 1994. Heidi continues to volunteer for the Buddhist Church, the Florin JACL, the Time of Remembrance Program and many other groups as she is needed.” Upon reading this short bio and watching an interview with Heidi Sakazaki about her internment camp ordeal (posted on YouTube at <http://www.youtube.com/watch?v=QwZnuelthjY>), the author of this book contacted Heidi Sakazaki at her home in Clarksburg, California, and, in early 2014, conducted a phone interview as well as several follow-up correspondences. In 1946, Heidi’s first job in Los Angeles was as a live-in nanny for the children of Jerry and

Connie Wald. Jerry Wald was the powerful Warner Brothers producer of such films as *Mildred Pierce*, *Dark Victory* and *Key Largo*. Kay Thompson was a close friend of the Wald family because her manager, Barron Polan, was the brother of Connie Wald. As a result, Kay became acquainted with Heidi and was impressed with her work ethic and abilities. After developing the Kay Thompson and the Williams Brothers act in Las Vegas, Lake Tahoe, and San Francisco, Kay brought her nightclub act to Ciro's in Hollywood where all records were broken for an unprecedented sold-out two-month run, from October 14 through December 15, 1947. For personal assistance, Kay had already poached her ex-husband Bill Spier's secretary Peggy Rea to travel with her during her gig in San Francisco (September 26-October 9, 1946). However, upon returning to Los Angeles, Spier apparently wooed Peggy back, at least temporarily. To fill the void, Kay asked Heidi if she would be interested in helping her. Since most of Heidi's duties would be late at night at Ciro's, she was able to continue working as a nanny to the Wald's children during the day. After the Ciro's gig ended in December 1947, the act went on the road to Miami, Chicago, and New York - but Heidi stayed behind to continue her nanny duties for the Walds. Instead, Kay snatched Peggy Rea away from Spier *again* and kept her busy through the spring of 1948 until Peggy decided to ditch assistant work altogether to become an actress (best known as "Lulu Hogg" on *The Dukes of Hazzard*). It is unclear if Kay had an assistant for the next two gigs in Chicago (6/18/1948-7/15/1948) and Saratoga (8/2/1948-8/16/1948), but by the time the act opened in Boston (9/17/1948-10/7/1948), Kay had managed to persuade Heidi to leave the Wald family behind and join her there. The job wasn't permanent, however. According to Heidi, she often alternated as Kay's assistant with Judy Garland's sister Sue Cathcart (who later died May 29, 1964, in Las Vegas, from an overdose of pills). This would explain the off-and-on nature of Heidi's presence as Kay's assistant over the next couple of years. The other gigs for which Heidi assisted Kay were: Kay Thompson and the Williams Brothers at the Beverly Wilshire Hotel in Beverly Hills (11/17/1948-1/11/1949); Kay Thompson and her Trio at the Copley Plaza Hotel in Boston (1/11/1950-1/24/1950); Kay Thompson and her Trio at the Sheraton-Biltmore Hotel in Providence, Rhode Island (1/25/1950-1/28/1950); and Kay Thompson and her Trio at Versailles, New York (2/1/1950-3/14/1950). Heidi recalled, "I'll always remember Kay Thompson writing on her dressing room mirror with bright red lipstick: GOD IS LOVE AND EVERYTHING IS SWEET, and her saying to me to recite it when things go awry. Whatever Kay Thompson did, she did it to the nth degree - singing, dancing, writing, whatever. Ms. Thompson was a perfectionist. She and the boys practiced, practiced and practiced until every step/movement was in sync. She made absolutely certain every word was loud and clear. What's amazing is they sang *and* danced, moving rapidly all over the stage in perfect harmony. Kay Thompson was, as Muhammad Ali might have said, 'The greatest of THE greatest.' Show business is a labor of love and *hard* work. I wish you could have seen Ms. Thompson and the Williams Brothers perform on stage. They would have made your head spin. After seeing her high-powered performances, everything else seems blasé. I remember Ms. Thompson talking about the making of *Funny Face*. She couldn't say enough Audrey Hepburn. She adored her. But she remained silent about Fred Astaire. I'm happy you state in your book that Ms. Thompson 'stole the show,' because she did." The author sent Heidi a DVD of *Liza's at the Palace* so she could view Liza Minnelli's recreation of the Kay Thompson and the Williams Brothers act. Heidi's response was as follows: "Viewing Liza Minnelli's tribute to Kay Thompson brought back many happy memories. Liza does a tremendous job

saluting Kay Thompson at the Palace. When Ms. Thompson was hosting a party at the Beverly Wilshire Hotel in 1948, I baby-sat Liza Minnelli who was barely two-years-old. She was the most adorable precocious child ever. She mingled with the celebs, enjoying every moment. It's good to know Ms. Thompson had Liza to care for her during the last years of her life." Heidi shared with the author a cache of letters she had kept all these years from Kay Thompson. One letter of particular interest – circa 1971 – is presented here in full:

Dear Dear Heidi,

How marvelous to hear from you. I think of you all the time and especially when I see something beautiful... for that's what you are. I have wondered where you were... and keep waiting to hear that you have taken over Ronnie Reagan's job. [Ronald Reagan was, at the time, governor of California (1967-1975); Heidi was then living in Sacramento, the capital of California – the same city where Governor Reagan was residing and working.] There is no doubt in my mind that you could do a better job and you're prettier. But whatever you're doing is great and I am very proud of you.

I see Mr. Polan [Kay's former manager Barron Polan] occasionally but we say very little. [In the early 1960s, Kay had sued Polan over Eloise commissions and won the case – which would account for them having little to say to one another.] He was very sad about his mother's passing as was Mrs. Wald [Connie Polan Wald, Barron's sister; former employer of Heidi]. But when Barron's father passed away, Connie never seemed the same... naturally missing him a great deal.

I saw Mrs. [Connie] Wald when I was in Los Angeles a couple of years ago [in early 1969] and she looked marvelous and young. I saw her at a party given by Bill Harbach. [Bill Harbach was the son of lyricist Otto Harbach; former assistant to Kay Thompson; founding producer of *The Tonight Show* and *The Hollywood Palace*; during Kay's trip to Los Angeles in 1969, Harbach had booked Kay as a guest on *The Hollywood Palace* which was broadcast on February 8, 1969.] Connie's son Andrew was with her. He is about six-feet tall and heavy and big like [his father] Mr. [Jerry] Wald [the Warner Brothers producer; former employer of Heidi – who was nanny to son Andrew]. Connie adores him... and still smiles the same way and is enthusiastic about everything as she always was and it was good to see her. We spoke of you, naturally, always with love and affection.

Los Angeles is sooooo different... and desolate and filled with smog and I felt as though the city I had once known had dripped into the Pacific Ocean. The city is no longer glamorous because the film studios are no longer in command and hardly in business and the traffic is fifty times more than ever and clutter is everywhere.

But I did see Mr. Grainger [Kay's former business manager Leonard Grainger] who is fine and who just bought a house in Bel Air. He and I talked about you in the most glowing terms and we laughed about the Christmas tree ornaments that I sent him hunting for that winter we were all at the Beverly Wilshire. [In December 1948, Kay Thompson and the Williams Brothers played a gig at the Beverly Wilshire Hotel in Beverly Hills and Kay had a free suite of her own there at the hotel where she entertained.] He loves you and if you were ever in L.A. you should call him. He would be so pleased. He is very much the same and is very busy

handling a lot of TV stars' money. And he loves to cook. His parents moved to L.A. and he has not married yet. I think as long as his mother is still in the vicinity he will never marry.

I saw Andy Williams briefly and he is his same old self. We spoke of you. So, you see, all your friends are still in love with you.

I am here in N.Y. trying to finish up a little work... some songs and a story or two. [In 1971, Kay was in discussions to do more Eloise books and songs but those never came to fruition.] When I get enough of it done and finished I hope to go back to Europe for a while... perhaps London to produce some TV. I still have my apartment in Rome. [Kay's apartment atop the Palazzo Torlonia was being sublet to actress Monique van Vooren who, among other films, starred in *Andy Warhol's Frankenstein*, filmed in Rome in 1973.] Oh Heidi, Rome is so beautiful. You would love it. One day you must take a trip to see Paris and London and Rome and Venice. It is all a whole different cup of tea and you would go mad at the sight and sound. All different languages and different points of view about living and life... and all different people doing different things. Or are you married with five children and content to be where you are?

You are a superb person and will be happy wherever you are. That we know. And of course as you have so often said: God is love and beauty is everywhere. And it's true true true.

I love hearing from you and do write again... and let me have all the news from Reagan Country... yes? I send you my deepest love and all possible good thoughts and now that you know where I am... keep in touch. Let's have a cup of tea... with the saucer on the top of the cup... yes?

Hugs and kisses,
Kay Thompson

P.S. You have now been privileged to witness my typing which is of the more beautiful things in the world. Do forget it. I play the piano much better. Love to you dear Heidi and take care. x Kay Thompson

150 "*We rehearsed for at least*": From an Andy Williams biography program broadcast over BBC Radio in 1976.

150 "*I am only five-feet*": From *Where Do I Begin: The Andy Williams Story*, a two-hour, four-part BBC Radio 2 biography of Andy Williams, broadcast in the U.K. on December 6, 13, 20, and 27, 2007. A Pink Production written by Russell Davies, produced by Graham Pass, hosted by Donny Osmond.

151 "*couldn't see her for dust*": *Daily Variety*, 11/11/1947.

151 "*the most rotund press agent*": *Boxoffice*, 5/20/1950; Grant, Barry Keith. *The Dread of Difference*. Dallas: University of Texas Press, 1996, page 140.

151 *photographer George Platt Lynes*: Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, page 65. A protégé of Jean Cocteau, George Platt Lynes was chief

photographer for the *Vogue* studio in Hollywood. Lynes would later gain underground notoriety for his full-frontal male nudes, shot in collaboration with the well-known sex researcher Dr. Alfred Kinsey. Kay's nickname for him was "Georgie Platypus Lynes." Andy Williams wrote in his memoir that George Platt Lynes once "suddenly grabbed me and kissed me full on the mouth." Williams rebuffed the advance and concluded, "It was okay with me if you wanted to walk on that side of the street, but it wasn't for me."

151 "*So I drove the car*": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

151 "*I am Eloise*": Ibid.

151 *The official anecdote*: The facts surrounding "the birth of Eloise" were massaged according to which way the wind was blowing. For instance, in the *News* (Frederick, Maryland), on February 12, 1971, Thompson claimed, "Eloise began when I was in California. I was married then. I was making a movie for MGM. It was in rehearsal and I was late. When I got to the set, the director yelled at me, 'Who do you think you are?' I looked at him a second, then I said, 'I'm Eloise, that's who, and I'm six.'"

151 "*The boys loved Eloise*": Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Alfred A. Knopf, 1996, page 221.

151 *Alton became*: From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

151 "*I think you can go*": From an Andy Williams biography program broadcast over BBC Radio in 1976.

152 "*a gambler with a long record*": Information on Sanford Adler and Meyer Lansky comes from the 1951 United States congressional report issued by the Special Committee to Investigate Organized Crime in Interstate Commerce. Report posted on the *Nevada Observer* website (www.nevadaobserver.com).

152 "*inaugurated by Sanford*": *Daily Variety*, 7/25/1947; *Hollywood Reporter*, 7/25/1947.

152 "*every important nightclub*": Lewis, Jerry, and James Kaplan. *Dean & Me (A Love Story)*. New York: Doubleday, 2005, page 60.

152 "*I'll maintain till*": Ibid., page 99.

152 *and other shady characters*: Kay's agent, Barron Polan, happened to know Sanford Adler's new right-hand man, Herb McDonald, the former west coast director of publicity for Music Corporation of America (MCA) who had just been appointed show producer for the El Rancho and the Flamingo. Barron was also acquainted with—and may have briefly represented—a former actress named Maxine Lewis who was in charge of booking talent for the two hotels. Maxine just so happened to be the sister of Diana

“Mousie” Lewis, wife of actor William Powell. Talk about a small world. Kay had met William Powell at MGM; Kay’s husband Bill had directed Powell on his radio show *Suspense*; and Mr. & Mrs. Powell traveled in the same Hollywood social circles as Kay. In late July 1947, Barron organized the second private preview of Kay Thompson and the Williams Brothers at Bob Alton’s home for Meyer Lansky, Sanford Adler, Herb McDonald, Maxine Lewis, Diana and William Powell, plus Monte Proser who owned the Copacabana in New York, among other movers and shakers. Conflicting reports place Frank Sinatra there as well—though, even if he wasn’t, Lansky and Adler were well aware of Sinatra’s hearty endorsement of Kay Thompson. Barron’s sister, Connie Wald (Mrs. Jerry Wald), confirmed: “Barron would take different people up to Bob Alton’s house and audition Kay Thompson and the Williams Brothers there. I know Jerry and I went up there several times. Barron was proposing them to everybody important and organizing it.”

152 booked the unproven: Meyer Lansky and Sanford Adler agreed to give Kay Thompson and the Williams Brothers a shot at one of their hotels in Las Vegas, but not much could be done about it right away; their showrooms were booked solid for months. Then, serendipitously, an act scheduled for the Flamingo on August 6, 1947, suddenly cancelled, opening up a slot in the otherwise jammed calendar. Kay’s agent, Barron Polan, campaigned hard to secure that vacancy for his new clients, but it was very risky to headline Kay and the boys in such a large showroom right off the bat. The smaller, intimate Round-Up Room at the El Rancho was much more suitable, but it was booked for the foreseeable future with a lineup that included comic bandleader Spike Jones and His City Slickers (August 6-20), Sophie Tucker (August 21-September 16) and chanteuse Francis Faye (September 17-30). The solution, of course, was simple: Why not move Spike Jones from his August 6 slot at the El Rancho to fill the vacated August 6 slot at the Flamingo? Spike Jones would certainly be more than happy to oblige because the capacity was larger and he stood to make a lot more money. Lansky and Adler agreed, Jones acquiesced, and the switcheroo was made. Kay and the boys were in. Still amazed by the lucky turn of events, Don Williams marveled: “And they just booked us! Having been an agent and a manager myself, I know how absolutely unbelievable this is, but we started out as the headliner in Las Vegas! Unbelievable! Nobody’d ever heard of us. We’d never worked anywhere in the world! We started out as the headliners at the El Rancho Vegas! When I think of that now, there’s no way anybody would buy a thing like that.” Andy Williams agreed: “Have you ever heard such a crazy thing? A brand new act debuting in Vegas? I don’t think it ever happened like that before or after us.” Not only were they going to premiere in Vegas, they’d be pulling down \$2,000 per week, too. In retrospect, Adler’s right-hand man, Herb McDonald, bragged, “We got ’em for peanuts.” But, at that time, \$2,000 for an unproven act was steep, if not folly. The average annual income of America citizens in 1947 was only \$3,500; minimum wage was 40 cents an hour; the cost of a car was \$1,500; a house was \$13,000; a postage stamp cost 3 cents and a loaf of bread was 12 cents. Barron Polan had certainly earned his commission on that deal, no question about it—though Frank Sinatra’s endorsement certainly didn’t hurt. *Hollywood Reporter*, 7/15/1947; *Daily Variety*, 8/5/1948.

152 *On Sunday, August 3*: The columnists who attended were Hedda Hopper and Edwin Schallert of the *Los Angeles Times*, Louella Parsons of the *Los Angeles Examiner*, Edith Gwynn and Radie Harris of the *Hollywood Reporter*, and Florabel Muir of *Daily Variety*.

152 *“the greatest nightclub act”*: At the El Rancho, Kay Thompson and the Williams Brothers was accompanied by Garwood Van and His Orchestra, augmented by Joe Marino on piano to help nail the rigorous, complex arrangements. The jaded local musicians were energized by Thompson’s audacious musicality. *Daily Variety*, 8/5/1947; *Abilene Reporter-News* (Abilene, Texas), 6/26/1966; *Hollywood Reporter*, 9/4/1947; *Los Angeles Times*, 8/5/1947; *Los Angeles Examiner*, 8/6/1947.

152 *“We had enormous support”*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

153 *“The Williams Brothers featuring Kay”*: From an Andy Williams biography program broadcast over BBC Radio in 1976.

153 *“You know, every obstacle”*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

153 *“The microphones have to be”*: Ibid.

153 *“There’d never been”*: From an Andy Williams biography program broadcast over BBC Radio in 1976.

153 *“We didn’t know the facts”*: *Saturday Evening Post*, 5/5/1962.

153 *“the greatest group that ever”*: *Time*, 11/10/1947.

153 *“have proved such a click”*: *Daily Variety*, 8/15/1947.

154 *“Two thugs named”*: *In Theater*, 4/26/1999; *Nevada State Journal* (Reno, Nevada), 9/14/1947; “Tahoe’s Dark Underbelly,” an article by Sue D. Nym, posted on TahoeQuarterly.com. Harry Sherwood, one of the co-owners of Tahoe Village, was shot by Louis “Russian Louie” M. Strauss on September 13, 1947, because he had “gambled away between \$60,000 to \$100,000 of the Village’s profits and loans from investors and employees.” Strauss was charged with murder but was later acquitted. Strauss later disappeared in 1953 and is believed to have been murdered by mobsters and buried in the desert.

154 *Afraid to look back*: *Hollywood Reporter*, 9/12/1947.

154 *“an instantaneous hit”*: *St. Louis Post-Dispatch*, 11/11/1947.

154 *The money was a godsend*: For the first six weeks in Nevada, Kay Thompson and the Williams Brothers earned \$12,000 (\$2,000 a week), minus Barron Polan’s 10% agent commission of \$1,200 = \$10,800. Kay’s 50 percent cut was \$5,400, with all expenses

deducted from her share, including about \$900 (\$150 a week) for their pianist, Joe Marino; about \$600 (\$100 a week) for their publicist, Maury Foladare; about \$300 (\$50 a week) for her secretary; plus at least another \$1,500 for wardrobe, cleaning, meals, transportation, hair, makeup, publicity stills, telegrams, stamps, and so forth (accommodations were comped by the hotels). Kay's net could not have been much more than \$2,000 and possibly was a lot less.

154 *sold her Bel Air mansion: Hollywood Reporter, 9/23/1947; Daily Variety, 9/25/1947.* Public real estate chain of title records show that the September 25, 1947, sale price of 11580 Bellagio Road was \$50,000.

154 *Mark Hopkins Hotel:* From September 26 to October 9, 1947, Kay Thompson and the Williams Brothers played the Peacock Court at the Mark Hopkins Hotel, One Nob Hill at 999 California Street, San Francisco. The 25-story landmark structure was completed in 1926 by George D. Smith, a mining engineer and hotel investor who remained sole owner of the hotel until 1962. It was named after Mark Hopkins, founder of the Central Pacific Railroad, whose 1878 mansion had once stood on the property. Two years before Kay and her boys invaded the premises, the hotel was the site of the historic meetings for the founding of the United Nations. Featuring top orchestras and entertainers, the Peacock Court at the Mark was a luxurious nightclub with its walls, drapes, centerpieces, china and menus adorned with brilliant images, feathers and colors of peacocks. Highlights of the décor were an 1880 painting of a peacock by Samuel Marsden Brookes (1816-1892), commissioned by Mrs. Mark Hopkins for her Nob Hill residence; and, the focal point of the room, covering the entire rear-stage wall, was an enormous bas-relief sculpture of a peacock (the one artifact that remains in the room today).

154 *“town’s newest rave”:* *Daily Variety, 10/7/1947.*

154 *did not sustain big crowds: San Francisco Chronicle, 1/15/1953.*

154 *“Let me talk to Herman”:* *Abilene Reporter-News (Abilene, Texas), 6/26/1966.*

154 *“the ritziest nightclub”:* Opened in 1940 by *The Hollywood Reporter’s* Billy Wilkerson, *Ciro’s* was located at 8433 Sunset Boulevard in West Hollywood, where the Comedy Store is now situated. It swiftly became one of L.A.’s most popular night spots and a favorite watering hole for the rich and famous. Years before his Las Vegas Flamingo Hotel ended up in the hands of gangster Bugsy Siegel, Wilkerson was strong-armed at *Ciro’s* by mobster Mickey Cohen with weekly shake-downs and dirty dealings in the basement, but that only seemed to add a certain allure to the place. When construction of the Flamingo went way over budget in 1946, Wilkerson raised some much-needed cash by selling *Ciro’s* to promoter Herman D. Hover. “*Ciro’s* was the ritziest nightclub on Sunset Strip,” wrote Jerry Lewis in *Dean & Me (A Love Story)*, “and Herman was quite a power in the Hollywood of the late forties. Short, gruff, always impeccably tailored, he was the same height and build as Edward G. Robinson, with the same hairline—except that instead of looking like a gangster, Herman resembled a textile salesman. He wore expensive hand-painted ties and custom-made shirts: Whenever he

extended an arm, you saw his monogram, ‘H. H.,’ right there on the cuff.” Many modern day memories of Ciro’s are based on the image of the club as it was immortalized in a classic cartoon directed by Tex Avery entitled *Hollywood Steps Out* (Warner Brothers, 1941). The animated featurette shows the famed nightclub jam-packed with the top film stars of the day, including dead-on caricatures of Bing Crosby, Clark Gable, James Stewart, Mickey Rooney, Henry Fonda, Peter Lorre, Edward G. Robinson, Johnny Weissmuller, Ann Sheridan, Harpo Marx, Groucho Marx, The Three Stooges, Oliver Hardy, plus conductor Leopold Stokowski, writer Sally Rand, and even F.B.I. director J. Edgar Hoover—apparently there to keep tabs on mafia dealings. Although it is hard to imagine finding this many celebrities at one nightclub on the same night, Kay Thompson and the Williams Brothers were the magnets that did it in real-life. Lewis, Jerry, and James Kaplan. *Dean & Me (A Love Story)*. New York: Doubleday, 2005, page 122.

154 “*Right now, nobody*”: *Abilene Reporter-News* (Abilene, Texas), 6/26/1966.

155 *To cut expenses: Evening Independent* (Massillon, Ohio), 12/9/1947. Jack Cummings’s uncle was Louis B. Mayer, and his wife, Betty, was the daughter of Jerome Kern. In 1972, when Kay Thompson learned that the new address of Robert Wagner and Natalie Wood was 603 N. Canon Drive in Beverly Hills (Cummings’ former address), she told Mart Crowley, “Oh yes, I know it well. I used to live in the pool house.”

155 “*We have found a sound*”: Letter to Samuel Goldwyn from Kay Thompson, dated 10/9/1947. From the Samuel Goldwyn Archives at the Academy of Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall. Here is the letter in its entirety:

October 9, 1947

Dear Sam:

I finally took the bull by the horns and left MGM after four years of long and arduous work, and four years of mighty good musical credits, one of which you were responsible for [*The Kid from Brooklyn*, on loan-out from MGM].

After a great deal of thinking about the matter, I decided that since I am unfortunately talented in several directions, I had best get one of these out of my system. And so I decided to sing again, and to be the comedienne I know myself to be. I found four charming young boys who sing like you and I like to hear boys sing, and together we have found a sound which is greater than Thomas Edison ever dreamed of. My dear friend Robert Alton staged the numbers that I had written for us, and in July we set out on the open road.

Doubtless you have seen both the trade and newspaper accounts. The act is the greatest that has ever hit show business.

You, I know, will love it, and will love seeing and hearing it. I know you will because you are wise and alert and ever eager to find new and exciting talent. We open at Ciro's Tuesday, October fourteenth, and I would love for you to come see us. Among many other nice things that you have said about me, I remember once you said I was a wonderful actress. Sam, this is your chance to see the one and only Kay Thompson—singer, actress, dancer, arranger, and comedienne.

There was some talk last June of my doing another picture with you [*A Song Is Born*]. I am sorry we couldn't have got together on time schedule because I love working with you.

See you at Ciro's.

**Devotedly,
Kay**

155 "*Their opening*": *Hollywood Reporter*, 10/3/1947.

155 "*You should have been here*": *Evening Observer* (Dunkirk-Fredonia, New York), 10/28/1947.

155 *rivald Oscar night*: *Evening Observer* (Dunkirk-Fredonia, New York), 10/28/1947; *Evening Independent* (Massillon, Ohio), 12/9/1947; *Waterloo Sunday Courier* (Waterloo, Iowa), 2/15/1948. Other celebrities who attended opening night included Kathryn Grayson and Johnnie Johnston, Peter Lawford and Margaret Whiting, Betty Hutton and Ted Briskin, Esther Williams and Ben Gage, Sylvia Sidney and Carlton Alsop (Judy Garland's manager), George Sanders and Magda Gabor (he later married her sister, Zsa Zsa, from 1949 through 1957, then married to Magda from 1970 to 1971), Keenan Wynn and Patricia Walker, Henny and Jim Backus, Yvonne DeCarlo and producer Leonard Goldstein, Sonja Henie, Lynn Bari and her husband Sid Luft (who would marry Judy Garland in 1952), Vera-Ellen, George Raft, Rory Calhoun, George Montgomery, writer-director-producer Cy Howard, actress Lila Leeds (one year before she was arrested with Robert Mitchum for marijuana possession), Barron Polan and his client Peggy Knudsen, Arthur Freed, Roger Edens, Ralph Blane, Conrad Salinger, Bob Alton, Joe Pasternak, Jack Cummings, Samuel Goldwyn, Herbert J. Yates of Republic Pictures, Paramount writer-producer Edmund L. Hartmann (Kay's classmate from Washington University), and Warner Brothers producer Jerry Wald and his wife, Connie Polan Wald.

155 "*It wasn't an act*": *TV Week, Sunday News* (Lancaster, Pennsylvania), 8/24–30/1969.

155 "*My enormous sophistication*": From *Where Do I Begin: The Andy Williams Story*, a two-hour, four-part BBC Radio 2 biography of Andy Williams, broadcast in the UK on December 6, 13, 20, and 27, 2007. A Pink Production written by Russell Davies, produced by Graham Pass, hosted by Donny Osmond.

155 “lovely hits by re-writing”: *Logansport Pharos-Tribune* (Logansport, Indiana), 6/11/1937.

155 “atomic art”: *Los Angeles Herald-Express*, 4/5/1948.

155 “Thompsonsational”: *Los Angeles Herald-Express*, 4/12/1948.

155 “I didn’t appreciate”: *Variety*, 5/5/1948.

156 “I have always been twenty”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

156 *On subsequent nights: St. Louis Post-Dispatch*, 11/11/1947. Also attending were Joan Crawford, Bette Davis, Rita Hayworth, Lucille Ball and Desi Arnaz, Bob Hope, George Burns and Gracie Allen, Jack Benny and Mary Livingston, Van Johnson, Jimmy Durante, William Powell, Dorothy Lamour, Diana Lynn, Dick Haymes, Hedy Lamarr, June Allyson and Dick Powell, Vincent Price, Peter Lorre, Joseph Cotten, Agnes Moorehead, George Sanders, Eddie Cantor, Robert Walker, Jane Withers, Marilyn Maxwell, Mel Tormé, Irving Berlin, and Howard Hughes and his publicist, Johnny Meyer.

156 *Each forty-minute show: Life*, 1/26/1948; *Variety*, 4/9/1952. Each forty-minute show of Kay Thompson and the Williams Brothers would consist of about eight numbers. Because they performed two shows per night, they did not want both to be identical, so they mixed things up a bit. The rundowns would be drawn from various combinations of the following repertoire of prepared numbers:

1. “Hello, Hello” (Kay Thompson). The show ignited with this so-happy-to-see-you greeting song that introduced Kay and the boys and got things rolling. Several radio renditions of this opening have survived.
2. “Jubilee Time” (Kay Thompson). A rip-roaring ode to celebration with faster-than-lightning lyrics. Kay Thompson and the Williams Brothers, accompanied by Dick Jones and His Orchestra, recorded this song on December 19, 1947, for Columbia Records (released February 9, 1948).
3. “Myrtle (of Sheepshead Bay)” (Kay Thompson-Bob Alton). For this number, Kay hilariously assumed a thick Brooklynese accent. Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954), with a backup chorus of male singers including Andy Williams.
4. “I Love a Violin” (aka “Violins”) (Kay Thompson). Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954), with a backup chorus of male singers including Andy Williams.

5. “On the Caribbean” (aka “Caribbean Cruise”) (Kay Thompson-Bob Alton). Kay recorded the song in 1953 for the Allied Record Sales Company, with a backup chorus of male singers including Andy Williams.

6. “Oh! What a Cup of Tea” (aka “You Remind Me of London”) (Kay Thompson). *Life Magazine* described it as a “takeoff with teacups [that] spoofs a British actress like Beatrice Lillie... [as she] begins to tell a London party about jazz in ‘New Yawk.’ Big British chuckle comes when she sings, ‘It’s a new kind of talk, crazy people... of New Yawk have a boogie-boogie beat to their walk.’ She wows them by reporting that jazz ‘is all the go.’ This momentous if belated news is delivered in a fishmonger’s voice, with exaggerated gestures.” Kay later performed this song as a duet with Frank Sinatra on *The Frank Sinatra Show* (CBS-TV, 10/28/1950) and again with British entertainer Jack Buchanan on *The Buick-Berle Show* (NBC-TV, 12/24/1954).

7. “Broadway, Street of Dreams” (Kay Thompson). A spoof with Kay doing Gertrude Lawrence and Andy Williams doing Noël Coward. The routine was later performed by Kay Thompson and Andy Williams on *The Tonight Show Starring Steve Allen* (NBC-TV, December 16, 1955), though no kinescope was preserved. No known recording or sheet music has survived. The introductory dialogue, described as “a typical Noël Coward-Gertrude Lawrence tête-à-tête” was quoted in *Life Magazine* on January 26, 1948:

KAY: “Reginald!”

ANDY: “Cynthia!”

KAY: “Back?”

ANDY: “Yes.”

KAY: “So soon?”

ANDY: “Yes – Cynthia, we must talk.”

KAY: “I know.”

ANDY: “You mean...”

KAY: “Quite.”

ANDY: “I’m leaving.”

KAY: “Oh, so. Pamela?”

ANDY: “No.”

KAY: “Evelyn?”

ANDY: “No.”

KAY: “Cec-ily?”

ANDY: “Pre-cicely.”

KAY: “Ooh, tonight?”

ANDY: “Tonight.”

KAY: “I see.”

ANDY: “I’m glad. Hmm, and you?”

KAY: “I’m off, too.”

ANDY: “Oh.”

KAY: “So.”

ANDY: “Algy?”

KAY: “No.”

ANDY: “Leslie?”

KAY: “Precisely.”

ANDY: “...Well, chereo.” (music begins)

ANDY: “Cynthia, our tune.”

KAY: “Oh, love me?”

ANDY: “Terribly.”

KAY: “Want me?”

ANDY: “Frightfully.”

KAY: “Marry me?”

ANDY: “Instantly.”

KAY: “Oh, Reggie, you’ve been a brick through the whole ugly mess.”

(They go into a typical Coward love song.)

Regarding Andy's ability to capture the essence of Noël Coward, Kay later assessed, "He was very good at it. He didn't know what he was doing because he didn't know Noël; he didn't know anything about English acting or English people, or English *English*. But he did it, and oddly enough, when he did it, he looked like Noël. If you think of his face for a moment, it could be another Chinese mandarin. He was *veddy* good."

8. "Sloppy Joe's" (Kay Thompson). No known recording or sheet music has survived.
9. "Sweet William" (Kay Thompson). No known recording or sheet music has survived.
10. "Show Business" (Kay Thompson). *Variety* described it as a satire "about various phases of show business with the males hawking chocolate bars at a burely [burlesque] show and finally acting as the underpinning of a high wire act. It's all clinched tightly by usual English drawing room patter." No known recording or sheet music has survived.
11. "Relax, Heavenly Days" (Kay Thompson). No known recording or sheet music has survived.
12. "Pass That Peace Pipe" (Roger Edens-Hugh Martin-Ralph Blane). This song had originally been proposed for *Ziegfeld Follies* (MGM, 1946) but ended up as a showstopper in *Good News* (MGM, 1947) with vocal arrangement by Kay, and backup vocals on the audio soundtrack by the Williams Brothers. No recording of Kay performing the number is known to exist.
13. "Louisiana Purchase" (Irving Berlin). This song would be recorded on December 19, 1947, by Kay Thompson and the Williams Brothers for Columbia Records (released April 12, 1948).
14. "(Back Home Again) In Indiana" (James F. Hanley-Ballard MacDonald). This song would be recorded on December 19, 1947, by Kay (solo) for Columbia Records, released February 9, 1948.
15. "The Best Things in Life Are Free" (B. G. DeSylva-Lew Brown-Ray Henderson). No recording of Kay performing the number is known to exist.
16. "Poor Suzette (with Her Restoration Bosom and Four Lovers)" aka "L'Histoire de la Pauvre Suzette" (Kay Thompson-Bob Alton). Without a doubt, "Suzette" was the hands-down, thumbs-up audience favorite. Although the narrative song / saga was very ambitious and entertaining, musically it cannot be described as catchy or even hummable. What made it so popular was because each night it would be different. Kay would insert four names of real celebrities as Suzette's lovers, and tailor the comic lyrics to each one. Often those four celebrities would be sitting right there in the audience—so when their names popped up in the number, the crowd would go insane. Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954), with a backup chorus of male singers including Andy Williams.

156 *rip-roaring workouts*: During Kay Thompson and the Williams Brothers record-breaking gig at Ciro's (October 14-December 15, 1947), they were backed by the house orchestra conducted by Eddie Oliver. Eddie would later move on to be a regular bandleader for the Mocambo (another popular nightclub on the Sunset Strip) and appeared as himself in *Easy to Love* (MGM, 1953).

156 "a typical Noël": *Life*, 1/28/1948.

156 "Dear Darling Adorable Orson": Telegram to Orson Welles from Kay Thompson, dated 10/14/1947. From the Orson Welles Collection, courtesy of the Lilly Library, Indiana University, Bloomington, Indiana.

156 "Andy was the one": From an Andy Williams biography program broadcast over BBC Radio in 1976.

156 "Bob Alton taught him": *Ibid.*

156 "The man at the table": *Leader-Times* (Kittanning, Pennsylvania), 5/28/1960.

157 "We ram it down": *New Liberty* (Toronto, Canada), 2/28/1948.

157 "How could MGM hide": *Daily Variety*, 10/16/1947.

157 "They're knocking their heads": *Evening Observer* (Dunkirk-Fredonia, New York), 10/28/1947.

157 "recently contributed a musical": *Los Angeles Times*, 10/15/1947.

157 *became a groupie*: *Daily Variety*, 10/23/1947.

157 "If I stay away": *Daily Variety*, 12/18/1947.

157 *marry on January 25*: *Los Angeles Times*, 12/22/1947; *New York Times*, 12/23/1947; *Hollywood Reporter*, 4/8/1948.

157 "get the heck outta": As crowds just kept jamming Ciro's to see Kay Thompson and the Williams Brothers, a tongue-in-cheek feud developed between Herman Hover, owner of Ciro's, and Charlie Morrison, owner of the Mocambo—Ciro's top competition. Columnist Florabel Muir wrote: "Herman Hover walks up and down the Strip these days looking like the cat who ate the golden canary. [Other Sunset] Strip impresarios are all at sea. Vast vogue of the Kay Thompson act has thrown all calculations out of kilter and they won't be able to judge the situation accurately until the earthquake gets the heck outta town." Charlie Morrison (of the Mocambo) was so frustrated that the Kay Thompson-Williams Brothers phenomenon was destroying his business, he began a series of cryptic, tongue-in-cheek ads in the trades. The first one appeared in the November 20, 1947, issue of *The Hollywood Reporter*: "A Tribute To A Star: 'Loveboat':

I could see your act every night (in New York). C.M.” In other words, “get the heck outta town” so the night club scene on the Sunset Strip could get back to business as usual. Columnist Edith Gwynn reacted with the following blurb: “Whole town is laffing and saying someone should pin an orchid on Charlie Morrison for his sensayuma [sense of humor] in running those very funny ads in tribute to Kay Thompson yesterday. Y’think he’s kidding?” The second ad appeared on November 21, 1947: “A Tribute to a Star – K.T.; Gala Surprise Opening Tonight * *the SURPRISE will be if we open. You have made this ‘America’s Most Famous Hideaway.’ The Mocambo.” Then on November 28, 1947, *The Hollywood Reporter* printed “the wire that Herman Hover sent Charlie Morrison after he ran those good-humored ads telling Kay Thompson to ‘get out of town’: ‘What Can I Say, Dear, After I Say I’m Sorry.’” The running gag reached its crescendo when a billboard went up on Sunset that politely asked Kay to “get the heck outta town.” Columnist Edith Gwynn had the last words on the matter: “Have you caught the finale to Charlie Morrison’s series of *Reporter* ads anent the Kay Thompson stint at Ciro’s? We mean that Muntz billboard on Sunset which reads: ‘Come Home, Charlie. Kay Has Gone.’” *Hollywood Reporter*, 11/20/1947, 11/21/1947, 11/28/1947, and 12/23/1947.

157 *weekly guarantee doubled: Daily Variety*, 10/31/1947.

157 *agreed to postpone: St. Louis Post-Dispatch*, 11/11/1947.

158 “*Kay Thompson’s ‘I’ve Seen’*”: *Daily Variety*, 12/4/1947.

158 “*Nobody yells and screams*”: *Daily Variety*, 11/24/1947.

158 *Ads in the trades*: Celebrity testimonials about Kay Thompson and the Williams Brothers that appeared in trade ads included the following:

Judy Garland: “The most exciting thing in show business. Kay Thompson is a brilliant performer.”

Orson Welles: “Greatest act I’ve ever seen.”

Rita Hayworth: “Thank you for what we all agree is the best and most original entertainment we have had in years.”

Joan Crawford: “Your performance was one of the most exciting things I’ve ever seen. Thank you.”

Bob Hope: “This attraction should put show business back in business.”

William Powell: “The healthiest thing in show business.”

Dinah Shore: “A whole new experience in show business...really thrilling!”

June [Allyson] and Dick Powell: “Most wonderful performance we have ever seen. You were magnificent.”

Hedy Lamarr: “Just wanted to tell you how terrific you are. I wish you every continued success.”

Eddie Cantor: “The greatest musical comedy with the smallest cast.”

Additionally, Lenore and Joseph Cotten, David O. Selznick, Mervyn Leroy, Jerry Wald, and Garry Moore provided similar quotes for the campaign. *Hollywood Reporter*, 10/16/1947, 10/22/1947, 11/25/1947, and 12/3/1947; *Daily Variety*, 10/24/1947, 11/6/1947, 11/10/1947, and 11/20/1947.

158 *booked the act on his: St. Louis Post-Dispatch*, 11/11/1947.

158 “*wherever, however and whenever*”: *Hollywood Reporter*, 11/5/1947.

158 *Broadway offers were raining: Life*, 1/26/1948; *Time*, 11/10/1947; *Hollywood Reporter*, 11/18/1947; *Daily Variety*, 9/17/1947, 10/23/1947, and 11/13/1947; *Los Angeles Herald-Express*, 10/16/1947.

158 *Next, a blitz of magazine: Life*, 1/28/1948; *Look*, 2/3/1948; *Time*, 11/10/1947; *Vogue*, 1/1948.

158 “*KAY THOMPSON, INC.*”: *Daily Variety*, 12/17/1947; *Hollywood Reporter*, 12/18/1947.

158 “*about people who live*”: *Los Angeles Times*, 6/3/1956.

159 *vocalist for Johnny*: Kay’s brilliant rendition of “The Steam is on the Beam” (Johnny Green-George Marion Jr.; recorded September 1, 1944, featuring Kay’s rousing lead vocal, plus her arrangement and direction of a scorching hot swing chorus) languished in the Decca vaults for three years before being rescued from oblivion. It finally saw the light of day in September 1947 when it was issued as part of an album of four ten-inch 78s entitled *Johnny Green: His Music, His Piano and His Orchestra* (Decca A-571). The collection also included two other shelved vocals by Kay and her singers: *Coquette* (Johnny Green-Carmen Lombardo-Gus Kahn; recorded August 13, 1944) and *You’re Mine, You* (Johnny Green-Edward Heyman; recorded September 1, 1944). In the liner notes, Green wrote, “In addition to the splendid work of Kay Thompson, both as a singer and as an arranger for her group, I want to thank orchestrators Ted Duncan and Danny Gool, whose contribution to many of the sides in the album has been so valuable.” Not to be missed, “The Steam is on the Beam” is a thrilling example of Kay’s patented vocal pyrotechnics, declared by Hugh Martin to be “one of a handful of favorite Thompson masterpieces.” Several months after it was resurrected on the Green album in 1947, the cut got a second life in the summer of 1948 during the recording ban when Decca re-issued the song as a single 78 to cash-in on Kay Thompson’s sudden fame with the Williams Brothers. It became a hit in Chicago, championed by local radio DJ Dave

Garroway (who was romantically involved with Thompson from time to time). “I remember recording with [Johnny Green],” Kay later recalled. “He was conducting in his sock feet, I remember that. But the torture that he put the musicians through—anybody he could bully. Johnny could be very, very funny, *humorous* funny, and he was always surprised when you reacted to it. He didn’t know the first thing about a woman. Or about a man. I think [he was] asexual. Yep, that sums it up. I think that his only real love was himself, and I don’t mean this ugly, but I’m just saying from the psychiatric standpoint, early in life, he fell in love with himself, for whatever reason. And then that wasn’t enough, as some people soon find out. That isn’t always satisfying and it let’s you down. So he became a teacher in everything. I think if Johnny had been a teacher, a professor at some school, he would have been much happier. He would have been a marvelous teacher. When he was explaining something, he explained it like a teacher talking to an idiot and it drove people crazy. But articulate he was, and as I say, *too* articulate. He was teaching everybody how to do *everything*... He’s got to get all this terrible rumination of thought that he goes through. I mean, [he needed to] go to a whore house and let them go to work on him, for this *release*... because he was just all bottled up.” More often than not, Kay’s superior attitude was worn on her sleeve and, as a result, she and many of her Freed Unit colleagues were considered snobs. Johnny Green once described the group as “the laughingest bunch of people in Hollywood,” but the uneasy feeling among outsiders was that they themselves were the butt of the jokes. “When we were all dining together in the MGM commissary it was a disgrace,” Green added. “We were so loud and raucous and behaved as if we owned the place that a lot of people couldn’t stand us. I have to admit it... the Freed boys and girls were not liked. Talent frightened people. It makes them insecure.” However, Green’s position in that rarified inner circle may have been self-anointed. To hear Kay tell it, Johnny was nothing more than a carpetbagger. “He was not wanted in the Freed Unit,” Kay stated bluntly. “You know, Arthur [Freed] liked him, but they couldn’t get along. Roger [Edens] was perfect and Johnny was always jealous of him. Or envious of him. Johnny’s whole life was envy.” But Green’s envy paled in comparison to Kay’s newfound elitism. In an unpublished memoir, jazz composer Alec Wilder struggled to reconcile the Kay Thompson he knew in New York during the 1930s with the Kay Thompson who now worked at MGM: “Before her eruption in Hollywood with another husband, [Kay] always seemed a rather proper person with whom I always felt I should be on my best behavior... Kay always treated me as if I represented a more polished world than the one she lived in [with her first husband Jack Jenney], almost as if she were silently informing me that we, out of many in the music world, knew what polite living really was. That changed when I caught up with her in Hollywood. A tougher, harsher, more cynical person now existed.” *Classic Images*, 12/2002; from Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin; Wilder, Alec. *Life Story*. Unpublished, circa 1971, pages 69–71. Typescript (189 pages) contained in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

159 “*Your new act is just*”: *Hollywood Reporter*, 11/21/1947.

159 *A bidding war erupted*: *Hollywood Reporter*, 10/3/1947.

159 *In December, before a strike: Daily Variety*, 2/19/1948. From January 1, 1948, to mid-December 1948, James C. Petrillo, representing Musicians Local 47, slapped a ban on recording because his union members received “no cut in the mechanical profits” from the playing of records on radio, television, and in 500,000 jukeboxes nationwide.

159 *Kay quickly recorded*: (1) Columbia 38101: “(Back Home Again) In Indiana” (James F. Hanley–Ballard MacDonald), sung by Kay Thompson, recorded on December 19, 1947; backed with “Jubilee” (Kay Thompson), sung by Kay Thompson and the Williams Brothers, recorded on December 19, 1947. Released on February 9, 1948. This record was promoted in a Columbia brochure dated April 1948. (2) Columbia 38200: “I See Your Face before Me” (Arthur Schwartz–Howard Deitz), sung by Kay Thompson, recorded December 5, 1947; backed with “Louisiana Purchase” (Irving Berlin), sung by Kay Thompson and the Williams Brothers, recorded December 19, 1947. Released April 12, 1948. This record was promoted in a Columbia brochure dated July/August 1948. Recording and release dates verified on Columbia Records’ artist card for Kay Thompson, courtesy of Michael Feinstein.

159 *sales were tepid: Hollywood Reporter*, 3/10/1948.

159 “*Class material has never*”: *Daily Variety*, 3/4/1948.

159 “*They should walk out*”: *Hollywood Reporter*, 12/19/1947.

159 “*450 were squeezed*”: *Daily Variety*, 12/29/1947.

159 “*That’s the side of me*”: *New York World-Telegram*, 10/28/1948.

160 *After Miami, Kay: Chicago Tribune*, 1/19/1948.

160 *A Chicago native, Kirkeby*: From the NewsMakingNews.com website article “Follow the Yellow Brick Road: From Harvard to Enron,” by Linda Minor, 2002.

160 “*‘Ho-la! Ho-la!’*”: *Daily Variety*, 1/26/1948.

160 “*pernicious anemia*”: *Chicago Daily Tribune*, 2/1/1948.

160 *Martin was refused: Daily Variety*, 1/30/1948.

160 *could not turn down \$10,000: Kingsport News* (Kingsport, Tennessee), 1/3/1948.

160 *encore in Miami*: A few weeks after Kay Thompson and the Williams Brothers’ gig at 30-year-old entrepreneur Murray Weinger’s Copacabana, 1750 West Avenue, Miami, Florida (February 17–March 15, 1948), the club burned to the ground in the wee morning hours of Monday, June 7, 1948. One news report stated: “The fire was discovered by Policeman Pat Perdue about 4 A.M. about 3 minutes after the last customer had left. A ‘terrific explosion’ preceded the blaze, he said.” Dancer George Martin thought the club

was “probably set on fire by you-know-who. Mafia. You know, it was all Mafia controlled.” If it was arson, owner Murray Weinger had an air-tight alibi. According to Walter Winchell, on the night of the blaze, Weinger was seen in New York eating at Lindy’s.” *Bradford Era* (Bradford, Pennsylvania), 6/8/1948; *Syracuse Herald-Journal* (Syracuse, New York), 6/9/1948.

161 “resting prior to her New York”: *Hollywood Reporter*, 3/23/1948.

161 *Suspected of delivering*: Summers, Anthony, and Robbyn Swan. *Sinatra: The Life*. New York: Alfred A. Knopf, 2005, page 135.

161 *New York aide-de-camp*: When Kay was in New York at Le Directoire, her assistant, Peggy Rea, announced she was leaving to pursue her acting career. Her agent, Barron Polan, was based in L.A. at that time, so it was decided that Kay needed an executive assistant in New York who could not only take the place of Peggy Rea, but also be a junior agent. The task was handed over to Bill Harbach, son of the famous lyricist Otto Harbach. On May 7, 1948, *Daily Variety* “Otto Harbach’s son, Bill, is now pinch-hitting for Barron Polan and ‘Rosy’ Rosenberg acting as general factum factorum for Kay Thompson.” Unlike Peggy, Bill was a native New Yorker, but more importantly, he was a prince of the city. His father, Otto, was Broadway royalty, the beloved lyricist of such standards as “Smoke Gets in Your Eyes” and Kay’s childhood favorite, “Tea for Two.” In 1947, the family name helped Bill get his foot in the door at MGM where he hoped to become a movie star—but his visions of silver screen immortality did not amount to much more than uncredited walk-on bits in *Song of the Thin Man* and *Good News*. Exploring other career options that same year, Bill and his wife, model Laurie Douglas, posed nude for *Vogue* photographer George Platt Lynes (five photos from that provocative session were later published in Michelle Olley’s coffee table book, *Love Lust Desire: Masterpieces of Erotic Photography for Couples*). It was during this period in California that Bill forged lasting friendships with Kay Thompson and the Williams Brothers. Of course, Bill would later find his calling as the producer of such landmark television programs as *The Tonight Show Starring Steve Allen* and *The Hollywood Palace*, but for now, having given up on acting and nude modeling, Bill was unemployed and directionless. “I came back east to see what I wanted to be when I grew up,” Bill Harbach recalled in an interview for this book. “In the meantime, Kay had started this marvelous thing with the Williams Brothers. The greatest and chicest nightclub act that has ever been put together. And she found out I was out of work in New York and she called me up and said, ‘Would you handle me in New York?’ I said, ‘Kay, I’ve never been an agent in my life.’ And she said, ‘I’ll tell you what to do.’ And I said, ‘I don’t want to hurt you, but –’ And she said, ‘Now, come on, Bill. You’re gonna do it for me.’ And she forced me into it. Now to be honest, it was Barron Polan of Polan-Rosenberg who really represented her as an agent. He set her up when she came with the kids to New York to start this gig at Le Directoire, but Barron couldn’t stay in New York the whole time she was performing there. He worked out of California. She said to Barron, ‘Look, Harbach’s not doing anything, he’s out of work, and he can handle it. I know he can because he knows a lot of people in New York.’ Because I came from New York and I knew New York so well, and because I knew New York society and celebrities. So I started about two weeks into the run [the middle of April 1948] and all I had to do was be

there every night and if somebody important came to town, I would see that they'd get the right table. And if they were *really* important, they could come up and see her in the dressing room—on her okay, naturally. And so, it was a piece of cake. I was really more like a gofer. I was there every night, night after night, throughout the rest of their run at Le Directoire [which ended in early June]. When the music would start, they'd announce, 'Ladies and gentleman, Kay Thompson and the Williams Brothers,' and this whole wall would come down as a stage. It was three feet high off the ground, a big square stage—it always got applause. And then they would come out on it, and Christ, it was awesome. And it got hotter and hotter and hotter because it was so goddamn chic. This was the biggest goddamn nightclub act that ever happened. It was unbelievable. And it was *the* thing to know about. But you had to see it to believe it because words cannot describe this act. Absolutely awesome. It went ninety miles an hour, number after number, bang, bang, bang. And of course Kay had a marvelous figure for clothes. She was very tall, thin, and wore these long sequined pants. Soooo chic. And the kids were just marvelous." But it was not just the gig at Le Directoire that kept Bill on his toes. Kay was in demand everywhere. She and her boys were part of the line-up for a War Bond benefit at the Winter Garden Theater, a venue of bittersweet significance. Eleven years earlier, Kay was to have made her Broadway debut there in *Hooray for What!*, but that dream ended abruptly when she was fired during the Boston tryout. Now she would share the footlights with Dean Martin & Jerry Lewis, Peter Lawford, Donald O'Connor, Eddie Albert, and "Slapsie" Maxie Rosenbloom (who would later appear in the *Playhouse 90* production of "Eloise"), plus the chanteuse who got bumped out of her booking at Ciro's because of Kay, "the incomparable Hildegarde." Two days later, Kay Thompson and the Williams Brothers were headlining an interracial hospital benefit at Carnegie Hall with the Katherine Dunham Dancers, jazz vocalist Maxine Sullivan, and Carol Bruce (Broadway star of *Louisiana Purchase*). And then on April 20, 1948, in the grand ballroom of the Waldorf-Astoria Hotel, Kay and her boys were guest performers at the Banchees Luncheon "given annually by King Features Syndicate for publishers and editors attending the convention of the American Newspaper Publishers Association." That stage was shared with Ethel Merman, Sid Caesar, Nanette Fabray, Jack McCauley, Paul and Grace Hartman (1948 Tony Award Winners, Best Actor and Best Actress in a Musical, *Angel in the Wings*), and the music of Meyer Davis and his orchestra. (And, while they were at the Waldorf, Ethel and Kay took the opportunity to call on their old pal who had been residing in a suite there since 1939.) They were available for private parties, too, if the price was right. "Kay Thompson and the brothers played a 'command performance' the other night when Mrs. Thompson Biddle gave a party just so the Duke of Windsor could see and hear them—at his request," wrote Edith Gwynn in *The Hollywood Reporter* on May 5, 1948. "As a matter of fact, an interesting story happened," Bill Harbach confirmed. "I knew a lot of people in New York and Mrs. Margaret Thompson Biddle was giving a big party at the River House for the Duke and Duchess of Windsor. The act was already the hottest ticket in town and Mrs. Biddle wanted to have the act come over to perform at the River House. I had to make the deal with Mrs. Biddle and I negotiated for Kay and the kids to get \$5,000 for two or three numbers." Bill's memory of the figure may have inflated somewhat over the years. At the time, *The Hollywood Reporter* claimed, "Kay's 'take-home pay,' for the show she did between shows, was \$3000." Walter Winchell pegged the price tag even a trifle lower: "Kay Thompson's act at Mrs. Biddle's swank River Club party got \$2250 for the one

performance.” In any case, it was a hefty chunk of change for an hour’s work. “Between shows at Le Directoire,” Harbach continued, “they’d run over to the River House to do the party. In other words, we’d go over there after the first show, do the thing, then come back to Le Directoire for the late night show. Now, I go over there ahead of time because Kay told me, ‘Now, Bill, be sure you get the check before we go on stage at the River House. Just get the check. Get the check *first*.’ And I said, ‘Okay.’ Now I go there and there is this big black tie thing happening there in the ballroom, this private party. I ask for the grande dame—of course they couldn’t find her—but her secretary was there. I said, ‘I’m afraid I have to get the check first because we have to go back and do another show.’ And she said, ‘Oh, Mr. Harbach, you know Mrs. Biddle’s good for her word. We’ll mail the check.’ And I said, ‘No, no, no, you see Miss Thompson wants me to get this check up front.’ ‘Oh, Mr. Harbach, now you know you don’t have to do that.’ And I said, ‘I really think I have to.’ And she said, ‘Oh, Mr. Harbach, do you know who we are talking about?’ I’m standing in the little office at the River House and people are going by waving at me, because I knew a lot of people. This skinny girl was starting to give me a hard time and I was starting to give her a hard time and all of a sudden Babe Paley, Bill Paley’s wife—the most beautiful woman that ever lived, I think—came by. I used to do a lot of dancing and I used to date her and she said, ‘Billy, what are you doing here?’ And I said, ‘Well, I’m working with this act you are about to see.’ And she said, ‘Oh, marvelous! Will you come and give me a dance after you’re done?’ And I said, ‘Oh, sure.’ And of course, when the secretary saw that Mrs. Paley knew me so well, she immediately changed her demeanor and said, ‘I’ll give you the check right now.’” The guests of honor were legendary. King Edward VIII was forced to abdicate the throne in 1936 in order to marry a divorced American woman named Wallis Simpson. “Virtually banished by the royal family,” wrote a reporter. “Edward – demoted to the Duke of Windsor – and his wife Wallis Simpson, the Duchess of Windsor, embarked on a seemingly glamorous life of foreign travel, parties, and ‘grace and favour’ appointments in far-flung corners of the British empire.” Edward and Mrs. Simpson became instant fans and friends of Kay; they would meet again two years later in Paris. There were some social events that Kay simply attended as a guest of honor including, on May 20, 1948, the World Premiere of *The Pirate* (one of her very last assignments at MGM as vocal arranger) and a private party at The Plaza thrown by Mal Sibley of the Bank of America with Bing Crosby, his writer-producer Bill Morrow, and NBC Program Director, Norman Blackburn. *The New York Times*, 4/14/1948, 4/16/1948, and 4/20/1948; *Hollywood Reporter*, 5/5/1948 and 5/13/1948; *Daily Variety*, 5/7/1948; *Los Angeles Herald-Express*, 5/5/1948; *Shanghai Star*, 1/18/2001; Olley, Michelle. *Love Lust Desire: Masterpieces of Erotic Photography for Couples*. New York: Thunder’s Mouth Press, 2001, pages 46-49, 152.

161 “*set this town on its ear*”: Gordon, Max. *Live at the Village Vanguard*. New York: St. Martin’s Press, 1980, page 70.

161 *new name, Le Directoire*: Sidebar history of Le Directoire: Radie Harris reported in *Daily Variety*, “With every nitery in town offering Kay Thompson and the Four Williams Brothers fabulous bids, [their agent] Barron Polan is giving serious consideration to Café Society Uptown, when it re-opens under new management.” The history behind Café Society and its owners, old and new, would fill a book of its own. In brief, the original

Café Society, opened in Greenwich Village at 2 Sheridan Square in 1938, had a groundbreaking policy of racial equality, the first of its kind in the United States. Former employee Helen Lawrenson stated: “From the beginning, it was completely integrated: black and white performers, black and white patrons. This had never happened before, outside of a few Harlem places where the whites got the best tables.” It quickly became the most popular jazz and comedy club in New York, frequented by an eclectic coterie of artists and intellectuals, including Lillian Hellman, Paul Robson, and even First Lady Eleanor Roosevelt. Left-wing devotees dubbed it “The wrong place for the right people.” Comic Jack Gilford was the regular emcee and the young Zero Mostel got his start performing stand-up routines there. In 1939, during her career-defining engagement at Café Society, Billie Holiday introduced her most controversial composition, “Strange Fruit,” with its haunting lyrics about lynchings: “Black bodies swinging in the southern breeze; Strange fruit hanging from the poplar trees.” In her autobiography, *Lady Sings the Blues*, Billie Holiday wrote: “I opened Café Society as an unknown. I left two years later as a star.” Hazel Scott and Sarah Vaughn found success there, too, as did Lena Horne just prior to her move to Hollywood in 1942. Café Society was owned by entrepreneur Barney Josephson, and it was so successful, a sister club was opened in October 1940 at 128 East 58th Street called Café Society Uptown. Barney was practically militant in his advocacy of racial equality, a somewhat unexpected stance back then for a white Jewish guy. When Lena Horne auditioned for him, she sang “Sleepy Time Down South” (Leon Rene-Otis Rene-Clarence Muse), but before she could finish, Barney interrupted her, disturbed by lyrics that perpetuated “myths of Southern black contentedness.” Lena had witnessed and endured rampant bigotry during her trips down South, yet until that moment, she had never considered just how whitewashed the lyrics to “Sleepy Time Down South” really were. Never again did she utter a lyric without more careful analysis. Barney’s brother, Leon Josephson, was a lawyer who handled the clubs’ legal affairs, but his association came with considerable baggage. It turned out that Leon was “an avowed member of the German Communist underground who had participated in the plot to assassinate Hitler in 1934.” The fact that Leon was still a card-carrying member of the Communist Party, as well as a lawyer for the party’s International Labor Defense organization, was a time bomb that exploded in September 1947 when The House of Un-American Activities Committee (HUAC) began exposing Communism within the ranks of the entertainment industry. Subpoenaed to testify, Leon refused to answer questions and, in 1948, was sent to prison for contempt. Having himself been a member of the Communist Party in 1937, albeit only briefly, Barney Josephson found it impossible to distance himself from the stigma that destroyed his brother. As a result, the Red Scare suddenly hung over both Café Society clubs like dark clouds, frightening away patrons and headliners who feared they would be guilty by association. Barney soon found himself in crippling debt. In order to keep the original Greenwich Village Café Society open, Barney sold off the uptown branch to Max Gordon and Herbert Jacoby, owners of The Blue Angel. Not to be confused with the Broadway producer of the same name, Max Gordon, 45, was born in Lithuania but grew up in Portland, Oregon. He came to New York in 1926 to be a writer but ended up making ends meet as a nightclub entrepreneur. He started the legendary Village Vanguard in 1934 and later teamed up with Herbert Jacoby to open the Blue Angel. In *Intimate Nights: The Golden Age of New York Cabaret*, author James Gavin described Gordon as “a short, owlish-looking man with glasses, teakettle ears, and a brow knit with worry.” Physically, he was the exact opposite

of Herbert Jacoby. “Jacoby is the only man I ever met who looks like a nightclub owner,” joked his business partner Max Gordon. Towering, cadaverous and intimidating, Herbert Jacoby might just as well have come out of Central Casting. “A Hitchcock character,” was how singer Anita Ellis described him, with a French-accented voice that “sounded like water rolling out of broken pipes.” Bill Harbach laughed, “Kay called Jacoby ‘The Prince of Darkness.’ He scared the shit out of Kay. He was Russian, I think. A big accent. And he looked like Dracula. Kay would tell me, ‘Call the Prince of Darkness and tell him I need another table.’ She would never use his name, just ‘The Prince of Darkness.’” Describing Jacoby, Kay said: “Poor man. He was from Paris and... he could have been great but he didn’t have any money, and was always frowning about that subject. He went with a small boy named Tim somebody, and he was always concerned where Tim was. Very nervous.” According to author James Gavin, “[Jacoby’s] homosexuality was well known, but he seldom discussed it, even with friends. Sexual partners laughed about Jacoby’s foot fetish, particularly his fixation with toenails.” In Paris in 1937, Jacoby entered the nightclub racket as the press agent for a supper club known as Le Boeuf sur le Toit (The Steer on the Roof). Jacoby reinvented the place by christening its upstairs showroom Le Ruban Bleu (The Blue Ribbon) and booking entertainers such as Hildegard, Mabel Mercer and Bricktop to appear on the same bill, one after the other. Overnight, it became the “in” place to go in Paris, with American trend-setters like Cole Porter and Ira Gershwin frequenting the joint. Encouraged by his international celebrity clientele, Jacoby crossed the Atlantic later that same year and persuaded the owners of Theodore’s, an Italian bistro in New York City, to let him convert a tiny vacant room above the restaurant into a second Le Ruban Bleu. It, too, was a raging success. In 1943, Jacoby partnered with Max Gordon to open the Blue Angel at 152 East 55th Street. Named after Jacoby’s favorite Marlene Dietrich film, the Blue Angel became a New York institution and over the years provided a springboard for new talent including Harry Belafonte, Pearl Bailey, Phyllis Diller, Kaye Ballard, Yul Brynner, Wally Cox, Alice Ghostley, Barbara Cook and Bobby Short. It would even provide the setting for the solo debut of Andy Williams in 1949 (under Kay Thompson’s direction, vocal arranging, composing and coaching). In 1947, when Barney Josephson needed a serious infusion of cash, Herbert Jacoby and Max Gordon handed over \$75,000 to acquire Café Society Uptown. “Why we paid Barney all that money when he desperately needed a tenant for his building, I’ll never know,” Gordon later lamented in his memoir. “As it turned out, we took a good look at the aging stuff he’d left behind and decided to dump it all—chairs, tables, the bar, the kitchen. We decided to strip the joint bare and build from scratch a new nightclub on the premises.” In order to re-open with a bang, Jacoby and Gordon would have to pull out all the stops. Jacoby led the charge, declaring, “Let’s put together a place that’ll set this town on its ear.” Gordon recalled: “We weren’t *entirely* stupid. Jacoby and I weren’t opening a place to compete with ourselves at the Blue Angel [three blocks down the street]. This place had to be different. Since it seated three hundred, considerably larger than the Blue Angel, we planned to book bigger acts. What those acts would be we didn’t exactly know, beyond the one we had already signed up for the opening: Kay Thompson, Andy Williams, and the Williams Brothers. They were playing in Miami and Walter Winchell was trumpeting them every other day in his column as the greatest act in nightclub history.” At that moment in time, there was no bigger bang available to detonate than Kay Thompson and the Williams Brothers—and getting them to sign up for a club that did not yet exist took some doing. With all the

major nightclubs in Manhattan offering Kay top dollar—including New York’s Copacabana, the Persian Room at The Plaza, the Maisonette Room at the St. Regis—Jacoby and Gordon needed more than just cash to woo her. They had one thing working in their favor right off the bat: With Ciro’s being Kay’s all-time favorite performance space, it did not hurt that “the lay-out of this club most nearly resembles Ciro’s—which means Kay and the boys can be seen from every table.” Another enticement for Thompson was the offer to re-christen the club “Chez Kay,” but, after careful consideration of the long-term ramifications, Jacoby suggested calling it “Le Directoire.” “It has everything I’ve always wanted in a name,” Jacoby exulted, a chorus of one. Sardonicly, Gordon added: “I had to look it up in an encyclopedia to find out what the hell Jacoby was talking about.” According to the Merriam-Webster Dictionary, “Le Directoire” referred to the five officials who governed France from 1795 to 1799 as well as the decorative style that was prevalent during that time. It would serve as the theme and palette for the club’s lavish makeover. In *Daily Variety*, columnist Radie Harris wrote: “William Pahlmann, who decorated the Billy Rose home and the Bonwit-Teller and Lord and Taylor shops, was persuaded to invade the supper club field for the first time and re-interior in directoire period the old Café Society [Uptown]—hence the new tag.” The association with Pahlmann appealed to Kay’s hoity-toity sensibilities, and she liked the idea that both the act and the venue would be *nouveau*. The owners also had another ace in the hole when they forked over \$1800 per week for Ted Straeter and His Orchestra, heralded in *The New Yorker* as “the best *dance* band in these parts; his music is neither soupy nor pyrotechnic, his own piano work is resplendent, and his choice of tunes shows taste and resourcefulness.” Ted was, of course, a longtime friend and protégé of Kay’s from St. Louis. With all the right elements in perfect alignment, Kay gave Le Directoire the thumbs up and the deal was set. Walter Winchell broke the news on March 17, 1948: “Kay Thompson and the 4 Williams lads open Le Directoire (the old Café Society Uptown) April 1st. You’ll very likely fight to get in every night.” Columnist Radie Harris added, “Already the first nite reservation list is completely SRO.” On March 30, 1948, *Daily Variety* reported: “Kay and the Williams Brothers are pulling down \$8,000 a week at the Café Le Directoire, plus 10% of the gross.” Later, the same trade journal corrected that figure to be \$10,000 a week, plus “a higher percentage,” numbers that were unprecedented for the nightclub circuit. The high stakes would necessitate “an unheard of \$5.00 cover charge.” Meanwhile, Pahlmann went to work creating his shrine for Kay Thompson. “The room was tented in deep blue velvet and featured over-scaled directoire-style lighting fixtures,” read a press release from William Pahlmann Associates, Inc. “The walls had painted lapis-lazuli columns separating hand-woven panels by Dorothy Liebes... The square tables had polished brass tops and others were in sky blue plastic bound with brass. Cast aluminum chairs with mesh backs were adapted from a directoire design.” Max Gordon explained: “Barron Polan, who managed Kay Thompson and the Williams Brothers, dropped in one afternoon to watch the progress Pahlmann and his staff were making. He looked around admiringly, then asked, ‘But where’s the stage? Where’re you gonna put the show?’” Jacoby’s earnest reply: “On the dance floor, of course.” Clearly, Jacoby, Gordon, and especially Pahlmann had a lot to learn about Kay Thompson. She was obsessed with presentation; she knew all too well that acoustics and staging could make or break an engagement. She’d endured the worst and enjoyed the finest. And now, in her preeminent position of calling the shots, Kay had absolutely no tolerance for anything less than perfection. Barron knew Kay would take a

hike before she would perform on ground-level, obscured by the clutter of tables, chairs, and bodies. “You mean you’re gonna put my act in a hole on the dance floor where nobody can see them?” Barron bellowed, fearful for his own well-being as much as Jacoby and Gordon’s. Gordon recalled: “For five minutes he raged about the quality of Kay and the Williams Brothers. It was an act that had to be seen as well as heard; an act that needed visibility, elevation, presentation. He wouldn’t let them open, contract or no contract, if we didn’t provide a stage. On the dance floor they would be lost, wasted.” An emergency meeting was called with the architect. “We told Pahlmann to stop everything until he solved this knotty problem,” Gordon continued. “Pahlmann solved it in the most ingenious way, for five thousand.” A special hydraulic performance platform was devised. Pahlmann described it thusly: “The multi-colored curtain behind the dance floor parted as the raised stage rolled down the wall, causing gasps from the uninitiated, much as the Metropolitan Opera chandeliers do when they ascend.” Gordon recalled: “He built a stage, eighteen inches high, the size and shape of the dance floor, and had it wired so that at the push of a button, it could move and come to rest on the dance floor, and at the push of another button, stand itself up on its side right next to the dance floor.” To make sure that Kay was in synch with the elaborate accommodation, phone conferencing between Havana (where Kay was vacationing at the Hotel Nacional) and New York went on daily until the solution met her approval and work proceeded. While Kay was recharging her batteries in Cuba, Kay’s assistant, Peggy Rea, was assigned as the lead person to get things prepped for *Le Directoire*. “I flew to New York and I stayed at the Biltmore,” Peggy remembered. “Kay had gotten a friend to make me a reservation there. Early the next day, I heard a band playing. It was St. Patrick’s Day. I spent the whole day on Fifth Avenue watching the parade and celebrating.” This was probably not the most prudent use of her time given Kay’s laundry list of errands, but Peggy was simply intoxicated by finally seeing the city of her childhood dreams. “It was magnificent,” she recalled. “I’d never have done it on my own. I’m a pantywaist. I won’t go on a roller coaster.” After the initial shock had worn off, Peggy got down to business, fast and furious: “Kay had a list of things for me to do, places to go. Shoes had to be re-soled at a particular place. Scarves. Hair pieces. She never had any hair; she always had to tack something on. Her long, freckled face, always covered up in makeup. Kay was not pretty, she was stunning because she was so vivacious.” When Kay arrived in town, she and the Williams Brothers stayed at the Essex House at 160 Central Park South, one block west of The Plaza. Kay told Peggy to move from the Biltmore to the Essex so they could all be together, but her assistant had a mind of her own. “I wouldn’t stay at the Essex,” Peggy recalled. “I wanted to go to the Algonquin. And Kay said, ‘Why in the hell do you wanna go there?’ And I said, ‘Because that’s where Robert Benchley and Dorothy Parker were—the legendary Algonquin Round Table—and I wanted to be there all my life.’ She said, ‘Well, you’ll have to pay for it.’ And I did.” Kay was anxious to see with her own two eyes how *Le Directoire* was shaping up and, at first glance, she was very pleased. “The stage came out of the wall and slid out, you know, like ‘vroooooom,’” Kay told writer Stephen M. Silverman. “It was a wonderful effect.” *The New Yorker* portrayed it as “a stage that slithers down the back wall like Count Dracula.” Once the platform had come to a rest, Kay hopped on board to give it a whirl. The 15 x 15 feet maple flooring had been polished so smooth, however, that she slipped and nearly twisted her ankle. To make matters even more dangerous, a decorative black border had been painted around the edges of the stage but when the house lights were out and Kay was lit only by a

spotlight, the black border disappeared into the darkness, making it impossible for her to see the outer edge of the stage. As a consequence, the shiny finish on the floor was stripped and the black border was sanded off. The “After Hours” columnist for *Harper’s*, named “Mr. Harper,” observed an afternoon rehearsal of Kay Thompson and the Williams Brothers as they worked out the choreography and arrangement of “H’ya Hiawatha” (Kay Thompson), a spoof of native Americans in the politically incorrect vein of “I’m an Indian, Too” (Irving Berlin) from *Annie Get Your Gun* (Imperial Theatre, 1946-49) and “Pass That Peace Pipe” (Roger Edens-Hugh Martin-Ralph Blane) from *Good News* (MGM, 1947). Harper wrote, “She is witty, friendly, an accomplished musician, very agreeable to look at, and hard-working as a woodpecker.” With Bob Alton stuck in Hollywood choreographing *Words and Music* (MGM, 1948), a surrogate taskmaster was in order. “The Jack Stanly School [at 1658 Broadway between 51st and 52nd Streets] is harboring and training the sensational Williams Brothers and Kay Thompson,” noted *Dance Magazine*, “an act which Bob Alton sent to Mr. Stanly for special training.” In addition to tightening the precision of the moves that Thompson and Alton had dreamed up, Stanly gave them tips on how to breathe and preserve stamina. The day before their April 1, 1948, opening at Le Directoire happened to be Peggy Rea’s 27th birthday—unfortunate timing for an insecure young lady who was already feeling somewhat taken for granted. “Well, they were too damn busy and I didn’t want to bother them,” Peggy sniffed, feeling sorry for herself. “I didn’t want anyone to know it was my birthday. They were so busy with lights and everything, there was nothing for me to help Kay with. So, I went to the desk at the Algonquin and got myself a ticket to *Born Yesterday* for my birthday, because I’d heard so much about Paul Douglas, and I went to the show without ever telling Kay and the boys. I was doing what I wanted to do. Anyway, I sit down in the theater, in the middle of a row, and I open the program and this slip of paper came out, ‘Paul Douglas will not appear tonight. The stand-in will go on.’ Even so, I saw one of the greatest performances I have ever seen, on my birthday: Judy Holliday in *Born Yesterday*. The next day, Kay said, ‘Where were you last night, Peg?’ And I said, ‘Kay, it was my birthday.’ And then she absolutely went crazy, ‘Well why didn’t you say so?’ And I said, ‘Well, Kay, you were in here directing every note of everything, the music and the lighting and I just decided to get up and have dinner and I saw *Born Yesterday*, one of the greatest performances I ever hope to see in life.’ She said, ‘Oh my God. Well good for you.’” It is hard to imagine, however, that Kay would have been amused by her assistant’s disappearing act on the eve of such an important event. Then, to further darken Kay’s mood, Murphy’s Law went into overdrive. “On the afternoon of the opening,” wrote James Gavin, “while setting up the chairs and tables, Jacoby and Gordon discovered that they had inadvertently reduced the seating capacity from 300 to 212.” This was a disaster of epic proportions considering that every night was sold out for weeks in advance. The hottest ticket in town suddenly went from intense to blistering. Peggy Rea recalled: “This was rumored to be *the* biggie that everybody who was anybody should get in on but you couldn’t get in. You could *not* get in.” In *Daily Variety*, Radie Harris reported: “Barron Polan [is] going slightly ma-ad trying to assure all his intimates that he has nothing to do with the reservation list. That headache belongs *exclusively* to Herbert Jacoby!” Max Gordon recalled: “Arturo, the headwaiter, was besieged, begged, and threatened. The tips he amassed were outrageous. Every seat in the place was paid for twice by people who considered themselves lucky to get in.” Adding to the chaos was the unfamiliarity of Le Directoire itself. In *The Washington*

Post, columnist Jack Gaver noted: “The name of the club is practically fatal to taxicab drivers. There seems to be a tendency for them to anglicize it as ‘the directory.’ It’s best to learn the street address of the club and avoid arguments.” Not much vitriol was avoided, however. Like the riot scene out of Nathanael West’s *The Day of the Locust*, the furor that erupted over reservations, directions, and “out of this world” pricing added to the “must see” mystique of it all. Of the brouhaha, *The New Yorker* reported, “Violence on Fifty-eighth Street. I’ve never been to a Hollywood premiere, but I’ve seen photographs and read accounts of such events, and I imagine that the surges of the angry mob, the clawing and scratching, and the fighting for position must be very like what takes place every night at 128 East Fifty-eighth Street, in the lobby of what used to be Café Society Uptown. The reason for this tumult is the burgeoning of a new and imposing night club, Le Directoire, and the presence of an almost cyclonic song-and-dance act put on by five agile and inexhaustible performers—Kay Thompson and the Williams Brothers—who had been lifted almost beyond the human plane by the constant beat-beat-beat of publicity prior to their arrival in New York.” Those who managed to survive the stampede on opening night included Marlene Dietrich, Milton Berle, Peter Lawford, Dean Martin, Jerry Lewis, Gertrude Lawrence and husband Richard Aldrich, Jackie Cooper, Maurice Chevalier, Nancy Walker, Billy Rose and wife Eleanor Holm (1932 Olympic Gold Medalist in swimming), William Randolph Hearst, Constance Talmadge, press agent Irving Mansfield and wife Jacqueline Susann, MCA chairman Jules Stein and wife Doris, John McLain (former flame of Dorothy Parker), Broadway financier Howard Reinheimer, Broadway producer Vinton Freedley, ballet dancer and choreographer Zorina, Saks Fifth Avenue’s Adam Gimbel and wife Sophie, and a battalion of agents including Barron Polan, George ‘Rosy’ Rosenberg, Mark Hanna (Kay’s former ten-percenter) and Laurence Evans. Also in attendance was Ethel Merman who was currently starring on Broadway in *Annie Get Your Gun*. They had known each other socially for years, and they had Roger Edens in common. Ethel had always liked Kay but nothing had prepared her for what she was about to see on stage that night. The anticipation was so thick, you couldn’t cut it with a chainsaw. Finally, it was show time. The band stopped playing, the dance floor was cleared. The hydraulic stage was ready to make its dramatic descent. “Herbert Jacoby went to the wall and pushed the button but nothing happened,” Peggy Rea howled. “That damn stage didn’t budge one inch. And so immediately panic set in. Everybody is waiting there with baited breath for the greatest cabaret act in the world and they can’t do it because the floor won’t come down.” Recalling the nightmare, Kay bellowed, “*Nothing* worked.” To make matters worse, the failed circuitry of the stage was interconnected with the microphones so, even if they had decided to perform on the ground-level dance floor, there was no sound. Kay added: “I told the boys to just go back upstairs and we’ll go to a movie. You know, it’s not gonna work.” However, Herbert Jacoby would not let Kay cancel the evening. He kept saying, “It’ll be ready, darling. Five-minutes.” At first, everyone thought it was a gag—after all, it was April Fool’s Day. Unfortunately, the snafu was painfully real. “They put in a call to the engineer in Jersey,” Peggy Rea remembered, “and he had to drive through the tunnel, so it was going to be a while.” According to *Time*, “When a mishap forced Kay Thompson out of her act at Le Directoire, a frantic owner was assured: ‘Don’t worry. Berle’s in the house.’” Peggy Rea confirmed: “Milton Berle got up and ad-libbed the whole time. Milton was the greatest ad-lib man that I ever knew. Always. It was absolutely fabulous. He treated it all as a horse race. ‘Alright, now the engineer is at

such-and-such.’ He had Martin & Lewis up there, he got Ethel Merman, he got everybody in that house to come up and do a turn while waiting for that damn engineer. It was unbelievable. By the time the engineer finally got there and the floor came down and the boys came on with Kay, everybody went bananas.” Kay recalled: “Finally the microphones went on and the floor slid [into place] and we came out with, ‘Hello, hello. Hello and howdy do,’ and um...it’s hard for me to believe I really did that.” Peggy Rea marveled: “Kay and those four little mid-western hunks came out there and started to do “Back Home in Indiana,” everything went absolutely crazy. The biggest cabaret act that ever hit Broadway. The greatest thing cabaret had seen, *ever*. It was so exciting to be there and so hysterical. I did a pilot with Milton Berle a few years ago, and I said, ‘Milton, I was at Le Directoire the night that Kay Thompson opened and you saved the night.’ He said, ‘Oh my God, you were *there*?!’ I said, ‘Yes.’ And he said, ‘That damn Herbert Jacoby. Do you know, he never picked up my tab?’” The review in *Variety* was headlined: “Kay Thompson’s New York Café Wow Cues Answer to Wail for ‘Something New.’” So new, in fact, that some patrons were at a loss for words. In 1998, Rex Reed wrote, “On opening night at Le Directoire in New York, Constance Talmadge and William Randolph Hearst turned to Maurice Chevalier and asked him what he thought. ‘I don’t know,’ he said, stunned. ‘I have never seen anything like it.’” Radie Harris proclaimed in *Daily Variety*, “OH KAY, KAY: Well, all the anticipation to Kay Thompson’s New York nitery debut, after her terrific advance buildup is over now, and it goes down in the records as one of the greatest nights in the memory of supper club habitués. For Kay and the 4 Williams Brothers not only lived up to expectations—they surpassed it.” The only thing columnists could not agree upon was just how long it had been since the last “second coming.” Walter Winchell proclaimed it “the most thrilling night club opening in 25 years,” while Edith Gwynn insisted it was “the greatest café or stage success of any ‘act’ of the past 50 years.” Not to be outdone, Winchell countered with, “New York now has another ‘must-see’ for the yokels as well as the lokels. The list (if yez’ll pod’n the editing) now reads: Statue of Liberty, Empire State Building, Grant’s Tomb, St. Patrick’s Cathedral, Fraunces Tavern, Wall Street, Radio City, Stork Club and Kay Thompson.” Equally impressive were the reviews for the venue itself. “Now, thanks to William Pahlmann’s exquisite décor,” noted Radie Harris in *Daily Variety*, “[Le Directoire is] the most stunning room in New York.” *The New Yorker* weighed in that “the tantalizing mobile that used to hang from the ceiling when Café Society was on the premises has been removed, and chandeliers with huge, frosted globes like the ones in front of police stations have been substituted, but there’s still a welcome impression of space.” Writer James Gavin described it as “one of the city’s most elegant designs, complete with plush taupe carpeting and walls covered in woven threads of pink, silver, and gold... as well as a glass-enclosed bar for latecomers.” Forget Broadway. Kay Thompson and the Williams Brothers at Le Directoire was *the* must-see event. Due to the limited capacity, however, not everyone got in which often led to bruised egos and arguments at the entrance—the same sort of velvet rope elitism that Studio 54 engendered thirty years later. “Some people didn’t make it through the jam at the door,” confirmed Max Gordon. “Some were slighted, some felt slighted, some never forgave us. Louis Sobol, the *Journal American* columnist, wouldn’t talk to me for ten years.” Kay Thompson and the Williams Brothers were an SRO attraction at Le Directoire from April 1-June 2, 1948. Though Jacoby wanted to keep extending the run, Kay was restless and her instincts told her to “leave them wanting more.” So, after two months of

pandemonium, Kay and the boys bid adieu. The tough part for Jacoby was figuring out what to book as a follow-up to the Thompson phenomenon. In order to let the dust settle and to regroup, Jacoby closed for the hot summer months. The club re-opened that fall with Beatrice Lillie, but business was sluggish. “After Thompson left,” noted Gavin Lambert in *Intimate Nights: The Golden Age of New York Cabaret*, “the partners booked Abe Burrows, Pearl Bailey, and others, but no one could fill that space as Thompson did. Max Gordon recalled: “Every act we tried felt anticlimactic. Empty tables stood like guilty reminders of something gone wrong. A cab would drive up, the doorman’d open the door, a face’d lean out. ‘Is that woman, Kay what’s-her-name, and her brothers on tonight?’ When given a negative reply, the cab door would shut and off they’d drive.” Gavin added: “After losing thousands of dollars, Jacoby and Gordon reluctantly closed, gave the club back to Josephson, and auctioned off as many of the furnishings as they could. Pahlmann’s enormous stage brought them \$100.” *Time Magazine*, 5/16/1949; *New Yorker*, 4/3/1948; 4/17/1948; *Harper’s*, 7/1948; *Daily Variety*, 12/29/1947, 3/30/1948, 4/9/1948 and 8/5/1948; *Hollywood Reporter*, 4/9/1948 and 8/23/1948; *Dance Magazine*, undated clipping circa Spring 1948; *Los Angeles Herald-Express*, 3/17/1948 and 4/13/1948; *New York Observer*, 7/20/1998; *Washington Post*, 4/11/1948; *Burlington Daily Times-News* (Burlington, N.C.), 12/27/1947; Gordon, Max. *Live at the Village Vanguard*. New York: St. Martin’s Press, 1980, pages 71-73; Gavin, James. *Intimate Nights: The Golden Age of New York Cabaret*. New York: Grove Weidenfeld, 1991, pages 22, 26, 59, 84-86; Haskins, James, and Kathleen Benson. *Lena: A Personal and Professional Biography of Lena Horne*. New York: Stein and Day, 1984, page 56; Lyric excerpt from “Strange Fruit” (Billie Holiday), 1939; from Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book, *Dancing on the Ceiling: Stanley Donen and His Movies*, New York: Alfred A. Knopf, 1996; William Pahlmann Associates, Inc., press release on file in The William C. Pahlmann Collection archived at Texas A & M University, College of Architecture, Technical Reference Center. Special Thanks to Librarian and Archivist Paula Bender; and, from an article entitled “Swinging to the Left: Jazz and the Working Class” by Jonnie Bakan, found on the *New Socialist* website (newsocialist.org), and the author’s interviews with Bill Harbach, Peggy Rea, Connie Polan Wald, Andy Williams, Dick Williams, Don Williams.

162 “the best dance band”: *New Yorker*, 4/17/1948.

162 an unprecedented \$10,000: *Daily Variety*, 8/5/1948.

162 “[Pahlmann] built a stage”: Gordon, Max. *Live at the Village Vanguard*. New York: St. Martin’s Press, 1980, page 72.

162 “On the afternoon of”: Gavin, James. *Intimate Nights: The Golden Age of New York Cabaret*. New York: Grove Weidenfeld, 1991, page 86.

162 *furor that erupted*: Walter Winchell published a complaint letter he had received, signed by “Harriet Silverman,” the famous New York labor activist. It read: “Since you, sir, are in no small measure responsible for my sleepless nights during the last week, I

feel very strongly that it is up to you to use your infinite power and restore E. 58th St. to its former peace and quiet. I live there between Park and Lexington and I have been tearing out my hair and smoking countless cigarettes every night since that woman Kay Thompson and those Williams chaps (and their darn Joe Marino at the piano, not Ted Straeter, as you said) came to roost next door. Horns blow, brakes screech, noisy crowds mill around on the street trying to get in to see the act you helped bring to 58th St. But I prob'ly wouldn't feel so wretched if I could get in to see her myself. I hate you! – Harriet Silverman.” There was one minor detail about that letter that was tough to reconcile: Harriet Silverman had been dead since 1940. Upon re-reading the letter, it becomes obvious just who the author really was: Kay Thompson, of course—at her most mischievous. She certainly knew how to keep columnists amused and fascinated. *Syracuse Herald-Journal* (Syracuse, NY), 4/20/1948; Gordon, Max. *Live at the Village Vanguard*. New York: St. Martin's Press, 1980, page 73.

162 *over denied reservations: New Yorker*, 4/17/1948.

162 *Those who managed to survive*: Also in attendance were Ethel Merman, Milton Berle, Peter Lawford, Dean Martin, Jerry Lewis, Gertrude Lawrence and her husband Richard Aldrich, Jackie Cooper, Nancy Walker, Billy Rose and his wife Eleanor Holm (1932 Olympic gold medalist in swimming), Constance Talmadge, press agent Irving Mansfield and his wife Jacqueline Susann, MCA chairman Jules Stein and his wife Doris, John McLain (the former flame of Dorothy Parker), Broadway financier Howard Reinheimer, Broadway producer Vinton Freedley, ballet dancer and choreographer Zorina, Saks Fifth Avenue's Adam Gimbel and his wife Sophie, and a battalion of agents including Barron Polan, George “Rosy” Rosenberg, Mark Hanna, and Laurence Evans.

162 “*one of the greatest nights*”: *Daily Variety*, 4/9/1948.

163 “*convulsed everyone by telling*”: *Daily Times-News* (Burlington, North Carolina), 5/11/1948.

163 *Then Joan Crawford started: Hollywood Reporter*, 4/23/1948 and 5/10/1948.

163 “*taking out their final Broadway*”: *Los Angeles Herald Express*, 4/26/1948.

163 “*her extraordinary act*”: Wilder, Alec. *Life Story*. Unpublished, circa 1971, pages 69–71. Typescript (189 pages) contained in the Alec Wilder Archive, Eastman School of Music. Courtesy of Alec Wilder authority and historian David Demsey.

163 *private parties such as: Hollywood Reporter*, 5/5/1948; Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, pages 66–67. The party honoring the Duke and Duchess of Windsor was hosted by wealthy socialite and author Cordelia Biddle, who paid \$5,000 to Kay Thompson and the Williams Brothers for a fifteen-minute performance.

164 “*Kay not only conceived*”: *Daily Variety*, 5/14/1948 and 6/1/1948.

164 *other charity shows: New York Times*, 4/14/1948, 4/16/1948, and 4/20/1948.

164 *Peggy Rea had decided*: Peggy Rea was dropped as Kay Thompson's assistant in April 1948, during Thompson's New York gig at Le Directoire and replaced by Bill Harbach. Forty-five years later, Peggy got tearful recalling the situation: "The fact that we parted in a rather cold fashion is still a mystery to me. I'm not sure why." Though Kay may have acted like she didn't mind her assistant's independent spirit, the opposite was more likely the case. While footing Peggy's salary and expenses, Kay had every right to expect Peggy to be at her beck and call. It was one thing for Peggy to insist on staying at another hotel (Peggy wanted to be at the Algonquin rather than the Essex House where Kay was staying); it was quite another to disappear without a trace on the eve of their New York opening (Peggy had slipped away to see *Born Yesterday* on Broadway without telling her boss where she was going). Additionally, Peggy made no bones about pursuing her acting career with requests for time off to attend auditions. None of this would have sat well with Miss Thompson whose agenda demanded an assistant entirely devoted to an ever-growing list of needs. Perhaps Peggy was burned out from Thompson's never-ending demands, but, in any case, it was clear that her heart was no longer in it. After having served her time as slaves to Arthur Freed (at MGM from 1943-45), Bill Spier (on *Suspense* and *The Adventures of Sam Spade* from 1945-47) and Kay Thompson (on the road from 1947-48), the time had come for Peggy to make her mark as the character actress she was born to be. She quickly landed on her feet with a supporting role in the National Road Company production of Tennessee Williams' *Streetcar Named Desire* (1948-49) starring Anthony Quinn. Even if Kay remained at arms-length, Peggy kept in touch with the Fink family. Rea recalled: "Kay's brother, Bud Fink, and I had a martini lunch in St. Louis when I was doing *Streetcar Named Desire* on the road in 1949. A big fellow. We had the most wonderful time. And I got so high. Bud was just a darling. Kay's mother was there in St. Louis. Flavia. She was just as flamboyant as Kay. Just a lovely, fun gal. We went out to a nightclub. I was going with a guy in the company and we took Flavia out to a nightclub to see Paul Haakon who was dancing there. He knew Kay because they had worked together before [in *Hooray for What!* in 1937]. I also met Marian, her sister. Kay was the plain one and Marian was absolutely gorgeous. Lovely, charming. I never met Blanche, the older sister." In the 1950s, Peggy appeared on several episodes of *I Love Lucy* as a member of Lucy's "Wednesday Afternoon Fine Arts League;" and in later years, she landed recurring roles on such hit TV series as *The Waltons* (as "Rose Burton"), *The Dukes of Hazzard* (as "Lulu Hogg") and *Grace Under Fire* (as the mother-in-law).

164 "the biggest salary ever paid": *Los Angeles Examiner*, 5/18/1948.

165 "When I saw 'My mother wears'": The "she wears a 3½ shoe" line appears in both the book: Thompson, Kay. *Eloise*. Drawings by Hilary Knight. New York: Simon & Schuster, 1955, page 50; and the record: "Eloise" (Kay Thompson–Robert Wells), performed by Kay Thompson, conducted by Archie Bleyer. Released on Cadence Records, 1956. Composition copyrighted by Kay Thompson Music, Inc. The actual quote in the *Eloise* book appears on page 50: "My mother is 30 and has a charge account at Bergdorf's. She wears a 3½ shoe." In the "Eloise" song, there is a lyric spoken by Kay as Eloise: "My mother is 30 and she wears a 3½ shoe." Like the fictional Eloise, Marilou

Hedlund has not allowed her life to be boring—having gone on to be a reporter for the *Chicago Tribune*, a Chicago alderman, the vice president of a public relations firm, and the wife of Viennese royalty, Baron Henrich von Ferstel.

165 *one of the top radio personalities*: From the *Garroway at Large* webpage posted on the Museum of Broadcasting Communications website at www.museum.tv.

165 *into a local hit*: *Hollywood Reporter*, 7/13/1948; *Chicago Daily Tribune*, 6/28/1948.

165 *negotiating a leave of absence*: *Daily Variety*, 6/29/1948. An internal studio memo dated May 7, 1948, from MGM executive Floyd Hendrickson confirms that, after discussions between Arthur Freed and Alton's manager, John Darrow, an agreement had been made to allow Alton time off for three months starting August 15. "During the leave of absence," Hendrickson explained, "Alton will do the Kay Thompson stage show."

165 *"introduce movie effects"*: *New York Times*, 7/9/1948.

165 *military draft*: *New York Times*, 7/14/1948.

166 *The Barkleys of Broadway, with*: *Daily Variety*, 7/15/1948; Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 153.

166 *That very same month*: *Daily Variety*, 7/6/1948.

166 *"taught us everything"*: On the road, Kay saw to it that the Williams Brothers got a well-rounded education. Kay espoused: "I would counsel anybody to have a wonderful, wonderful education. I think that everybody ought to go to school and stay there until you know something. I think this is a very intelligent business we're all in today. I think you've got to have a few brains and I think it's nice that you can put something in your head before you put the taps on your shoes. You'll go tapping farther through life." Andy Williams recalled: "Kay taught us *everything* while we were on the road, not only about show business, but about the arts." Dick Williams affirmed: "We would go to art galleries, movies. She was very sophisticated and into the arts. She taught us a lot about culture." Don Williams agreed: "She taught us an appreciation of art. On the road, we'd play all kinds of games [that were educational]. There was never a time when she'd let you be stagnant. When we'd be traveling, she would see if we could name all of the capitals of the United States, just all kinds of things like that. She was a marvelous teacher. Her I.Q. was genius." Thompson opened the eyes of these country bumpkins and broadened their horizons. In a 1958 interview, Andy Williams confessed: "My taste has improved in many things since I met Kay. For instance, I used to like maroon. Now I don't. There are many nicer, brighter colors than maroon." The Williams Brothers' sister, Jane Williams, observed: "Kay was a sophisticated woman. And a lot of it rubbed off on Andy. It was Kay who got him interested in art collecting, books, antiques. She can really impose her will on you." As a teacher, Thompson knew the trick was to make the lessons entertaining. An article in *TV Guide* noted: "Between shows or on long trips, Kay instigated wacky but stimulating games. She would challenge the boys with brain-teasers

like ‘Name 10 novels by Charles Dickens.’” In a 2002 interview with the author of this book, Andy Williams elaborated: “When we were learning about Impressionist painters, she wrote a song that went like this...” Amazingly, sixty years after the fact, Andy broke into the ditty just like it was yesterday, singing:

The Impressionists
by Kay Thompson

***Toulouse-Lautrec, Renoir, Bonnard,
Manet, Monet and Degas.
Van Gogh, Goya, Gaughin,
Sisley and Matisse.***

***Mary Cassatt, et aussi,
Georges Seurat, et aussi***

***Toulouse-Lautrec, Renoir, Bonnard,
Manet, Monet and Degas,
Van Gogh, Goya, Gaughin,
Sisley and Matisse.***

Andy Williams added: “Kay also wrote one about the New York Public Library...” Then he rattled it off by rote:

The New York Public Library
by Kay Thompson

***Thackeray, William Makepeace, 1811-63,
Stevenson, Robert Louis [pronounced “Louey”], 1850-94,
Walter Whitman, Wittier,
Oscar Wilde, Voltaire.***

Boswell, Browning, Emily Bronte, Balzac,

Balzac?

Cicero, Caesar, Euripides, Aristotle, Aesop,

Aesop?

***Dante, Darwin, Dickens, Dumas, Conrad
Ernest Hemingway and Michelangelo,***

***You’ll find them all at the Brooklyn branch of the New York Li-brar-ry.
In the Brooklyn branch of the New York Public Li-brar-ry!***

Andy Williams marveled: “This was our education. This is how we learned about art and about literature, through Kay being so interested in that and teaching us these songs. She wrote things like that just for us. Never, *ever* recorded by anybody. *Great* things. She was a brilliant, *brilliant* writer. Brilliant arranger. Brilliant teacher. Brilliant person.” *The Impressionists* had a simple sing-song melody but much of *The New York Public Library* was spoken rhythmically—in a style which is, today, surprisingly familiar. Ahead of her time by forty some odd years, Kay had created her *second* honest-to-God rap song—expanding on the innovation she and Roger Edens had started with “Madame Crematante” in 1944. *The New York Public Library* sounded just like Madonna’s rap break in “Vogue”: “Greta Garbo, and Monroe. Dietrich and DiMaggio. Marlon Brando, Jimmy Dean. On the cover of a magazine.” Excerpt of lyrics from “Vogue” (Madonna Ciccone-Shep Pettibone), Copyright 1990, ASCAP. *TV Guide*, 9/6/1958 and 4/23/1966; *Daily Times-News* (Burlington, N.C.), 7/4/1958; and, from the Kay Thompson interview on *Person To Person with Edward Murrow* (CBS-TV, November 9, 1956), guest hosted by Jerry Lewis. Courtesy of the CBS News Archive.

166 “*She was the first rapper*”: *New York Magazine’s Daily Intelligencer Online*, 6/6/07 (nymag.com/daily/intel/2007/06/liza_raps.html).

167 *made the papers*: The “secret” romance between Kay Thompson and Andy Williams was being reported with regularity in gossip columns. Walter Winchell got the ball rolling in October 1947 when he queried in his column: “Is Kay Thompson (recently unmarried in Vegas) wedding one of the 4 Williams Brothers (in her act) next?” On October 28, 1947, *Daily Variety’s* Florabel Muir followed-up: “And what’s this about a Kay Thompson romance involving which Williams lad?” Kay was quick to respond, planting a rebuttal in Muir’s column two days later: “To say that I am flabbergasted by the rumor linking me romantically with a Williams brother is a masterpiece of understatement.” The rumor might have ended there were it not for the masterpiece of poppycock that followed two weeks after that. In his November 17, 1947, column, Harrison Carroll wrote with righteous indignity: “That’s a lot of bunk about Kay Thompson being crazy about one of the Williams brothers. Kay’s real boyfriend is New York architect Peter Stuyvesant.” When no one stepped forward to say they had actually seen Thompson and Stuyvesant together in the flesh, Ed Sullivan explained that the affair was being conducted 3000 miles apart, writing on December 2, 1947, that “Kay Thompson and Peter Stuyvesant [are] clogging the long-distance wires.” The reports temporarily quelled the Kay Thompson-Andy Williams wildfire until a slight discrepancy was discovered: Although Peter Stuyvesant was indeed one of New York’s most celebrated architects, he had been dead for two-hundred and seventy-five years. As the first governor of Manhattan, back in the days when the island was known as “New Amsterdam,” Stuyvesant designed the canal that later became Broadway. No one knows for sure who perpetrated this hoax on the media, but let the record show that, on countless prior occasions, Kay, along with such co-conspirators as Bill Spier and Orson Welles, had engaged in hoodwinking the press. Perhaps not entirely coincidental was the fact that a social friend of theirs, actor Charles Coburn, had portrayed “Peter Stuyvesant” in *Knickerbocker Holiday* (United Artists, 1944). Despite all the protests and diversions, however, being linked with Andy Williams was good for Kay’s public image, dispelling those pesky whispers of a lesbian affair with Judy Garland, while at the same time

making her seem more daring and bohemian, even more youthful. Most of all, though, it added to her mystique and kept people talking. One of Kay's favorite mottos: "All you have to do is to keep 'em guessing and you've got 'em! That goes for men – and everything." Once the "Peter Stuyvesant" malarkey was dismissed, the guessing game about Kay and Andy gained momentum again. On April 12, 1948, Dorothy Killgallen wrote emphatically: "Kay Thompson's big romance is Andy Williams." Then, there was conjecture of marriage. On June 9, 1948, columnist Walter Winchell wrote, "The buzz about Kay Thompson and one of the 4 Wms. Freres being secretly sealed is pure phonusbolonus." Of course, only the hearsay of *marriage* was deemed incorrect, not necessarily the romance itself. No doubt designed that way, Winchell's cagey pooh-poohing actually had the opposite effect, fueling Kay-Andy rumors for years to come. *Wisconsin State Journal* (Madison, Wisconsin), 10/28/1947; *Daily Variety*, 10/28/1947, 10/30/1947; *Evening Standard* (Massillon, Ohio), 11/17/1947; *Morning Herald* (Uniontown, Pennsylvania), 12/2/1947; *Pottstown Mercury-News* (Pottstown, Pennsylvania), 4/12/1948; *Los Angeles Herald-Express*, 6/9/1948.

167 *exceeded the fourteen years*: Age gap correction: Based on new information verified after the publication of *Kay Thompson: From Funny Face to Eloise*, Kay's mother Hattie was, in fact, twelve years younger than Kay's father Leo. Leo Fink was born January 12, 1874; Hattie was born August 6, 1886. They were married on November 12, 1905, when Hattie was nineteen and Leo was thirty-one. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson's nephew; son of Kay's brother Leo "Bud" George Fink Jr.)

167 "*Sensational Kay Thompson's big romance*": *Pottstown Mercury-News* (Pottstown, Pennsylvania), 4/12/1948.

167 "*I couldn't help letting*": Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, pages 76–77.

167 *an elegant spa and casino*: Saratoga Springs was the backdrop for Ian Fleming's James Bond novel *Diamonds Are Forever* (London: Jonathan Cape Publishing Ltd., 1956).

167 *Earning \$10,000 per week*: *Times Recorder* (Zanesville, Ohio), 7/24/1948; *Syracuse Herald-Journal* (Syracuse, New York), 8/5/1948.

167 *ten engagements in twelve months*: *Daily Variety*, 8/5/1948.

167 "*three-year \$1,000,000*": *Daily Variety*, 9/15/1948.

167 "*a total of 26 weeks*": Ibid.

167 *free use of a suite*: *Abilene Reporter-News* (Abilene, Texas), 9/4/1948.

168 *undergo a serious makeover*: *Daily Variety*, 9/1/1948.

168 of the Copley Plaza: When their opening at the Beverly Wilshire in Los Angeles was delayed for remodeling, Kay Thompson and the Williams Brothers performed gigs in Boston and New York. To promote her itinerary, Kay dashed off one of her typically vivacious telegrams to Walter Winchell (with added punctuation for clarity (with the author's notes in brackets):

Bv Beverly Hills Calif 205p Sept 13 1948

Walter Winchell

N.Y. Daily Mirror NYK.

Walter Dear:

How are you? California is muggy and smoggy and I'm off to Boston on Thurs. We're going into the Roxy [in New York] for three weeks after the Copley Plaza [in Boston] with or without Boston accent. It's our first theater [the Roxy] and we're very excited. Charlie Morrison [owner of the Mocambo nightclub in L.A.] and nine million other people send their California love. When the balloons come flying down at the Stork [Club in New York] grab me one and give my best to Sherman [Billingsley, proprietor of the Stork]. My love to you and take care.

All best,

Kay Thompson.

Since its opening in 1912, Boston's elegant Copley Plaza Hotel has stood alongside Trinity Church, Hancock Tower and the Public Library as the cornerstones of Copley Plaza in the historic area of the city known as Back Bay. Designed by Henry Janeway Hardenbergh, the architect for The Plaza in New York, the Copley Plaza Hotel still stands today as a prime example of Renaissance splendor. The place was owned by Mario Copley and run by General Manager Lloyd B. Carswell. The hotel's nightclub, the Oval Room, noted for its famous sky and cloud ceiling mural, was where Kay Thompson and the Williams Brothers presented their act for Bostonians, but their reception was considerably cooler than it had been in other cities. The post mortem in *Daily Variety* reasoned that Thompson's excessive "weekly stipend necessitated doubling the covert—a matter resulting in the Cod City dwellers folding their pocketbooks and staying home." The act's four-week booking was quietly shortened to three. Just when they thought they could do no wrong, Boston cut them down to size. Had Kay priced herself out of the market? Or, was Boston simply too provincial for her cosmopolitan airs? This humbling experience was followed by a whole new challenge. The Roxy Theatre, 153 W. 50th Street at 7th Avenue in New York, was a cavernous 5,920-seat movie palace that presented live acts as a warm-up to the motion picture. *Daily Variety* reported that Kay Thompson and the Williams Brothers had been booked for three weeks, starting October 15, at \$15,000 per week plus a 50-50 split over a weekly gross of \$120,000. This number upped the threshold for the act's guarantee to whole new level, and set new standards for future star attractions. In the press, Thompson downplayed the windfall. "Divide \$15,000 among five people," Kay told columnist William Best, "and give Uncle Sam his cut and it no longer looks so big." It wasn't long before Tony Martin was granted the same "unheard of" deal that Kay had gotten. Then, over the next few years, agents had a field

day driving prices even higher. Danny Kaye would appear at the Roxy in 1951 and earn \$25,000 per week, plus a percentage over \$100,000 gross; total earned: \$88,000 for three weeks. Then, Milton Berle commanded \$30,000 per week. By September of 1951, Dean Martin & Jerry Lewis pushed the price up to \$100,000 per week, plus a hefty percentage. In *Dean & Me (A Love Story)*, Lewis claims that their two-week haul at the Roxy that September amounted to nearly half-a-million dollars. They all had Kay to thank for these unfathomable numbers; she broke the glass ceiling in 1948. The Roxy promoted the Kay Thompson-Williams Brothers gig as “their first theater appearance,” which was technically correct, but Kay had performed as a *solo* artist at the Fox Theatre in St. Louis in 1932, the Paramount Theater in Los Angeles in 1933 and at the Loew’s State Theatre in New York in 1940—all three of which she carefully avoided mentioning. Four times daily, Kay Thompson and the Williams Brothers (accompanied by the Roxy Theatre Orchestra conducted by Paul Ash) would be the opening act for *Apartment for Peggy* (20th Century-Fox, 1948) starring Jeanne Crain, William Holden and Edmund Gwenn—an unlikely pairing. Despite the mismatch, the film and the act got glowing reviews. “While it may be too strong to suggest that you ‘drop everything and rush over to catch the new stage show,’ it is the first time in this writer’s knowledge that you have been able to see a top-flight musical comedy for the price of a movie ticket,” wrote James Barstow, Jr. in *The New York Herald Tribune*. “For Miss Thompson and Messrs. Williams are just that; a delightful vignette of the gayer form of theatre. Miss Thompson has graduated from the supper-club circuit with honors.” The October 18 issue of *Talk of New York: The Weekly Amusement Guide* featured a provocative cover photograph of Kay Thompson and the Williams Brothers depicting Kay and Andy in a romantic embrace while the other three boys sit on the floor looking glum—a configuration that simply could not have been accidental. Somebody had the sense of humor and wherewithal to confront the romance rumors about Kay and Andy head on. It was a brilliant publicity stunt that simultaneously poked fun at the situation while milking it for all it was worth. If Kay genuinely wanted the gossip to go away, she would not have approved that picture. Normally, the act’s publicity photos were extremely animated and exuberant. “Oh yeah,” Don Williams agreed, “Kay would always want us laughing or doing something funny.” But this new photograph was such a jarring departure, it is hard not to conclude that it was intentionally orchestrated by Kay—with or without Andy’s awareness. The Roxy’s modest ticket price was an antidote to the lofty cover charge in Boston. Lines stretched on for blocks and attendance records were broken. The run was extended by three days, the maximum availability before Kay and the boys were due back in Los Angeles to begin their gig at the Beverly-Wilshire. In *Daily Variety*, Florabel Muir reported: “Even Barron Polan couldn’t get me seats because such long lines are crowding in to see the gal from Hollywood who has leaped from obscurity in one short year to the limelight.” One person who stood in line and got a seat the old-fashioned way was a 22-year-old aspiring stand-up comic by the name of Mel Brooks, one year before landing his first job writing jokes for Sid Caesar and eons before he became a big-time movie and Broadway legend. In a 2006 interview for this book, Mel Brooks recalled: “I remembering seeing Kay on the stage at the Roxy, one of those theaters where they used to have stage shows between the movies. I *loved* her. I remember seeing Kay a lot on television in the ‘50s and, of course, in movies like *Funny Face*.” Another important spectator at the Roxy was 22-year-old artist Hilary Knight who would later illustrate Kay Thompson’s *Eloise* books. This was his first exposure to Kay in the flesh, though it was

admiration from afar. Knight explained: “That’s the only time I ever saw Kay perform with the Williams Brothers. I wouldn’t have gone to see that movie [*Apartment for Peggy*], so I must have been curious to see Kay’s act. It didn’t really work because the audience was not sophisticated and they didn’t quite know what to think of it. I don’t remember being disappointed, but I remember sensing that people weren’t loving it as much as they should have.” Kay was forced to compromise the content, too. “Kay doesn’t do her *Myrtle* sketch,” Florabel Muir noted, “because the management thought it was ‘too rough for the family trade.’ I was surprised to see the act goes over so well in a big theatre because it seemed to be designed for the intimacy of a night club.” Kay did not agree. Though she made the best of it, Kay rediscovered why she detested working in this sort of venue. “It wasn’t fun,” Dick Williams recalled, “because we were a very intimate act, we needed a small room. We were up on a high stage, separated even further from the audience by the orchestra pit, and the people who went to the Roxy were not the people who would ordinarily come to see us, because we were a sophisticated act. And instead of cocktail tables and chairs, there were rows and rows of seats. I think we did pretty well. It was good money, the best money we ever made. It was a deal we couldn’t turn down. But that was the only time we played a theater. None of us liked it, Kay included.” Even so, Kay put on a good face for the press. “Kay Thompson, the tall, strikingly handsome blond, perched on a couch beside a window in her dressing room at the Roxy Theater,” wrote journalist Marie Torre in *The New York World-Telegram*. “Outside the air was raw and gloomy, and across the street a huge billboard of Miss Thompson and the Williams Brothers stood out conspicuously. Miss Thompson had just completed her first show of the day. Wearing beige lounging pajamas which show off her slim figure to advantage, she was still a bit breathless from the vigorous song and dance routine on stage. ‘I get the strangest thoughts sometimes,’ she said. ‘On my way up here a few minutes ago, I asked myself, ‘Kay, suppose you were to die tonight? What else would you want out of life?’ And do you know,’ she told us, ‘I couldn’t ask for anything more. I mean it. That’s how happy I am.’” Uh-huh. Torre found Kay in a pensive mood regarding her mentorship of the Williams Brothers. “I think the nicest thing I can say about the boys is that they’re not theatrical. They don’t go around in Japanese kimonos, if you know what I mean. They’re serious. They’re cautious. And of course, what is quite a boost to my ego, is that they come to me with all their problems. You see, I’m older than they are and they think I know everything. Recently, one of them asked my advice about a girl—a rather sophisticated young lady—he had been dating regularly. He seemed impressed with the fact that she knew everyone at the swank clubs they visited. ‘Well,’ I said, ‘you keep going to those clubs and everybody will know you, too, eventually.’” The reporter added that Kay had witnessed a marked change in the Williams boys during their first year on the road. “They’re not as naïve about people as they used to be,” Kay said. “Whereas once they would say about everyone they met, ‘Gee, he’s a NICE guy,’ now they generally remark, ‘Well, he’s all right, I guess. But Kay, don’t you think he has something cooking?’” While playing the Roxy, Kay, the Williams Brothers and pianist Joe Marino were provided free accommodations at the Hampshire House Hotel at 150 Central Park South (between Avenue of the Americas and 7th Avenue), one block west of The Plaza. With 37 floors divided into 500 rooms, the Hampshire House opened its doors in 1937 and is noted for its cascading architecture, white façade and its brilliant blue-tarnished copper roof with two tall chimneys. It became a celebrity haunt, a particular favorite of Dean Martin and Jerry Lewis in the late 1940s. “One night,” Lewis recalled,

“the managing director of the Hampshire House came up to inquire respectfully if we might consider using their basement ballroom for our after-theater parties so we wouldn’t be keeping the other guests awake half the night!” On October 19, 1948, columnist Radie Harris reported in *Daily Variety* that Kay Thompson “plays hostess tonight at an after-theatre supper party in the Cottage of the Hampshire House.” Guests included Ethel Merman, Henry Fonda, Mary McCarty, and Walter Winchell who, three days later, described the marathon event as “still going on” with “Thompson’s army of pals.” And, for the next three years, the Hampshire House would remain Kay’s Manhattan residence-of-choice whenever she was in town. According to television director Greg Garrison, Kay Thompson and the Williams Brothers appeared on a broadcast of his *Texaco Star Theater* hosted by Milton Berle (NBC-TV, 1948), “not long after it debuted in the fall of 1948.” Though the claim remains undocumented (most early Berle broadcasts were not preserved), Berle’s series was aired live from Studio 6B in the RCA Building at 30 Rockefeller Center (1250 Avenue of the Americas between 49th and 50th Streets) throughout the weeks that Kay and the boys were just one block west at the Roxy (153 W. 50th Street at 7th Avenue). Given that Kay and Milton were such close pals, it seems within the realm of possibility, though Andy, Don and Dick Williams had no recollection of it. On the other hand, Kay and the boys did make three guest appearances on *The Kate Smith Evening Hour* in 1951 which was also directed by Greg Garrison, so it is quite possible that Garrison may have transposed them in his memory. When Berle’s show started in 1948, the program routinely commanded 80% of all viewers, although there were fewer than 500,000 TV sets in American homes. Within a year, however, that number had jumped to 2 million and by the time Berle switched sponsors to Buick in 1953, more than 25 million homes had television. Considered by many to be a central figure in the rise of the medium, it is easy to understand why Berle was dubbed “Mr. Television.” In the mid-1950s, Kay would make three appearances on Berle’s show, sans the Williams Brothers. *Daily Variety*, 9/15/1948, 10/20/1948 and 10/26/1948; *Los Angeles Herald-Express*, 10/22/1948; *New York Herald Tribune*, 10/16/1948; *New York World-Telegram*, 10/28/1948; *San Mateo Times* (San Mateo, CA), 8/1/1951; *Talk of the Town: The Weekly Amusement Guide*, Vol. 1, No. 7, 10/18/1948; Lewis, Jerry, and James Kaplan. *Dean & Me (A Love Story)*. New York: Doubleday, 2005, page 146, 148; and, the original September 13, 1948, telegram from Kay Thompson to Walter Winchell, from author’s collection. Notes on the telegram: “Roxy” was a New York movie theater; “Copley Plaza” refers to the hotel in Boston; “Charlie Morrison” was the owner of the Mocambo in Los Angeles; “Stork” refers to The Stork Club in New York City where Walter Winchell dined almost every night; “Sherman” refers to Sherman Billingsley who ran the Stork Club.

168 “weekly stipend”: *Daily Variety*, 10/20/1948.

168 “the highest fee ever”: *Daily Variety*, 9/15/1948 and 10/26/1948.

168 *reviews were glowing*: Perhaps the most insightful review for Kay Thompson and the Williams Brothers at the Roxy was written by none other than John Houseman, who had known Kay since the late-1930s when he was a member of Orson Welles’ Mercury Players at CBS-Radio. During Kay’s years at MGM in the mid-1940s, she often ran into Houseman at parties, particularly at the home of Gene Kelly where he regularly took part

in heavyweight bouts of charades (known as The Game). In 1948, Houseman happened to be writing a column called “Show Business” for the *New York Star*, a short-lived newspaper (June 23, 1948 to January 28, 1949). On Halloween, Houseman lodged his opinion of the Roxy engagement thusly: “Miss Thompson is platinum-plated, streamlined, jet-propelled; in her entire act there is not one trace of personal emotion nor one tiny globule of human blood. It is all pure energy and precision, mechanical, relentless—and most exciting.” Houseman went on to a celebrated career as a character actor. He won an Academy Award and a Golden Globe for Best Supporting Actor in *The Paper Chase* (Twentieth Century–Fox, 1973). Houseman then starred in the successful television spinoff, *The Paper Chase* (CBS-TV 1978–1979; Showtime 1983–1986). Houseman, John. *Front & Center*. New York: Simon & Schuster, 1979, pages 287, 413.

168 “*It is the first time*”: *New York Herald Tribune*, 10/16/1948.

168 *attendance records were broken*: *Daily Variety*, 10/26/1948.

169 *she was being lampooned*: Sidebar on Danny Kaye’s impersonation of Kay Thompson: On October 14, 1948, the Annual Hollywood Press Photographer’s Costume Ball was held at Ciro’s, featuring what *The Hollywood Reporter* insisted was “probably the greatest bit of showmanship ever to hit a night club floor—Danny Kaye as Kay Thompson with Jack Benny, Jack Carson, Van Johnson and George Burns as the Williams Brothers! There’s never been anything like it! Danny was done up with a K.T. hairdo, complete unto bun, nail polish and Kay’s working wardrobe. You couldn’t tell Kaye from Kay, it was so brilliantly handled. Whole stunt was Benny’s idea, but the major credit goes to Bob Alton, who rehearsed the lads for two weeks at Benny’s home.” A pictorial spread in *Movie Story* followed: “Sparing neither trouble nor expense, Danny bleached his hair and put all of \$200 into getting a duplicate of Kay’s slick slacks outfit.” According to *Silver Screen*, fashion designer Milo Anderson was responsible for knocking off the custom-fit Thompsonsian costume especially for Danny. In *Daily Variety*, columnist Florabel Muir declared that Kaye’s impersonation of Kay was the “highlight” of the ball: “Such superb performance as Danny gave will not be seen often in our lifetime. You could hardly believe it wasn’t Kay herself.” In *Nobody’s Fool: The Lives of Danny Kaye*, author Martin Gottfried wrote: “Introduced as Kay Thompson, the cabaret singer, Danny strolled on wearing an evening gown [in fact, they were Kay’s trademark dressy slacks]. The resemblance was so striking, his mimicry so uncanny, that some in the audience actually believed it *was* Kay Thompson. Since there already was a mannish quality about her, it was an esoteric moment in the history of sexual ambiguity.” Among the fooled was actor Farley Granger: “When the house lights dimmed and the curtain came up, Kay was onstage alone in a skintight white gown, with the four Williams Brothers behind her in silhouette. She began singing Cole Porter’s ‘It Was Just One of Those Things,’ accompanied only by bongo drums. She must have been halfway through the song when the lights changed... At that moment I realized it wasn’t Kay Thompson, it was Danny Kaye. He was fabulous.” In *Daily Variety*, Florabel Muir added: “Kay Thompson telephoned me from New York to learn if Danny Kaye had been as good impersonating her as Bob Alton had reported. Kaytee had expected to be one of the entertainers at the shindig but her engagement at the Roxy [in New York] made it impossible to be here. She said she wept at the high compliment paid her when five great

performers, Kaye, Jack Benny, Jack Carson, Van Johnson and George Burns took such pains to put on her act... Kay sent huge bunches of flowers to Danny and the other guys and congratulatory telegrams.” Stealing the show was no small feat. Other highly anticipated performances that got steamrolled were a song and dance routine by Frank Sinatra and Gene Kelly, plus Jane Russell making her singing debut. Dressed up as General Grant, George Jessel introduced the multitude of costumed guests including Donald O’Connor as the Frankenstein monster, Shirley Temple as Marie Antoinette, Rhonda Fleming as Bo-Peep with her sheep, Rosalind Russell and Loretta Young as the Toni twins, Esther Williams and Ben Gage in 1912 bathing suits, Jim Backus as Nero, and Dorothy Malone seemingly naked behind a shower curtain. Also taking part in the festivities were Lucille Ball and Desi Arnaz, Maureen O’Sullivan and John Farrow, Farley Granger and Geraldine Brooks, Elizabeth Taylor, Robert Mitchum, Deborah Kerr, William Holden, Ann Miller, Cesar Romero, Ann Sothorn, Zachary Scott, MacDonald Carey, Robert Cummings, Jane Withers, John Hodiak, Anne Baxter, Dennis O’Keefe, Betty Garrett, Jack Oakie, Jackie Coogan, Jerry Wald and Connie Polan Wald, Barron Polan, Bob Alton, etc. The buzz about the Kay Thompson-Williams Brothers spoof would not let up. *The Hollywood Reporter* went so far as to suggest, “Why don’t they film that Danny Kaye–Jack Benny–Jack Carson–Van Johnson–George Burns routine on Kay Thompson as a short and shoot it into national release for some charity?” The gag proved so popular, command encore performances were given at the Friar’s Club Frolics in San Francisco at the Opera House on October 22, 1948, and in Los Angeles at the Philharmonic Auditorium on October 23, 1948, with Florabel Muir warning her readers, “You’re crazy if you miss it. You’ll never see anything as good again.” Described by the *Los Angeles Times* as a “three hour musical revue to be staged by the 44-year-old showmen’s organization,” the Friar’s Club Frolic would feature performances by, in alphabetical order, Abbott and Costello, Jack Benny, Ben Blue, George Burns, Jack Carson, Buddy Clark, Dan Dailey, Phil Harris, Lou Holtz, Bob Hope, George Jessel, Van Johnson, Al Jolson, Danny Kaye, Kay Kyser, Tony Martin, Pat O’Brien, George Raft, Ronald Reagan, the Ritz Brothers, Frank Sinatra, and Keenan Wynn. Begrudgingly, Sinatra had to admit that he and Gene Kelly had been unmercifully upstaged by Danny Kaye’s impersonation of Kay Thompson at the Press Photographer’s Ball. To make matters worse, Gene Kelly had other commitments that conflicted with the Frolic dates. So, for the Friar’s Frolics, Sinatra had to come up with a whole new number and he was determined to turn the tables on Danny Kaye. Hedda Hopper reported, “Frank Sinatra, Dan Dailey, Tony Martin and Jack Benny had difficulty rehearsing at George Burns’ house for the Friar’s Frolic Oct. 23. Gracie Allen, who wanted to get into the all-male act, kept getting in their hair. Not until George Raft promised to dress up as Gracie and impersonate her in the show could they get her to leave the rehearsal.” Though valiant efforts were made, neither Sinatra nor anyone else could steal Kaye’s thunder. In its review, *Daily Variety* declared that “the show stopping turn” of the night belonged to Kaye. Even if Kay Thompson had been in town, however, she would not have been allowed to perform at the Frolics. *Daily Variety* explained: “The Friars have a rule preventing femmes from appearing in Frolics. And this West Coast edition was no exception. So—with the permission of the copyright owner [Kaye, of course] and the able assistance of Bob Alton who staged the original Thompson-Williams act—Danny Kaye became Kay Thompson. And since the original Williams Brothers were in Boston with Miss Thompson [by then, they were actually in New York at the Roxy], other

substitutions had to be made. Using the Thompson-Williams ‘La Pauvre Suzette’ number, George Burns became ‘The Man Suzette Loved,’ Jack Benny as ‘The Man She Didn’t Love,’ Jack Carson, ‘The Man She Loved Too Much,’ and Van Johnson ‘The Man She Loved Too Often.’ The take-off, devastatingly accurate, stopped the show cold... [and] Bob Hope tore the house apart with a yockful monolog buildup to the introduction of ‘Kay Thompson.’” The October 25, 1948, edition of the *Los Angeles Times* immortalized the spectacle with a large picture of Danny and Company captioned, “Impersonation—Danny Kaye in powder blue slacks does a take-off of Kay Thompson as the Friars Club staged its first Frolic in Los Angeles at the Philharmonic Auditorium Saturday night. Assisting as the Williams Brothers are, left to right: Jack Benny, Jack Carson, Van Johnson and George Burns. The affair was for charity.” Other pictures of Kaye’s startling transformation can be found in early 1949 issues of *Photoplay*, *Modern Screen*, *Silver Screen*, *Movie Story*, and *Screenland*; and in Martin Gottfried’s coffee table book, *In Person: The Great Entertainers*. [There is also a photo in *Kay Thompson: From Funny Face to Eloise* in the insert section, page 14, photo #42 .] For her October 26, 1948, column in *Daily Variety*, Florabel Muir traveled to New York and made a beeline for the Roxy: “Went backstage to chat with Kay and the boys and found them still in hysterics over the imitation done by Danny Kaye, Jack Benny, Van Johnson, George Burns and Jack Carson at the Fotogs’ Ball and the Friars Frolic. Kay broke down and bawled when she read me Benny’s telegram. She has big plans to lure the quintet of imitators into her act when she opens at the Beverly-Wilshire in November. She thinks the compliment they paid her by putting on the imitation is the highlight of her career. ‘I’ll never top that,’ she said. ‘There is nothing that can happen from now on that will give me such a thrill.’” The very same day, *The Hollywood Reporter* announced, “Danny Kaye has promised Kay Thompson to do his routine of her for her when she opens locally at the Beverly-Wilshire.” Only King George VI of England could have prevented this ultimate dueling match between Kaye and Kay—and inadvertently, the monarch did just that. “Marking the first time that an American star has been invited to appear at the traditional Royal Command Variety Performance in London,” noted *The Hollywood Reporter*, “Danny Kaye yesterday received a cable asking him to star in the big benefit show at the Palladium on the night of November 1, 1948. The shooting schedule of Kaye’s current film, *Happy Times* [later released as *The Inspector General*], was ordered revised and halted by Jack L. Warner to permit Kaye to accept the honor.” According to Louella Parsons, Danny asked Kay Thompson to come with him to London to direct the routine he would perform for the King, but when Kay’s gig at the Roxy got extended, she was contractually obliged to stay put. Instead, on his way to England, Danny made a point of stopping off in New York to give Kay a private preview of his act and ask her advice. Afterwards, Kaye and Kay grabbed dinner together at the Stork Club—an irresistible photo op that made all the papers. Fully Thompsonized, Danny hopped a plane to cross the pond where he performed at the Royal Command Variety Show at the Palladium, followed by a record-breaking gig at the Palladium. Since Kay Thompson was not yet known in England, Kaye did not put his Thompson drag routine into his act. However, according to *Screenland* columnist Cobina Wright, when Danny returned to Hollywood, he was persuaded to give his “absolutely final farewell impersonation of Kay Thompson” at a party thrown by Betty Hutton and her husband Ted Briskin in their Brentwood home, with Danny Kaye and wife Sylvia Fine as guests of honor. Cobina Wright added: “Both Betty and Danny reviewed for their guests, after dinner, the acts

they did in London’s Palladium. [Betty had also recently performed there.] Of course, both of them broke all English records, but not the one for laughs we had in Betty’s house. The climax came when Danny did his impersonation of Kay Thompson, the song and dance satirist who has recently taken the country by storm. Danny put on her makeup and went through the whole act, excusing himself only for a moment before the final number. This closing bit was so good that Van Heflin and Walter Pidgeon both exclaimed, ‘Why that’s better than Kay herself!’ The laugh came when, a few minutes later, they found out that it was Kay–herself–and that Danny had fixed it for her to go on for him, while the incorrigible Kaye slipped into Betty’s dining room and was standing there howling himself!” *Hollywood Reporter*, 10/15/1948, 10/18/1948, 10/19/1948, 10/26/1948; *Daily Variety*, 10/18/1948, 10/19/1948, 10/25/1948, 10/26/1948; *Photoplay*, 1/1949; *Modern Screen*, 2/1949; *Movie Story*, 1/1949; *Screenland*, 3/1949; *Silver Screen*, 2/1949; *Los Angeles Times*, 10/17/1948, 10/18/1948, 10/22/1948, 10/25/1948; *Middletown Times Herald* (Middletown, New York), 10/20/1948; Granger, Farley, with Robert Calhoun. *Include Me Out: My Life from Goldwyn to Broadway*. New York: St. Martin’s Press, 2007, page 136; Gottfried, Martin. *Nobody’s Fool: The Lives of Danny Kaye*. New York: Simon & Schuster, 1994, page 168; Gottfried, Martin. *In Person: The Great Entertainers*. New York: Abrams, 1985, page 169. Photographs of Danny Kaye dining with Kay Thompson at the Stork Club were released on November 2, 1948, and carried in various newspapers around the country. The credit on the back of the photos reads: Stork Club Publicity Department, 3 East 53rd Street, New York 22, NY, Barbara Schick, Publicist. The caption reads: “Kay Thompson, song comedienne, who with the Williams Brothers created such a furor in café history in the last year, exchanged routines with Danny Kaye, screen and stage comedian, in the Cub Room of Sherman Billingsley’s Stork Club... Kay is now appearing on stage at the Roxy Theatre while Danny’s latest picture, *A Song Is Born*, is at a Broadway theater, too.”

169 “*probably the greatest bit*”: *Hollywood Reporter*, 10/18/1948.

169 “[*Danny’s*] *resemblance was so striking*”: Gottfried, Martin. *Nobody’s Fool: The Lives of Danny Kaye*. New York: Simon & Schuster, 1994, page 168.

169 “*Kay Thompson telephoned*”: *Daily Variety*, 10/18/1948, 10/19/1948, and 10/26/1948.

169 *two repeat performances*: *Daily Variety*, 10/19/1948.

169 “*Why that’s better*”: *Screenland*, 3/1949.

169 *an irresistible photo op that made*: Photographs of Danny Kaye dining with Kay Thompson at the Stork Club were released on November 2, 1948, and carried in various newspapers around the country. The credit on the back of the photos reads: “Stork Club Publicity Department, 3 East 53rd Street, New York 22, NY, Barbara Schick, Publicist.” The caption reads: “Kay Thompson, song comedienne, who with the Williams Brothers created such a furor in café history in the last year, exchanged routines with Danny Kaye, screen and stage comedian, in the Cub Room of Sherman Billingsley’s Stork Club ... Kay

is now appearing on stage at the Roxy Theatre while Danny's latest picture, *A Song is Born*, is at a Broadway theater, too."

169 next Joan Crawford movie: With *The Inspector General* (Warner Brothers, 1949; shot under the working title *Happy Times*) on hiatus so Danny Kaye could perform at the Royal Command Variety Show in London, the film's producer, Jerry Wald, came to New York on a mission to snare the services of Kay Thompson (who, with the Williams Brothers, was currently performing a gig at the Roxy). On November 10, 1948, the front page headline of *Daily Variety* proclaimed: JERRY WALD BIDS FOR KAY THOMPSON ACT. "Jerry Wald has been huddling with Kay Thompson and the Williams Brothers regarding act making its screen debut in a forthcoming musical grounded in Gotham and starring Joan Crawford, which the Warner producer is now preparing." Wald promptly checked himself into the Hampshire House, the very same hotel where Kay and the boys were holed up during their Roxy engagement. Of course, Jerry was already a member of Kay's extended family via his wife, Connie, who was her agent Barron Polan's sister. Jerry even had an intimate relationship with Eloise; he carried on conversations with her using his own alter-ego, Pee Wee. With dozens of A-list producing credits—including the current Humphrey Bogart-Lauren Bacall hit *Key Largo* (Warner Brothers, 1948)—Jerry Wald was to Warner Brothers what Arthur Freed was to MGM musicals. Wald was also Joan Crawford's producer-of-choice at the studio on such classics as *Mildred Pierce* (Warner Brothers, 1945) and *Humoresque* (Warner Brothers, 1946). That November of 1948, Jerry was actively developing another vehicle for Crawford variously referred to as *The Broadway Story*, *Broadway Revisited* or, simply, *Broadway*. In *Daily Variety*, Florabel Muir reported: "Jerry Wald went into huddles with writers Henry and Phoebe Ephron as soon as he arrived here [in New York] on the documentary form of musical which will be the next Joan Crawford starrer. The film, as yet untitled, will depict the attempts of an old-time actress to stage a comeback and all the realistic action attendant on getting a musical set for an opening on Broadway will be shown. Wald is negotiating with Kay Thompson and the Williams Brothers for an important part in the picture. Joan will be in New York in about two weeks for conferences on the story." Columnist Radie Harris noted: "The first night of Jerry Wald's arrival here [in New York], he picked up the phone in his Hampshire House suite and long distanced Steve Trilling [head of production at Warner Brothers, second in command under Jack L. Warner]. 'What are you doing?' Steve wanted to know. 'I'm here with Phoebe and Henry Ephron. We're working on *The Broadway Story*.' 'Working, at 12:30 on your first night in New York? You must be crazy!' retorted Steve. 'Just a minute. I'll put Henry on,' said Jerry. And while Steve talked to Henry, Gene Kelly, Ethel Merman, Anatole Litvak, Dorothy and Ray Massey, Betsy Blair, Kay Thompson, Betty Comden, Adolph Green, Bob Levitt, Phyllis and Bennet Cerf, Elizabeth Englis, Graham Wahn, Craig Kelly and all the other guests at Barron Polan's party for Jerry and his frau, Connie, were making merry in the next room! Jerry remains East until Danny Kaye returns from his sensational London triumph. During his two weeks here, Jerry will *actually* be working with the Ephrons, developing the story line for a cavalcade of Broadway as Joan Crawford's next starrer, and scouting authentic exteriors to be shot here." Unfortunately, the project proceeded at a snail's pace. It was still on the boards as "in development" in May 1950. The very next month, however, Jerry Wald parted ways with Warner Brothers, effectively bringing down the curtain on *Broadway Story* before it ever got on the boards. *Daily Variety*,

5/22/1948, 11/4/1948; 11/5/1948, 11/10/1948; and, the author's interview with Connie Polan Wald.

170 "KAY THOMPSON in MANHATTAN MERRY-GO-ROUND": *Syracuse Herald-Journal* (Syracuse, New York), 11/24/1948.

170 *Kay was the guest of honor*: To celebrate her return to Los Angeles and her upcoming opening at the Beverly-Wilshire, not to mention her birthday (on November 9, 1948, she turned 39), Kay Thompson was the guest of honor at a soirée thrown by Arnold and Carlotta Kirkeby on November 13, 1948. The intimate gathering was a formal sit-down dinner party for three-hundred that Hedda Hopper described as a "super-colossal, magnificent clambake." It was a hell of a photo-op, too. Kay was escorted by Jack Benny, hot from his Williams Brother impersonation at the Press Photographer's and Friars Club benefits. Guests included Clark Gable with Iris Bynum, Dick Powell with June Allyson, Esther Williams with Ben Gage, Peter Lawford with Molly Dunn, George Sanders with fiancée Zsa Zsa Gabor, John Lindsay with fiancée Diana Lynn, the Jean Hersholts, Mike Romanoff, Cesar Romero, and a multitude of others. *The Hollywood Reporter* noted, "There's seldom been a party like the one the Kirkebys tossed Saturday night for Kay Thompson. There were 300 of the town's best, but Clark Gable and his Iris Bynum were by far the most photographed. Haven't the space to describe the fabulous Kirkeby mansion here, but no one at the party ever saw a place like it anywhere. It's a beautifully decorated Boulder Dam minus Lake Mead." Louella Parsons wrote: "I doubt that Hollywood has ever seen a party to compare with the one given by Mr. and Mrs. Arnold Kirkeby in honor of Kay Thompson. We speak of mansions lightly, but this one, believe me, is a castle such as you might find only in Europe. The entrance to the garden is via subterranean passage, but when you arrive there, you come upon trees covered with gardenias in a setting of tables bedecked with orchids, all of which created a beautiful mood for all of the lovely women in their chic evening gowns. What a welcome for Kay, who only a few years ago had not even started to be known!" Hedda Hopper added: "I asked Kay Thompson how you get from a Culver City sound stage to a palace in one short leap. She said, 'You've got to have long legs, a face like mine, the Williams brothers and Bob Alton.'" Though Kay often gave credit where credit was due, there were other times when she slighted those closest to her, inadvertently or otherwise. Columnist Dorothy Kilgallen reported: "Relations between Kay Thompson and the wives of a couple of the Williams Brothers are strained, to say the least. Kay failed to invite the ladies to her party in honor of the act—although almost everyone else in Hollywood got a bid." After that little contretemps was smoothed over, it was back to business. Redecoration of the Florentine Room at the Beverly-Wilshire was completed and, with expanded seating for 400, the venue was re-christened the Mayfair Room, named after Kirkeby's nightclub in the Blackstone Hotel in Chicago. To be backed by Hal Sandack and His Orchestra, Kay and her boys would dash through two exhaustive shows nightly at 9:30 and 11:45. Charlie Morrison, owner of the Mocambo, as a follow-up to his ad campaign from last year about how Kay Thompson was taking all his business away, placed a full-page ad in the November 16 *Hollywood Reporter* announcing his Mocambo act, Gene Baylos, with a large banner across the bottom that read: "Good Luck... Kay Thompson." A columnist in the same issue predicted, "If the famous Beverly Hills traffic tickets take a sharp drop tomorrow night throughout that village, it'll be because the

police department will probably have its hands full with the Kay Thompson opening at the Beverly-Wilshire.” With gale force, Kay Thompson and the Williams Brothers stormed the new Mayfair Room on Wednesday, November 17, 1948, to an SRO crowd that rivaled Oscar night. In *Modern Screen*, Louella Parsons wrote, “I wish the people who claim that movie stars are dodging night spots could have seen the turn-out for Kay. Such stay-at-homes as the Ronald Colmans and the Fred Astaires were at ringside seats apparently having the times of their lives. It was very funny when Kay got up to sing at her opening—we all thought it was Danny Kaye. He had given such a good imitation of her at the Photographers Ball.” Although Danny couldn’t make it, all four of his faux Williams Brothers were there: Jack Benny, Jack Carson, Van Johnson (with wife Evie), and George Burns (with Gracie Allen). Also making the scene were Clark Gable with Iris Bynum, Merle Oberon with lawyer Greg Bautzer (his main squeeze, Joan Crawford, was at home recuperating from “a spell of nervous exhaustion”; Bautzer would later be the model for the lawyer in Kay Thompson’s *Eloise*), Claudette Colbert and husband Dr. Joel Pressman, Ava Gardner with Howard Duff, Peter Lawford with both composer Elizabeth Firestone and Nora Flynn (newly separated from Errol Flynn), Dick Powell with June Allyson, Ginger Rogers, Ann Miller, Vera-Ellen, Shirley Temple with husband John Agar, Randolph Scott, Arlene Dahl with Harry Cushing, Loraine Day and her professional baseball player husband Leo Durocher, Jane Nigh with Disney animation director Samuel Armstrong, producer Victor M. Orsatti with future wife and future April 1957 *Playboy* centerfold Pat Van Iver (aka Dolores Donlon), Johnny Green, Spike Jones, Rory Calhoun, Bebe Daniels, Louis B. Mayer with wife Lorena Danker and daughter Edith with her husband producer William Goetze, Arthur Freed, Roger Edens, Bob Alton, Don Loper, Mervyn LeRoy, Charles Vidor and Jennings Lang, plus agents Wynn Rocamora, George “Rosy” Rosenberg and Barron Polan. The assemblage was so spectacular that *Silver Screen* published ten pages of pictures commemorating the event. All was not well in paradise, however. Although columnist Herb Stein declared in *The Hollywood Reporter* that Kay’s act was “utterly brilliant” and would “break all records with the Kay-O wallop,” he also carped that the opening was “the most poorly handled premiere of a star attraction to hit this town. Kirkeby must have gone out of his way to make guests, press and competitor co-good wishers miserable. Get there at six—you may run into your entrée at ten.” It was not just the service that was bad. A review in the same trade paper noted, “Kay’s only handicap was the new \$200,000 Mayfair room that needed all the sizzle of the group to counter the chilly atmosphere of the Paul Williams (no brother) designed room. But no room can stop Kay and the Four Bills and numbers like ‘Relax Heavenly Days,’ ‘Madame,’ ‘Jubilee,’ ‘Broadway Street of Dreams,’ and the ever wonderful ‘Suzette.’ From the moment the famous ‘Hello, Hello, Hello’ number came on, the quintet sailed through a solid hour of terrific entertainment that left the audience screaming for more and left Kay looking as though she had finished the mile run for dear old Yale.” In *Daily Variety*, Florabel Muir expressed similar concerns: “Kay Thompson is back and Arnold Kirkeby’s got her but some of her fans weren’t so happy with her show as they had expected to be. They were sitting too far back in the Beverly-Wilshire’s new Mayfair room and couldn’t hear a word the gal and the four Williams Brothers were singing. Something will have to be done about the acoustics and of course whoever arranged the seating should have taken care to see that Kay’s cheerleaders were deployed advantageously. Some of them were frank in saying they didn’t think the act went over as well as it did in *Ciro’s* and of course that will be sweet music to the ears of

Herman Hover who is loudly proclaiming that the little girl did him wrong in not coming back to the spot where she first hit the jackpot.” Despite the disappointment, Muir admitted, “The redecorated Mayfair room is really beautiful. Done up in soft pink and green with black and gold an air of great distinction has been achieved. It’s also very elegant to be able to dine with silver and good table linen again.” Despite the fact that critics unanimously praised Kay’s act, the club itself was raining on her parade. Understandably, Kay was fit to be tied and was not shy in reading Arnold Kirkeby the riot act. “Kay Thompson and Arnold Kirkeby had their ‘session’ yesterday,” Herb Stein dished, “and from here out the room will be run her way—more intimate and better service.” A few days later, Stein followed-up that “the new sound equipment is a tremendous help—thanks to Kay and a good sound engineer.” Subsequent audiences during the run included such fans as Judy Garland and Vincente Minnelli, Joan Crawford with Otto Preminger (who would later direct Kay in *Tell Me That You Love Me, Junie Moon*), Frank Sinatra, Bing Crosby, Humphrey Bogart and Lauren Bacall, Ronald Reagan, Sylvia Sidney and Carlton Alsup, Orson Welles, Ingrid Bergman and Dr. Petter Lindström, William Powell, Gary Cooper, Jimmy Stewart, Keenan Wynn, Jane Wyman (newly divorced from Ronald Reagan) with new flame Lew Ayres (former husband of Ginger Rogers), Robert Young, Deanna Durbin, Don Ameche, Janet Leigh, Donna Reed, the Andrews Sisters, Buddy Rogers, Margaret Whiting, etc. Regularly returning fans included Clark Gable, Ava Gardner, Jack Benny, Ginger Rogers and Peter Lawford. Rita Hayworth came twice with Prince Aly Khan and said, “We’re amazed at Kay’s vitality and think the show is worth a bottle of vitamin pills.” Kay had been a friend of Rita ever since they met in October 1939 on the set of *Music in My Heart* (Columbia, 1940), and had become even closer when Rita married Orson Welles in 1943. At the height of their marriages, the Welles and the Spiers were four peas in a pod; when Rita gave birth to Rebecca Welles in 1945, Kay served as a defacto aunt. But like Kay’s, Rita’s marriage would not last. On December 1, 1948, during Kay’s run at the Beverly-Wilshire, Rita’s divorce from Orson became final. It was around this time that Rita began making her first public appearances with Prince Aly Khan, 37, a fabulously wealthy Muslim playboy who, during his lifetime, was romantically linked with Judy Garland, Gene Tierney, Simone Simon, Zsa Zsa Gabor, Joan Fontaine, Yvonne de Carlo, Kim Novak, and many others. A descendent of the Prophet Mohammed, Prince Aly Khan was the son of Aga Khan, leader of 15,000,000 Asian and African Ismaili Muslims and founder of the All India Muslim League. Aly’s courtship with Rita Hayworth was fast and scandalous. On May 27, 1949, a two-month pregnant Rita married the Prince, becoming Hollywood’s first official Princess, years before Grace Kelly took the royal plunge with Prince Rainier of Monaco. Their daughter, Princess Yasmin Khan, was born December 28, 1949, but the marriage only lasted until April 1953. While Rita returned to Hollywood to resume her movie career, the Prince went on to become Pakistan’s representative at the United Nations in 1958 and, soon thereafter, was named Vice President of the United Nations General Assembly. His term was tragically cut short when he was killed in a car accident on May 12, 1960. In December 1948, Kay was at the top of her game. In a town prone to crave the next big thing, Kay’s act remained as “must-see” as it had been a year earlier, if not more so. At that particular moment in time, Kay’s primo pecking order-of-importance in Hollywood was demonstrated by the fact that the *Los Angeles Times* arbitrarily gave her top billing when announcing the line-up for an upcoming charity event: “Man of the Year, Darryl F. Zanuck by B’nai B’rith

Beverly Hills Lodge to be held Dec. 13 at the Biltmore Bowl will have guests including Kay Thompson, Frank Sinatra, Danny Kaye, Jack Benny, Al Jolson, Danny Thomas, Betty Hutton, Carmen Miranda, Tony Martin, Dinah Shore, Eddie Cantor, etc.” The Kay Thompson-Williams Brothers gig at the Beverly-Wilshire Mayfair Room finally ended on January 11, 1949. According to *The Hollywood Reporter*, even though the engagement was SRO throughout its extended run, it nevertheless ended “deep in the red.” The runaway expenses of redecorating, the new sound system, etc., had outweighed the massive turnout. “Arnold Kirkeby, with no suitable act to follow, will switch to a straight dining-dancing policy with Hal Sandack’s orchestra. Prices, natch, will tilt downward.” However, there were not enough diners and dancers to keep the Mayfair Room afloat. By January 19, 1949, its doors were shut due to “lack of business.” In *The Hollywood Reporter*, Herb Stein noted: “Looks like no dice for any entertainment in Kirkeby’s Mayfair Room at the Beverly-Wilshire. They’ll stick to a straight policy of private parties. If Kay Thompson couldn’t make it pay, no one can.” *Los Angeles Times*, 11/17/1948 and 11/21/1948; *Hollywood Reporter*, 11/15/1948, 11/16/1948, 11/18/1948, 11/19/1948, 11/23/1948, 11/29/1948, 1/10/1949, 1/11/1949, 3/23/1949; *Daily Variety*, 11/19/1948 and 1/21/1949; *Modern Screen*, 2/1949; *Silver Screen*, 3/1949; *Los Angeles Times*, 11/17/1948; *Los Angeles Examiner*, 11/17/1948 and 11/19/1948; *Oneonta Star* (Oneonta, New York), 2/18/1949; and, press releases from Evelyn S. Nelson of the Beverly-Wilshire Publicity Department, 11/17/1948 and 12/1948.

170 “*I asked Kay Thompson how*”: Ibid.

170 “*When Kay got up to sing*”: *Modern Screen*, 2/1949.

170 “*with a Kay-O wallop*”: *Hollywood Reporter*, 11/18/1948 and 11/19/1948; *Los Angeles Examiner*, 11/19/1948; *Daily Variety*, 11/19/1948; *Silver Screen*, 3/1949; press release dated 11/17/1948 from Evelyn S. Nelson of the Beverly-Wilshire Publicity Department.

170 “*What a story Kay’s sensational*”: *Los Angeles Examiner*, 12/23/1948.

170 *hilarious new song*: On *Louella Parson’s Woodbury Journal* (ABC Radio, December 26, 1948), Kay Thompson and the Williams Brothers debuted “Don’t Tell Louella” (Kay Thompson-Bob Alton) with the following lyrics:

“Don’t Tell Louella”

Music by Kay Thompson

Lyrics by Kay Thompson and Bob Alton

KAY: **There’s a lady named Louella Parsons.
Reports the news on the Gables and the Garsons.**

BROS: **The RKOs and the MGMs.
The movie stars and their stolen gems.**

KAY: **She’s as wise as an owl.
And as sharp as a fox.**

**Ooooh, Louella, how I'd like to be
Your stand-in and stand-on
Your Wood-wood-woodbury Soap box
May I, Louella?**

BROS: Go ahead, Kay.

KAY: Hey, we got some news.

**BROS: Buzz, buzz, buzz.
Hey, listen, fella.**

**KAY: Afternoon at half-past two
Melissa Malarky said, 'I do.'**

**BROS: To the Duke Duck,
Duck Pond, Idahuuuuu**

KAY: Shhh! Don't tell Louella.

BROS: Oh, Louella!

KAY: We got some news.

**BROS: Buzz, buzz, buzz.
Hey, listen, fella.**

**KAY: One year later at half past two
The Duchess of Duck Pond
What did she do?**

**BROS: Gave birth to a boy
Back in Idahuuuuu**

KAY: Shhh! Don't tell Louella.

**KAY/BROS: Buzz, buzz, buzzin'.
All around.
Scoop, scoop, scoopin'
All over town.**

BROS: We know news.

KAY: And we know, too.

KAY/BROS: Who goes where and when with who.

- KAY:** Hey, we got the news.
- BROS:** Buzz, buzz, buzz.
Hey, listen, fella.
- KAY:** Two years later at half-past two
Melissa Malarky to Reno flew
With no remorse.
- BROS:** No remorse!
- KAY:** She got a divorce.
- BROS:** She got a divorce!
- KAY/BROS:** From the Duke Duck,
Duck Pond, Idahuuuu
- KAY:** But don't tell Louella
- BROS:** Louella? We never tell Louella.
- KAY/BROS:** Hats on Louella.
We love you madly.
And thank you gladly
For all the pretty words
Louella O. Parsons
- KAY:** Hey, we got some news.
- BROS:** Buzz, buzz, buzz.
Hey, listen, fella.
- KAY:** Oh, you're chock full of Christmas cheer.
Let me borrow your Christmas ear.
- BROS:** 1949'll soon be here.
- KAY/BROS:** Happy New Year!
Happy New Year to you.
Everybody happy New Year
Everybody happy New Year
Everybody happy New Year
Everybody...
Don't tell Louella.
Shhh!

170 *added it to their nightclub: Hollywood Reporter, 12/21/1948; Los Angeles Examiner, 12/30/1948.*

170 *interest was heating up: Portland Press Herald (Portland, Maine), 5/19/1948.* When contacted in 2005, Sidney Sheldon verified writing a treatment for Kay Thompson and the Williams Brothers but could not remember any specifics of what it was about.

171 *“the Technicolor test”*: *Los Angeles Times, 1/26/1949.* Sadly, according to MGM archivist George Feltenstein, the screen test of Kay Thompson and the Williams Brothers was not preserved for posterity.

171 *third gig in Miami*: “The first Copa night club [in Miami] was built in the 1930s and burned [June 7,] 1948,” recalled developer-contractor Jerome J. “Jerry” Cohen. “On the same site, we built the second Copa for club owner Murray Weinger, who named it Copa City.” The newly reconstructed Copa City re-opened on December 23, 1948. The state-of-the-art complex was designed by celebrated visionary Norman Bel Geddes (1893-1958) who created the model of “The City of the Future” for General Motors’ Futurama exhibit at the 1939 World’s Fair. [Norman’s daughter, Barbara Bel Geddes, would later become the well-known actress in such films as Alfred Hitchcock’s *Vertigo* (Paramount, 1958) and CBS-TV’s long running series *Dallas* (for which she won an Emmy in 1980).] The new Copa City was described as “not just a night club. It’s a city, of shops, barber shops, you name it.” It was also a “financial horror” to go there, “where it takes \$20 to buy a steak or two.” The opening attraction was Milton Berle but, due to his television series commitment in New York, he could only headline for three nights, receiving an out-of-this-world fee of \$12,000. A month later, Kay Thompson and the Williams Brothers took over the Copa City starting January 24, 1949, backed by Sammy Kaye and His Orchestra, and preceded by two warm-up acts: the husband-and-wife comedy team Peter Lind Hayes and Mary Healy, plus Jack Cole and His Dancers. Although Peter Lind Hayes and Mary Healy would star together in such films as Dr. Seuss’ *The 5,000 Fingers of Dr. T* (Columbia, 1953), they were mainly known as convivial radio and television personalities, often appearing as headliners on the nightclub circuit, including a July 1949 gig at the Cocoanut Grove in Los Angeles where they were billed as “Mr. & Mrs. Show Business... the most mirth-quaking married couple in the entertainment world!” A few years before Jack Cole became a top movie choreographer (*Gentlemen Prefer Blondes, There’s No Business Like Show Business, Kismet*) and later won the 1966 Tony Award as Best Choreographer for *Man of La Mancha*, he led an exotic modern ballet troupe that first played New York’s Rainbow Room in 1939 and subsequently toured the nightclub circuit. In 1949, Cole’s line-up consisted of six dancers. Troupe member George Martin recalled, “There were three girls and three men. My wife Ethel [Martin], Gwen Verdon and Nita Bieber, and the men were myself, Buzz Miller and Harry Day. Buzz and I had done *Magdalena* for Jack In New York. Gwen and I were Jack’s assistants on *Magdalena*; we didn’t dance in the show. Buzz danced in it. It opened on the West Coast before going to Broadway.” Gwen Verdon would go on to win three Tony Awards on Broadway and marry Bob Fosse. George Martin and Buzz Miller would later join Kay Thompson’s act as her post-Williams Brothers backups—and, shortly thereafter, Buzz would become the Jerome Robbins’ long-term lover. Jack Cole and His Dancers had previously served as a warm-up act for Lena Horne at Slapsy Maxie’s in Los Angeles.

“All the MGM group came to see that show,” George Martin recalled. “Gene Kelly, Van Johnson, Arthur Laurents, Judy Garland, Kay Thompson, Roger Edens, that whole group would come to see us at Slapsy Maxie’s, stand in the back and scream and holler.” When the troupe became Kay’s warm-up act at Copa City in Miami, however, screaming and hollering from the audience did not sit well with the star of the bill. She could not handle the competition. Comics did not seem to pose much of a threat, but in the case of Jack Cole and His Dancers, Kay was feeling the heat. In *The Hollywood Reporter*, Herb Stein noted: “Dorothy Kilgallen reports Miami is buzzing about the feud between Kay Thompson and Jack Cole. They’ve both been playing Copa City and when Kay found it tough to follow Cole’s dynamic act (the applause) she ordered the management to have him eliminate his jazz number because ‘it wasn’t part of his East Indian routine.’” Jack Cole was no easy pushover, however. Writer Martin Gottfried noted that Cole was a homosexual infamous for his “meanness” to the point being “sadistic.” But, as Kay gained more power and clout, she managed to get away with an increasing number of petulant demands, an unbecoming trait that reared its ugly head all too often. And once she had been elevated to a deified pedestal, it was nearly impossible to knock her down a peg or two. Cole, like many others to follow, would endure the wrath of Kay and would be forced to acquiesce to her authority. Despite the bloodthirsty implication that fur was flying, however, the contretemps apparently got worked out behind closed doors in a civilized manner. In fact, George Martin of Cole’s troupe had no memory of a showdown at all: “If there was a feud, we never heard about it.” Nevertheless, Kay was never shy about using her sharp tongue. “Over at Kay Thompson’s undressing room last night,” explained Walter Winchell in his February 4, 1949, column, “she introduced Ilse Bay (the Viennese actress) to a Stage-Door-Yawny, who went right into his well-known act. He kissed her lit-tul hand and gooded: ‘What kind of diamond bracelets do you like, honey?’ ‘Wide ones!’ cracked Kay.” The startling architectural design of Copa City was as much of a draw as the headliners. “I’ve never seen a nightclub like it,” raved Ray Charles, the white singer-arranger (not to be confused with the African-American blues singer). “It was like a movie set with multiple levels. And then out came Kay Thompson and the Williams Brothers and I guess I sat there for an hour with my mouth open. The greatest act ever. I had never seen nor heard anything like it. It was just magnificent. To this day, there hasn’t been an act like it.” Ray would later sing backup on Kay’s 1954 album and frequently work with her on television programs. Even with record numbers of people crowding into the new Copa City, Murray Weinger was netting very little money after Kay’s huge guarantee and percentage. “Weinger failed to pay his construction bills,” recalled contractor Jerry Cohen, “so we foreclosed on a mechanic’s lien and took title to the building.” Though he could no longer claim to be the owner, Weinger stayed on to manage the place with Ned Schuyler. *Hollywood Reporter*, 1/17/1949, 2/4/1949, 7/29/1949 (from an advertisement for Peter Lind Hayes and Mary Healy at the Cocoonut Grove); *Syracuse Herald-Journal* (Syracuse, New York), 12/21/1948; *Mansfield News-Journal* (Mansfield, Ohio), 2/18/1949; *Zanesville Signal* (Zanesville, Ohio), 2/4/1949; Gottfried, Martin. *Nobody’s Fool: The Lives of Danny Kaye*. New York: Simon & Schuster, 1994. Page 167; from the article “Jerome J. ‘Jerry’ Cohen: Timeshare Contrarian” by Rosalie E. Leposky, published in *The Resort Trades*, 1/2000; posted on www.ampersandcom.com/ampersandcommunications/JeromeCohen.htm; and from the author’s interviews with George Martin and Ray Charles.

171 *Jack Cole and His Dancers: Hollywood Reporter*, 1/17/1949.

171 “*Miami is buzzing*”: *Hollywood Reporter*, 2/4/1949.

171 *Jamaica pied-à-terre*: While Kay was performing at Copa City in Miami (1/24/1949-2/20/1949), Noël Coward, 49, came to see her on his way to Jamaica, his new “second home.” Noël was friends of Errol Flynn and Ian Fleming, both of whom had homes in Jamaica that he often visited. Coward’s house in Kent, England, went by the name “Goldenhurst,” so with sarcastic affection, Coward christened Fleming’s Jamaican residence “Goldeneye,” an abbreviated version of “Golden Eye, Nose and Throat,” because he felt the home had “all the discomforts of a bad hospital.” The name stuck. “Goldeneye” became the title of one of Fleming’s James Bond novels, later made into a movie of the same name starring Pierce Brosnan as Agent 007. In 1948, while renting Fleming’s home for a visit, Coward purchased property ten miles away and built a house which he named “Blue Harbour.” Upon its completion in January 1949, the two-story villa boasted a salt-water swimming pool and a staff that included a maid, chauffeur and gardeners. To see the end result, Coward went there on February 3, 1949, insisting that Kay Thompson join him the moment her Copa City gig was over. “When Coward received a cable at his Jamaica home that Miss Thompson would be coming,” reported columnist Leonard Lyon, “he immediately ordered a second piano. It had to be transported across the island, lifted to his mountain-top house, and was being installed at the very moment Coward received another cable from her saying she’d cancelled her trip.” Luckily, it turned out to be only a temporary delay because, as usual, Kay’s Miami gig had been held over due to popular demand. When Kay finally crossed the threshold of “Blue Harbour,” she became the first official visitor to Noël’s new Jamaican paradise—followed, in the years to come, by boatloads of luminaries including Laurence Olivier, Vivien Leigh, Marlene Dietrich, Katharine Hepburn, Beatrice Lillie, Claudette Colbert, John Gielgud, David Niven, Alec Guinness, even Queen Elizabeth. Though Kay pretended to enjoy the tropical setting, she later admitted to Rex Reed that “heat, Caribbean islands, suntans, flies, mosquitoes and wasps (living or dead)” were high on the list of things she “detests.” What she *really* loved was frolicking with Noël indoors—shaded from the sun and screened from insects. “Kay was a wonderful musician, a great talent,” noted Paul Methuen, friend of Noël Coward and future cabaret partner of Kay Thompson. “That’s why Noël liked her so much. Whenever she stayed with him in Jamaica, their great fun was to play two pianos together.” According to Walter Winchell, Thompson’s Jamaican retreat inspired her to write a buoyant new love song entitled “(The Birds Are Talkin’) ’Bout You ’n Me”—inspired by the gossip over her clandestine relationship with Andy Williams. Lyrics like, “The breeze is whisperin’ tonight, ’bout you ’n me, bein’ in love,” left little room for misinterpretation. The charming, easy-going spirit of the ditty was Kay at her most cheerful—and head-over-heels in love. Not only would she record the song in June 1949 and include it in her act, but, lest anyone miss the point, when Andy embarked on his solo singing career (debuting at the Blue Angel in New York in the fall of 1949), he performed the song, too. After a week or two at Blue Harbour, Kay was joined by another houseguest, writer Leonard Spigelgass. Leonard had just co-written the screenplay to Howard Hawks’ *I Was a Male War Bride* (Twentieth Century-Fox, 1949) starring Cary Grant, which was still in production at the time; his later credits would include *Silk Stockings* (MGM, 1957) and *Gypsy* (Warner Brothers,

1962). Spigelgass would also serve as the President of the Writers Guild and be the lead scribe on eleven Academy Awards presentations. Both “confirmed bachelors,” Spigelgass and Coward had become what columnist Herb Stein described as “great chums.” In *Rodgers & Hart: Bewitched, Bothered and Bedeviled*, Spigelgass was quoted thusly: “Homosexuality in that period had two levels: one, it was held in major contempt, and the other was that among Larry Hart’s kind it was the most exclusive club in New York. That’s terribly important to realize—that it was a club into which you couldn’t get... I mean, no ordinary certified public accountant could get in the Larry Hart, Cole Porter, George Cukor world. That was *the* world. That was W. Somerset Maugham. That was Cole Porter. That was Noël Coward. That was *it* if you were into that, and I remember those houses on 55th Street, with the butlers and carryings-on... You were the king of the golden river! That was it! In spite of the attitude towards homosexuality in those days. On the one hand you said, ‘They are homosexual—oh, my, isn’t that terrible!’ On the other hand you said, ‘My God, the other night I was at dinner with Cole Porter!’ Immediate reaction: ‘Jesus Christ, what did he have on? What was he wearing? What did he say? *Were* you at that party? Were you at one of those Sunday brunches?’ So you had this ambivalence.” Both Spigelgass and Thompson counted themselves lucky to be among the select and trusted members of that exclusive club. And, it was during this Jamaican getaway that Kay became friends with Leonard, a meeting that eventually resulted in his assignment to write the teleplay for the *Playhouse 90* production of “Kay Thompson’s Eloise” (CBS-TV, November 22, 1956). Kay nicknamed him Leonardo Da Spigelgass. In 1950, Noël Coward bought an additional cottage in a more secluded area of Jamaica. It was called “Lookout” because it was situated on a cliff and had once belonged to the infamous pirate Sir Henry Morgan, who also served as a corrupt governor of Jamaica. He had “Lookout” refurbished by December 1950 and used the place as a private retreat to get away from the hubbub and guests staying at his main home. In 1955, Coward rebuilt “Lookout” completely and rechristened it “Firefly Hill” because of the little glowing insects to be seen on the property. He frequently talked about giving up “Blue Harbour,” which would have left “Firefly” as his exclusive Jamaican home. But according to his diaries, as of 1969, he still owned both houses. Coward died in 1973 at the age of 74 at “Firefly” and was buried there on his favorite spot. *Hollywood Reporter*, 3/1/1949, 3/30/1949; *Syracuse Herald-Journal* (Syracuse, New York), 3/31/1949; *Times Recorder* (Zanesville, Ohio), 2/22/1949; *Evening Standard* (Uniontown, PA), 12/6/1957; *Harper’s Bazaar*, 11/1972; Coward, Noel, edited by Graham Payn and Sheridan Morley. *The Noel Coward Diaries*. London: Phoenix Press, 1982, page 107; Marx, Samuel and Jan Clayton. *Rodgers & Hart: Bewitched, Bothered and Bedeviled*. New York: G. P. Putnam’s Sons, 1976, pages 237-238; and the author’s interviews with Paul Methuen and Geoffrey Johnson.

171 “heat, Caribbean islands”: *Harper’s Bazaar*, 11/1972.

171 “I only eat when”: *Abilene Reporter-News* (Abilene, Texas), 1/13/1956.

172 *Jacobson was famously known*: Sidebar on Dr. Max Jacobson: Dr. Max Jacobson (July 3, 1900-December 1, 1979) was a Jewish physician from Fordon, Germany. There, he married his first wife and, on August 8, 1931, had a son named Thomas Ernest Jacobson. In 1936, the Jacobson family immigrated to the United States. In the 1940s,

Max divorced his first wife and married Nina Hagen with whom he soon had a daughter named Jill. but he son divorced his first wife and married . Practicing out of a store-front Manhattan office at 155 East 72nd Street (between Lexington and Third Avenues), Jacobson became famously known in showbiz and high society circles as “Dr. Feelgood.” In an interview for this book, Pulitzer Prize-nominated writer C. David Heymann revealed that, while researching his No. 1 bestselling biography of Jacqueline Kennedy Onassis entitled *A Woman Named Jackie*, he had come across references linking Kay Thompson to Dr. Max Jacobson’s practice, a revelation that was subsequently confirmed by Andy Williams, Hugh Martin, Ruth Jacobson (Jacobson’s third wife), Jill Jacobson (Jacobson’s daughter with his second wife Nina), Dennis Christopher, Richard A. Lertzman, among others. Lertzman, co-author of *Dr. Feelgood: The Shocking Story of the Doctor Who Changed History by Treating and Drugging JFK, Marilyn, Elvis and other Prominent Figures*, stated: “Kay Thompson’s name is on a patient list that I got from Max Jacobson’s widow, Ruth Jacobson.” In an e-mail to the author, dated August 3, 2008, Jill Jacobson wrote: “Kay Thompson was a patient of my father and friend for many years. They went back a long time. My father was very friendly and obliging to her. But then he was that way with most of his patients.” The obliging doctor, also nicknamed “Miracle Max” and “Dr. Needles,” was administering miraculous “vitamin injections” to Kay and a slew of other devoted clients—many of whom were Thompson’s associates, such as Hugh Martin. In a 2008 interview for this book, Hugh Martin explained: “Dr. Max Jacobson was injecting all of the show business people in New York. John Murray Anderson, the great Broadway director, was one of my good friends and he was a darling old man. Around 1950, he said to me, ‘You’ve got to go see Miracle’—which was his nickname for Dr. Jacobson—‘and he will just do marvelous things for you.’ And so I went to see Dr. Jacobson.” Hugh was so enthralled by the revitalizing effects of Jacobson’s injections, he recommended the doctor to anyone who needed a pick-me-up, including a hoarse Eddie Fisher during his New York engagement at the Paramount in 1953. In his memoir, Eddie Fisher wrote: “The great songwriter, Hugh Martin—he had written many of Judy Garland’s hits—was accompanying me on piano and he said, ‘I’ve got a doctor who’ll bring your voice back just like that.’ He snapped his fingers loudly. At that point, I was willing to try anything, so Milton [Blackstone, Fisher’s publicist and manager] and I took a cab to the office of a Dr. Max Jacobson on East 72nd Street. The office looked more like a chemist’s laboratory than a doctor’s office and Max looked like—Max. Like a mad scientist, I guess.” Fisher shuddered at the memory. “When I first saw him and the thick-lensed glasses he wore, I thought he looked like Dr. Cyclops.” If Eddie feared he’d just stepped into a horror movie, then why did he stay? “The whole situation made me very uncomfortable,” Fisher admitted, “but I was too polite, and maybe too desperate, to leave. Besides, Hugh Martin told me that Max treated hundreds of very important patients.” In her published diaries, *Volume Five: 1947-1955*, renowned author Anaïs Nin observed: “Every celebrity in New York is in his waiting room. Performers whose livelihoods depend on being fit for a first night, to sing at an opera, or at a jazz concert, to speak at political meetings. It is always someone playing a major role in the life of New York.” The doctor’s legitimacy was further enhanced in November 1950 when *Reader’s Digest* published an article “by Max Jacobson, M.D.” that was read by millions. Entitled “Old Age is *Your* Problem”, the essay proclaimed that “science makes it possible for aging persons to forestall decay” and to conquer “excessive fatigue.” Citing a case history in which he reinvigorated a lethargic

70-year-old man and his sluggish 67-year-old wife, Jacobson explained that he had injected them with “medication that combined vitamins and amino acids” in conjunction with other unspecified ingredients. “Within two weeks a gratifying improvement was evident in both of them,” Max observed. “First the wife, then the husband, reported their energy had returned.” Cautiously affirming the legality of his panacea, Jacobson wrote, “I accomplished no miracle in this case. The medications I used are available to every doctor, and are increasingly used.” Though in hindsight, Eddie Fisher wished he had relied on his gut instinct, he opted instead to try Jacobson’s wondrous remedy. “What I did not know was that Max’s ‘vitamin cocktail’ was a mix of vitamins, calcium, and methamphetamine,” Fisher added, “mixed in whatever dose Max thought was appropriate. Speed.” Doris Shapiro, assistant to lyricist-librettist Alan Jay Lerner (*My Fair Lady*) and, like her boss, a regular patient of Jacobson, explained: “Max was a big bear of a man. German, vivid, wearing strong, heavy glasses, he would sit on his stool under the fluorescent light in the small treatment room and, with a syringe in his hand, study an array of vials on his counter. He would take calcium down lovingly and stick his needle into the rubber top. He would take other mysterious fluids and finally, with a sly smile, the little vial of Methedrine [a brand name for methamphetamine] that awakened the body, increased imagery, lifted the spirit, and hastened the flow of creative juices.” “Instant euphoria,” was how Truman Capote described the injections he received from Jacobson. “You feel like Superman. You’re flying. Ideas come at the speed of light. You go 72 hours straight without so much as a coffee break. You don’t need sleep, you don’t need nourishment. If it’s sex you’re after, you’ll go all night. Then you crash—it’s like falling down a well, like parachuting without a parachute. You want to hold onto something and there’s nothing out there but air. You’re going running back to East 72nd Street. You’re looking for the German mosquito, the insect with the magic pinprick. He stings you, and all at once you’re soaring again.” Eddie Fisher added: “In those days that stuff was not only legal, but nobody really knew what it was.” Hugh Martin continued: “What he did was get me hooked on amphetamines and he told me they were liquid vitamins. I never knew I was on heavy drugs for ten years, but I was. And it nearly killed me. I’m lucky to be alive.” In a 1972 interview with *The New York Times*, Jacobson defiantly swore: “Amphetamine is not an addictive drug. Heroin is. Morphine is.” Although Jacobson loosely referred to his injections as “vitamin cocktails,” most of his patients had no idea that methamphetamine was in the mix. But even for those who did know, very little had been medically established about the drug back then. That’s why Jacobson did not bother to hide what he was administering. According to Doris Shapiro, he always “took a vial down from the shelf marked ‘Meth’ and stuck a needle into it.” The day Eddie Fisher dared to ask, “What’s in this stuff?,” Jacobson barked, “Shut up. Don’t ask. Who’s the doctor here, anyway?” When observant patients noticed the label on the Methedrine vials and raised concerns about its effects, Jacobson would insist, “It’s not for kicks. Only for people who have work to do.” But most patients never asked any questions, relying on blind faith. “The results were all I cared about,” noted Fisher. Swaying confidence in his favor, Jacobson proselytized that he took the treatments, too. Shapiro recalled having to wait for her own injection while the doctor finished administering one to himself—right in front of her. “As Max’s face began to show life,” Doris wrote, “nobody moved while he absorbed the experience.” His second wife, Nina, and at least some of his nursing staff were also users of Jacobson’s “Magic Elixir.” He was a snake charmer who made people believe he was looking out for their well-being.

His golden rule, in fact, was admonishing patients in a fatherly tone that they were “forbidden to drink liquor.” Which was, no doubt, one of the central reasons why Kay Thompson abstained from alcohol. While Thompson was playing the part of the obedient teetotaler, Dr. Feelgood was getting her hooked on something much worse. “If I had known I was doing drugs, I never would have done it,” Eddie Fisher rationalized in retrospect. “Never. I was against drugs. I barely drank.” Reality check. Surely, Jacobson’s patients must have suspected they were receiving more than just vitamins. The doctor’s office was open practically 24/7, with patients flowing in and out at all hours of the day and night. And the questionable hygienic conditions of the office—and the doctor himself—would certainly have roused suspicion. Jacobson’s own nurse, Ruth Mosse, later admitted, “When he gave an injection he would just spill the contents of his medical bag on the table and rummage around amid a jumble of unmarked bottles and nameless chemicals until he found what he was looking for.” During her visits, Doris Shapiro observed: “There were broken hypodermic needles on the counter and on the floor. The wastebasket was overflowing with their wrappers.” Eddie Fisher recalled that “his fingernails were filthy, stained with chemicals.” And Mosse added that when Jacobson administered injections, the needles would splatter blood “all over his whites.” With so many patients coming and going, he rarely bothered to clean himself up. According to Shapiro, it was common to see “blood on his polo shirt and sneakers.” Nevertheless, the only thing stronger than the narcotic itself was the collective denial among Dr. Feelgood’s faithful flock. “It was medicine, wonderful medicine,” Fisher believed at the time. “And Max was a genius. Eventually I became his greatest disciple.” Hugh Martin said, “I was slightly bi-polar. I don’t get depressed anymore. But when I had bad moments, which came frequently, I’d always run to Dr. Jacobson. And, of course, the amphetamines made me feel just *fine*. Swingin’!” Hugh made the pilgrimage to East 72nd Street on a regular basis. “Jacobson’s lobby was always swarming with people,” Martin observed, “and we had to wait a long time.” Some celebrities got preferential treatment. “We were always ‘back door people,’” recalled Doris Shapiro about herself and her boss, Alan Jay Lerner. “While everybody waited, we were whisked right in.” But just like Aretha Franklin sang in her 1967 hit song, *Dr. Feelgood* (Aretha Franklin-Ted White), that man took care of everyone’s “pains and ills.” Hugh Martin recounted: “He’d pull up our arms and stick us. My arms looked a battle-scarred veteran of the war because he stuck me so many times.” In cases of public speakers and singers, Jacobson often targeted his needles directly toward their vocal chords. “Kay got methamphetamines shot right into her neck,” recalled one source who wished to remain anonymous. “She was injected when she sang.” At the age of eighteen, actress Anjelica Huston had an affair with celebrated fashion photographer Bob Richardson when she discovered his involvement. Anjelica recalled, “He’d been having a lot of problems because he was seeing this doctor called Max Jacobson, who had succeeded in hooking most of the elite social intelligentsia of New York on amphetamines. Of course, I really didn’t understand it at the time, but Bob was also manic depressive and schizophrenic.” Describing his own experiences receiving Dr. Jacobson’s methamphetamine injections, Bob Richardson told *The New York Times*, “I was black and blue from my knuckles to my shoulders. I also got shots in my foot and the back of my neck. He gave me shots in my spinal column and right between my ribs when I had a cold.” Eventually, the bubble had to burst. Hugh Martin lamented: “I had been on drugs for ten years and didn’t even realize it. But what happened after that, I mean, we all fell apart. I fell apart in London in

1960 and [ended up] in a mental hospital.” Hugh wasn’t the only one. Tennessee Williams’ brother, Dakin Williams, told *Time* that the playwright “spent three months in a mental hospital after Jacobson’s treatments.” It took Eddie Fisher thirty-seven years to kick the habit. Others never got over it—and some allegedly died as a result, including the “accidental overdose” deaths of White House photographer Mark Shaw and Jacobson’s second wife Nina (though Max was never charged with any wrongdoing). Hoodwinked by the doctor’s “revivifying” treatments, Kay Thompson would find herself in astonishing company. Before the December 4, 1972, front page investigative report in *The New York Times* would finally expose Jacobson as a high society methamphetamine pusher, his patient list allegedly included—briefly or otherwise—President John F. Kennedy and First Lady Jacqueline Bouvier Kennedy, Lee Bouvier Radziwill, Prince Stanislaw “Stash” Radziwill, Sir Winston Churchill, President Harry S. Truman, President Richard M. Nixon, Vice President Spiro Agnew, Senator Claude Pepper, Roy Cohn, Nelson Rockefeller, Sam Giancana, Judith Campbell Exner, Frank Sinatra, Elvis Presley, Colonel Tom Parker, Marilyn Monroe, Judy Garland, Andy Williams, Marlene Dietrich, Bette Davis, Cary Grant, Ingrid Bergman, Elizabeth Taylor, Mike Todd, Rosalind Russell, Peter Lawford, Edward G. Robinson, Anthony Quinn, Louis Jourdan, Peter Lorre, Robert Goulet, Yul Brynner, Burgess Meredith, Hedy Lamarr, Bob Cummings, Arlene Francis, Leontyne Price, Rita Moreno, Chita Rivera, Paul Lynde, Alice Ghostley, Eddie Albert, Roscoe Lee Browne, Patrick O’Neal, Paul Robson, Jose Ferrer, Hermione Gingold, Tony Franciosa, Roddy McDowall, Shelley Winters, Mabel Mercer, Rosemary Clooney, Johnny Mathis, Cicely Tyson, Phyllis McGuire (of the McGuire Sisters), the Everly Brothers, Andy Warhol, Edie Sedgwick, Sharon Tate; writers Truman Capote, Anaïs Nin, Henry Miller, Rod Serling, and Tennessee Williams; directors Cecil B. DeMille, Otto Preminger, Franco Zeffirelli, John Hancock, Maya Deren, and Billy Wilder; choreographers Bob Fosse and Katherine Dunham; composer-conductors Leonard Bernstein and Igor Stravinsky; fashion designers Oleg Cassini and Emilio Pucci; baseball player Mickey Mantle; sports announcers Howard Cosell and Mel Allen; socialite Peggy Guggenheim; cosmetics entrepreneur Elizabeth Arden; Broadway’s *New Faces* impresario Leonard Sillman; and countless others. Upon visiting Jacobson’s office, Pat Suzuki (star of Broadway’s *Flower Drum Song*) remarked that the waiting room “was like walking into the William Morris Agency.” Suzuki and her husband, White House photographer Mark Shaw, were both regulars. “The doctor had a weakness for theater folk and those in power,” observed Doris Shapiro, “and was as much involved with his family of patients as they were with him.” And she should know, having gotten injections from Jacobson as often as “three and four times a day.” Hugh Martin remembered: “It was a wonderful feeling when it began to get into my consciousness. Something you’d kill for. I remember Jacobson invited me to his beach house once because he wanted to hear a little music. He said, ‘I’ll give you a shot if you’ll come.’ And I said, ‘Oooo, of course! I’ll come right away!’” In all fairness, Jacobson—whose medical records were found to be dodgy at best—may not have spiked *all* his patients with methamphetamine, but a mountain of evidence suggests that few turns were left unstoned. *The New York Times* reported that Jacobson purchased methamphetamine “at the rate of 80 grams a month” that was “enough to make 100 fairly strong doses of 25 milligrams every day.” Kay came around so often, the doctor, his staff and his family assigned her a nickname. “She was termed ‘The Lady with the Rose,’” Jill Jacobson vividly recalled over a half-century later. “Each time she visited my father she

presented him with a rose.” And, although Thompson continued to preach that she never saw doctors because of her Christian Science beliefs, she would later concede to Rex Reed, Mart Crowley, Kitty D’Alessio, Paul Methuen, Dennis Christopher, and other colleagues that she routinely received “B-12 injections twice a week.” Hugh Martin confirmed the euphemism: “That’s what Jacobson told people they were getting. He was a big liar. But they were amphetamines. Believe me. He never gave a shot to anybody that wasn’t.” In addition to methamphetamine, Eddie Fisher noted that Jacobson’s “Magic Elixir” included vitamin B-12, vitamin B-2 (aka riboflavin), Celestone (an anabolic steroid), procaine (an anesthetic, also known by its trade name Novocain), testosterone, silicone, placenta, “a trace of an antibiotic,” purified water, and calcium (as a buffer, “added at the last minute” to prevent it from crystallizing). Receiving considerably more than just B-12, Kay’s estimation of “twice a week” may have been grossly understated as well. However, even just two doses in a seven-day period would have been enough to keep her in a perpetual altered state. “Methamphetamine’s effects may last as much as ten times longer than a cocaine high,” writes the American Council for Drug Education on its website. Or, as Truman Capote put it, “72 hours straight without so much as a coffee break.” Describing his addiction as “a nightmarish merry-go-round,” Eddie Fisher “lived on periodic injections by day and handfuls of sleeping pills by night.” For his patients to rest, Jacobson prescribed Librium, Seconal, and other potent prescription tranquilizers. In fact, clients were loaded down with all sorts of pills to deal with a variety of side-effects. “Max gave me Cordex-Forte in pill form to prevent an adverse reaction,” Fisher recalled, “[and] antibiotics to combat infection from impurities in his formulas.” But how could Kay Thompson have kept up a regimen of injections and pills out of town? Traveling hither and yon on the nightclub circuit, it would seem that regular visits to Dr. Feelgood’s headquarters in New York would have been geographically impossible. Regrettably, it turns out that there were ways and means around that. Doris Shapiro alleged that patients on the West Coast could get “a shot of Max’s nectar” from his son, Tom, who made house calls anywhere he was needed—including room service at the Beverly Hills Hotel. Born in 1931, Tom Jacobson’s “day job” was working for the Veterans Administration but he made most of his money as a satellite for his father. Thomas Jacobson eventually got his medical license and started his own practice. “Tommy was much more conservative than his father in the use of methamphetamine,” recalled Eddie Fisher in his memoir. “He wasn’t eager—and he wasn’t an exhibitionist. Max would inject anyone anywhere—at parties, in dressing rooms, cars, airplanes, bars. For Tommy, it was a private thing... a legitimate medical procedure, not a sideshow.” The results, however, were exactly the same. “When Eddie Fisher had to go to Las Vegas to perform,” Shapiro explained, “Max’s son... came to Eddie’s dressing room in the casino and gave him his shots.” And if Kay found herself between coasts—or anywhere else in the world for that matter—no problem. According to Eddie Fisher, Jacobson had field operatives who would show up, as if by magic, armed with briefcases. “It was all there,” Fisher marveled, “the little bottles, the ampules of calcium, the disposable syringes and needles in plastic envelopes.” Or, patients were simply given their own customized travel kits. “Many of the doctor’s longstanding patients do not have to come to the office for daily shots,” revealed *The New York Times* in its expose. “They are given 30-cubic-centimeter vials of the drug, usually mixed with vitamins and hormones, and a number of disposable needles. They have been taught to inject themselves with one cubic centimeter a day.” Some patients were uncomfortable

sticking themselves with needles. “Max had tried to show me [how to use hypodermic needles] many times in his office,” Eddie Fisher confirmed. “We practiced on grapefruit.” But eventually, the desperation for a fix won out. “I got over my aversion to intravenous injections,” Fisher admitted. “I became very adept at them.” On frequent occasions, Jacobson would travel with his clients—leaving his nursing staff to administer injections during his absence. “Powerful patients would send for him in chartered planes,” Anaïs Nin explained in her diary. “[One] time I was told ‘Dr. Jacobson went to Egypt.’ He had been called to take care of Cecil B. DeMille, who was filming *The Ten Commandments* [(Paramount, 1956)].” Hugh Martin recalled: “When I went to London with Eddie Fisher, Jacobson was in the aisles of the airplane giving shots to a lot of people, including Eddie and me. Right in front of everybody. He didn’t worry about anything. He was just flagrant.” In an interview with the author, Lynn Lane, widow of composer Burton Lane, recalled: “The first time I met Dr. Max Jacobson was at one of the last run-throughs of *On a Clear Day You Can See Forever* [music by Burton Lane; book and lyrics by Alan Jay Lerner] before it went to Boston [for its pre-Broadway tryout in September 1965; its Broadway run was 10/17/1965-6/11/1966]. He came into the theater and sat next to me. I smoked in those days and I had a cigarette cough. I coughed a couple of times and he said to me, ‘You know, I can cure that cough of yours.’ I said, ‘Oh really? How would you do that?’ He said, ‘You just take some of my little green pills.’ He’d met me for all of three minutes and he was already pushing amphetamine tablets on me. He didn’t want to start right off with an injection, I guess. He’d start me off slowly. But he was constantly trying to get people involved. Another thing Max said to me immediately was, ‘You see what’s in my buttonhole?’ And I looked and said, ‘Yes I see.’ And he said, ‘PT-109.’ You know, it was John Kennedy’s ship? It was a pin with the ship’s emblem. He said, ‘The President gave it to me.’ Then, later, when we got to Boston, Alan [Jay Lerner], in addition to his suite at the Ritz, had rented a yacht in Boston Harbor. On that yacht was Dr. Max. And so, because Burton did not approve of Max, Alan would not invite us on the yacht. But Bobby Lewis [director of *On a Clear Day You Can See Forever*] was asked to come there for a meeting. When he came back, we were all waiting for him and we asked, ‘What is it like?’ And Bobby said, ‘Darling, it’s a disaster area. Broken hypodermic needles all over the floor.’” If a patient was traveling beyond the reach of Max and his operatives, no problem. According to the findings of the New York State Board of Regents, “Dr. Jacobson mailed out vials of his solution to addresses throughout the world each day.” Lynn Lane recalled: “We were with Anthony Quinn at a party when he told us his story about Max. Tony was opening in a two-person show called *Tchin-Tchin* [Plymouth Theatre/Ethel Barrymore Theatre, 10/25/1962-5/18/1963] with Margaret Leighton. Tony had laryngitis. Of course, it was hardly big news that an actor before opening night has laryngitis. It must happen nine times out of ten. And someone told him to go to Dr. Max. He went and Jacobson injected him in his throat. Well, of course, he got over the laryngitis. He was high. He felt great. And he went back, did the show, did a good performance. And then he said to Margaret Leighton, ‘This man does miracles. You’ve got to go to him.’ And she became an addict. Then Quinn said he was so addicted for a very long time. And he was going to London to do something. He was going by ship. And he said he was unpacking his suitcase and he came across the little kit that Jacobson had given him—with every day marked and all the doses for every day. You know, Tony was one of these very ‘body proud’ people, very macho, cared a lot about how he looked. He said he looked at the kit and said, ‘What am I

doing to myself? What am I doing?’ He threw it overboard and went cold turkey. He’s lucky he didn’t kill himself. He had no idea how dangerous that could have been. He just stayed in his room the whole time, stayed in bed, worked through it. It was horrible. But, by the time he got there, five days later or whatever, it was over.” Hand-in-hand with Kay’s methamphetamine habit was serious concern that she was becoming dangerously anorexic, a condition that was common among Jacobson’s patients. One of the side effects of methamphetamine is loss of appetite, which is why it was often being prescribed as a diet drug. Making matters worse, it is said that when taken on an empty stomach, the effects of the narcotic are intensified and, thus, all the more addictive. “Did you eat?” Max would ask his patients “in a martyred tone.” Sadly, not everyone heeded his advice. “I could handle [the injections],” Doris Shapiro convinced herself, but she noticed that others, particularly women, “acquired the spooky look of a Charles Addams lady.” “Cadaverous” was how Kay would come to be described in *Who’s Who in Hollywood*. When Kay was coaching Bette Davis for *Two’s Company*, Davis came down with what appeared to be a serious case of influenza and, as a result, the Broadway opening scheduled for December 4, 1952, had to be postponed because of “an acutely infected larynx” and exhaustion. On December 8, *The New York Times* reported that her recovery was “coming along very well” under the care of “Miss Davis’ physician, Dr. Max Jacobson.” No one knows exactly who recommended Dr. Feelgood, but it could easily have been Kay or the director of the show, John Murray Anderson, who also happened to be one of Max’s patients (and, as mentioned earlier, was the man who turned Hugh Martin on to Jacobson). With methamphetamines injected directly into her throat, Bette was able to open *Two’s Company* on December 15, 1952. However, speed did nothing to help her *real* problem, which turned out to be a severe wisdom tooth infection that caused osteomyelitis of the jaw, a life-threatening inflammation that would have spread to the brain without immediate surgery. Luckily, Dr. Stanley Behrman was brought in for a second opinion before it was too late. Consequently, the revue closed on March 8, 1953, and Bette’s rehabilitation kept her out of work for the next two years. An eerily similar situation occurred when Kay coached for her Broadway musical debut in *Wildcat*, which opened December 16, 1960. In the Spring of 1961, Ball suffered a near-collapse from chronic vocal cord injuries and exhaustion. Witnesses recalled “a constant influx of needle-wielding doctors promising miracle cures,” suggesting that the ubiquitous “Miracle Max” was likely in the mix. Ball’s condition worsened, forcing the early closure of *Wildcat* on June 3, 1961. In the case of Andy Williams, he freely admits that Kay was the one who recommended Dr. Jacobson when, during a June 1959 gig at New York’s Copacabana, he’d come down with a serious case of laryngitis. In a 2010 interview with the author, Andy recalled: “I’d heard about the miraculous healing powers of Dr. Max Jacobson from Kay. Eddie Fisher and Archie Bleyer also went to him. So, I went to him to help me. He said, ‘Do you want to sing higher or lower?’ I said, ‘I don’t care. I just want to sing.’ He gave me a shot. I went outside and hailed a taxi. ‘Take me to 5 East 63rd Street.’ By the time I got halfway home, I was talking a mile a minute, so fast I couldn’t control myself, like Donald Duck. I told the cabbie, ‘Now-wait-a-minute-take-me-back-to-where-you-picked-me-up!’ And I was like, ‘Let-me-out-here-okay-thank-you-very-much!’ And I raced back in and said, ‘Wait-a-minute-what-the-hell-is-wrong-with-me-what-did-you-give-me-I-can’t-stop-talking-so-fast!’ Then Jacobson poked a needle right in the middle of my stomach and my speech wound down like a battery was running out. It was scary, but, I have to say, I went back to the Copacabana and I didn’t

have any laryngitis. I got through it fine.” Despite being spooked by the incident, this may not have been Andy’s only brush with Dr. Feelgood. For a 1974 article in the *National Tattler*, Eddie Fisher told reporter Toni Holt the truth about Jacobson’s speed injections, including an anecdote that “he and Andy Williams would walk up and down the halls at NBC, holding their arms above their heads after receiving drug injections.” Regarding Jacobson’s office addresses, Doris Shapiro recalled: “After 155 East 72nd Street, Max had another office in a building off of Fifth Avenue somewhere. And then finally, his last place was 83rd Street, just off Madison, on the ground floor, but he also had an apartment upstairs.” Kay was a faithful patient of Jacobson’s from the late-1940s through at least 1972 when he was exposed by *The New York Times*. She may have continued as his patient until his license was revoked in 1975. Some allege that Max illegally trafficked injections to “special friends” right up until his death in 1979. And, of course, by then, there were a plethora of copycat Dr. Feelgoods for those in need. Considerable circumstantial evidence suggests that Kay continued taking speed up until her physical and mental breakdown in August 1990. One last note of trivia: In Blake Edwards’ film *S.O.B.* (Paramount Pictures, 1981), Robert Preston portrayed “Dr. Irving Finegarten,” a thinly veiled depiction of Dr. Max Jacobson. *Time*, 12/18/1972; *New York Times*, 12/8/1952, 12/4/1972 and 4/25/1975; *National Tattler*, 7/7/1974; *Vmagazine.com* (undated interview with Anjelica Huston) at: www.vmagazine.com/feature_article.php?n=187; Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, pages 297, 301-302, 311; Fisher, Eddie. *My Life, My Loves*. New York: Harper & Row, 1981, pages 6, 83-84, 219, 260-263, 265, 282-283; Fisher, Eddie, with David Fisher. *Been There, Done That*. New York: Hutchinson, 1999, pages 48-49, 54-55; Nin, Anais, edited by Gunther Stulmann. *The Diary of Anais Nin, Volume Five: 1947-1955*. New York: Harvest / Harcourt Brace Jovanovich, 1974, page 189; Shapiro, Doris. *We Danced All Night: My Life Behind the Scenes with Alan Jay Lerner*. New York: Barricade Books, Inc., 1990, pages 69-70, 76-79, 87, 94, 142, 174; Parker, Douglas M. *Ogden Nash: The Life and Work of America’s Laureate of Light Verse*. New York: Ivan R. Dee, 2005, page 139; Ragan, David, editor. *Who’s Who In Hollywood 1900-1976*. New Rochelle, New York: Arlington House, 1976, page 469; from “The Basic Facts about Methamphetamine” posted on The American Council for Drug Education website at www.acde.org; from *The Voice of Prophecy* radio show, 12/22-23/2001, transcript available online at: www.vop.com/previous_broadcasts/2001/december/s0151.html; lyric quoted from “Dr. Feelgood” (Aretha Franklin-Ted White), published by 14th Hour/Pronto, BMI; *Reader’s Digest*, 11/1950 (“Old Age is Your Problem” by Max Jacobson, M.D., was first published in a longer format in *Tomorrow Magazine*, 4/1950); other articles written by Max Jacobson, M.D. in *American Mercury*, 1/1952, and *Argosy*, 6/1958; the author’s 2008 correspondences with Jill Jacobson and Ruth Jacobson; and the author’s interviews with Andy Williams, Hugh Martin, Robert Wagner, Mart Crowley, Marti Stevens, Doris Shapiro, Lynn Lane (widow of Burton Lane), Hilary Knight, Dennis Christopher, C. David Heymann, and Richard A. Lertzman. Subsequently, the following book was published on this subject: Lertzman, Richard A., and William J. Birnes. *Dr. Feelgood: The Shocking Story of the Doctor Who Changed History by Treating and Drugging JFK, Marilyn, Elvis and other Prominent Figures*. New York: Skyhorse Publishing, Inc., 2013.

172 *the original “Dr. Feelgood”*: In a 2008 interview conducted by author Sam Irvin, Pulitzer Prize–nominated investigative journalist C. David Heymann revealed that, while researching his No. 1 bestseller *A Woman Named Jackie*, he had come across references linking Kay Thompson to Dr. Max Jacobson’s practice, a revelation that was subsequently confirmed by Andy Williams, Jill Jacobson (Dr. Max Jacobson’s daughter), Ruth Jacobson (Dr. Max Jacobson’s widow), Dennis Christopher, Richard A. Lertzman (co-author of *Dr. Feelgood: The Shocking Story of the Doctor Who Changed History by Treating and Drugging JFK, Marilyn, Elvis and other Prominent Figures*), among others who wished to remain anonymous.

172 *“Kay Thompson was a patient of my father”*: From e-mail correspondence between the author and Dr. Max Jacobson’s daughter, Jill Jacobson, dated 8/3/2008, 7/12/2009, 7/13/2009, and other follow-ups. In addition to graciously sharing her own memories and information, Jill also relayed information gleaned from her stepmother, Ruth Jacobson, second wife and widow of Dr. Max Jacobson.

172 *including a hoarse Eddie*: Fisher, Eddie, with David Fisher. *Been There, Done That*. London: Hutchinson, 1999, pages 48–49.

172 *“Max looked like a mad”*: Ibid.

172 *“Instant euphoria”*: Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, pages 301–2.

172 *“In those days”*: Fisher, Eddie, with David Fisher. *Been There, Done That*. London: Hutchinson, 1999, pages 48–49.

172 *“spent three months”*: *Time*, 12/18/1972.

172 *Others never got over*: Anderson, Christopher P. *Jackie after Jack*. New York: Grand Central Publishing, 1999, page 268.

173 *“Amphetamine is not an addictive drug”*: *New York Times*, 12/4/1972.

173 *“It’s not for kicks”*: Shapiro, Doris. *We Danced All Night: My Life behind the Scenes with Alan Jay Lerner*. New York: Barricade Books, Inc., 1990, page 69.

173 *“forbidden to drink liquor”*: Ibid., page 94.

173 *“There were broken hypodermic”*: Ibid., pages 76–77.

173 *“He did say they were”*: From the author’s 2009 interview with Marti Stevens, daughter of Nicholas M. Schenck (one of the founders of MGM and head of its parent company, Loew’s Incorporated). In the 1950s, Marti was coached by Roger Edens and became a supper club chanteuse. She later became a protégé of Marlene Dietrich, and her stage credits include starring as Elvira in the 1964 London production of *High Spirits*, the Hugh Martin–Timothy Gray musical version of Noël Coward’s *Blithe Spirit*.

173 *“the Lady with the Rose”*: From e-mail correspondence between the author and Dr. Max Jacobson’s daughter, Jill Jacobson, dated 8/3/2008, 7/12/2009, 7/13/2009, and other follow-ups. In addition to graciously sharing her own memories and information, Jill also relayed information gleaned from her stepmother, Ruth Jacobson, the second wife and widow of Dr. Max Jacobson.

174 *routinely received “B-12 injections”*: Thompson admitted getting a “B-12 shot” whenever she “felt tired” during an interview with Rex Reed in *Harper’s Bazaar*, November 1972. In interviews with the author, Andy Williams, Mart Crowley, Joe Eula, Kitty D’Alessio, Paul Methuen, and Dennis Christopher independently mentioned that Thompson regularly got what she called “B-12 injections.” Some remembered dropping her off or picking her up at Dr. Max Jacobson’s office.

174 *potent prescription tranquilizers*: Fisher, Eddie. *My Life, My Loves*. New York: Harper & Row, 1981, pages 84, 219, 263.

174 *“Dr. Jacobson mailed out vials”*: *New York Times*, 4/25/1975.

174 *sticking needles into a grapefruit*: Fisher, Eddie. *My Life, My Loves*. New York: Harper & Row, 1981, pages 84, 219, 263.

174 *dropping to barely 100*: *Mansfield News-Journal* (Mansfield, Ohio), 1/1/1950.

174 *the 121 pounds she boasted*: *Radio Guide*, 11/23/1935.

174 *“the spooky look of”*: Shapiro, Doris. *We Danced All Night: My Life behind the Scenes with Alan Jay Lerner*. New York: Barricade Books, Inc., 1990, page 142.

174 *“cadaverous”*: Ragan, David, ed. *Who’s Who in Hollywood 1900–1976*. New Rochelle, New York: Arlington House, 1976, page 469.

174 *her weight and well-being*: *Los Angeles Times*, 6/14/1949; *Mansfield News-Journal* (Mansfield, Ohio), 5/19/1950.

174 *an entirely new act*: *Hollywood Reporter*, 4/22/1949.

174 *Garland in Annie*: Around early May 1949, Ira Gershwin and his wife, Leonore, threw a swank soiree at their Beverly Hills mansion attended by Tinseltown’s finest including an awestruck starlet named Shelley Winters—who, at that time, was ensconced in a not-so-secret affair with a very married Burt Lancaster. In her memoir, Shelley wrote: “I was stunned by the array of talent that was present. Present were Oscar Levant, Kay Thompson, Judy Garland, Andy Williams of the Williams Brothers, Saul Chaplin, his wife, Ethel, and their very young daughter, Judy, who is now Mrs. Hal Prince, Gene Kelly and his wife, Betsy Blair, Fred Astaire and his wife... Betty Comden, Adolph Green... Judy Holliday... Robert Walker... Farley Granger... and many others.” The highlight of the evening took place around the piano in the living room where Shelley

recalled witnessing “some great numbers by Kay Thompson, accompanied by the Williams Brothers including Andy.” The gaiety hit a sour note, however, when Oscar Levant sat down at the piano to play “Slaughter on Tenth Avenue” (Richard Rodgers). “Every now and then he made a very funny but cutting remark about somebody present,” Shelley remembered. “I was trying not to listen... but couldn’t help hearing some very vicious remark about young Judy Garland that she could probably do the musical version of *Tugboat Annie* if she continued growing sideways. She got up and ran out onto the side porch. Then he started to play “Embraceable You” [(George Gershwin-Ira Gershwin)] and said, ‘I’m dedicating this to Shelley Wintertime.’ When he sang ‘In your arms I find love so delectable, dear, I’m afraid it isn’t quite respectable, dear,’ he called out, ‘Come on, Shelley, tell us. Does Burt Lancaster ever come down off his trapeze?’ I quickly got up and joined Judy on the porch. We sat there crying for the next hour. Farley [Granger] and Bob Walker kept bringing us cold washrags, Coca-Cola and brandy, while we indulged ourselves in an orgy of hysterics.” For Shelley, it was just another night of puppy love histrionics but for Judy, the cruelty cut deep. Her battle of the bulge was as infamous as her dependency on pills—both of which were causing havoc on the set of *Annie Get Your Gun*. Levant’s *Tugboat Annie* insult only made matters worse, crushing what little confidence Garland had left. It may have been the last straw because within a week, shooting on *Annie Get Your Gun* was suspended and, by the end of the month, Judy had entered Peter Brent Brigham Hospital in Boston “to cure her dependency on prescription medications.” In a replay of events that resulted in the firing of Garland from *The Barkleys of Broadway*, Judy’s demons had gotten the best of her again and Betty Hutton was offered the role. In a 2007 interview for this book, Turner Classic Movies host Robert Osborne explained, “Betty Hutton told me that when they asked her to replace Judy in *Annie Get Your Gun*, she said that she couldn’t do it without talking to Judy first, so she called her and Judy said, ‘Betty, I can’t do it. I’m too sick. Just go do it. You’ll be wonderful in it. You’re better for it that I would be because I’m too sophisticated now. I’ve had too many years with Kay Thompson and Roger and that group. There was a time when I would have been perfect but I don’t think I’m right for it anymore.’ And she was so right because after that kind of wit that Kay Thompson helped inject in her, after *Madame Crematante*, after *The Pirate*, she wasn’t right to be playing this tomboy anymore. Judy Garland did become sophisticated. She became so witty and urbane but she certainly didn’t start out that way.” Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 161-162; Winters, Shelley. *Shelley: Also Known as Shirley*. New York: Ballantine Books, 1980, pages 253-256. (NOTE: Shelley Winters’ testimony that Oscar Levant said, “Does Burt Lancaster ever come down off his trapeze?” in May 1949 may be erroneous because it predates Lancaster’s starring role in *Trapeze* (United Artists, 1956) by seven years. However, before becoming an actor, Lancaster started his professional life as a circus acrobat—which, if it was common knowledge among his peers, could account for Levant’s reference.)

174 *to moonlight with Kay: Daily Variety*, 5/4/1949.

174 “to cure her dependency”: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 161–62.

175 *a new contract with Decca*: On June 22, 1949, *Daily Variety* announced that Kay Thompson had been signed by Decca Records “as a soloist.” Although she had been with Columbia Records for a year (November 1947 through November 1948), most of that time had been unproductive due to Petrillo’s Recording Ban (January 1, 1948 through December 14, 1948). The four sides she cut for Columbia before the ban—including two songs with the Williams Brothers—had disappointing sales. Now that the ban had been lifted and Kay was a free agent again, Decca Records stepped up to the plate. Decca was one of the top record labels of the day, with the distinction of having released the most successful record of all-time, Bing Crosby’s 1942 recording of “White Christmas” (Irving Berlin). Other artists on the Decca roster in the 1940s included Louis Armstrong, the Andrews Sisters, Artie Shaw, Guy Lombardo, Jimmy Dorsey, Lionel Hampton and Connee Boswell (formerly of the Boswell Sisters; her original name “Connie” had been switched to “Connee”). With the ink barely dry on Kay’s contract, the label wasted no time getting her into the studio. On June 24, 1949—just two days after the announcement—Kay recorded two songs in Los Angeles: “(Where Are You) Now That I Need You?” (Frank Loesser) from *Red, Hot and Blue* (Paramount, 1949) and “(The Birds Are Talkin’) ’Bout You ’n Me” (Kay Thompson), both featuring orchestras conducted by Sonny Burke, Decca’s “West Coast Recording Director” (who later conducted for Frank Sinatra, Dinah Shore, Ella Fitzgerald, and Mel Tormé; he also co-wrote and arranged the song score for Disney’s 1955 animated classic *Lady And The Tramp*). The choice of songs appears to have been last-minute, at least in the case of “(Where Are You) Now That I Need You?” According to a letter dated June 22, 1949 – just two days before the recording session – Kay wrote to her assistant Heidi Sakazaki the following news: “I am recording Friday for Decca and have written two new songs.” Well, by the time Friday rolled around, Kay recorded only one of those “two new songs” that she had composed for herself: “(The Birds Are Talkin’) ’Bout You ’n Me.” The other song would be Kay’s cover version of “(Where Are You) Now That I Need You?” which would be used to promote the October 19, 1949 release of *Red, Hot and Blue* starring Betty Hutton, Victor Mature and, by quirk of fate, June Havoc (the new Mrs. Bill Spier). Betty Hutton warbled the song in the movie but *Daily Variety*’s critic was decidedly unimpressed: “[Hutton] handles the ballad ‘Now That I Need You’ straight and it does not come off except to add an incongruous sequence to the otherwise mad footage.” This untimely crucifixion did not bode well for the prospects of the song to be embraced as a hit, nor did it instill confidence in Decca’s marketing team to push Kay’s cover version. Insiders knew that the B-side, “(The Birds Are Talkin’) ’Bout You ’n Me,” was inspired by the gossip surrounding Kay’s clandestine affair with Andy Williams. And, to emphasize the point, Andy sings backup on the recording. The two songs were released in November 1949 on a 78 rpm disk (Decca Records 24695). Walter Winchell enthused, “Kay Thompson’s recorded swellody, ‘Where Are You, Now That I Need You?’, should run away with the disc-jockey sweepstakes.” And columnist Dorothy Kilgallen wrote: “Kay Thompson’s new Decca disc, ‘Now That I Need You’ is tops in town.” In New York, maybe. Outside the entertainment mecca, however, sales were limp. Appealing to the masses was never Kay’s strong suit. *Daily Variety*, 6/22/1949 and 7/1/1949; *Zanesville Signal* (Zanesville, Ohio), 11/26/1949; *Mansfield News-Journal* (Mansfield, Ohio), 11/1/1949.

175 “has definitely broken with”: *Los Angeles Examiner*, 7/22/1949.

175 “*The act glowed so hot*”: *TV Week, Sunday News* (Lancaster, Pennsylvania), 8/24–30/1969.

175 *split was made out to be*: In a letter dated June 22, 1949, Kay Thompson wrote to her on-and-off assistant Heidi Sakazaki the following explanation about the breakup of the Kay Thompson and the Williams Brothers act: “About three weeks ago, when Barron [Polan, Kay’s manager] was here [in Los Angeles, visiting from his current base of operation in New York], Dick Williams decided that he didn’t want to do the act anymore, so the act of Kay Thompson and the Williams Brothers has dissolved and shut down for all time. [They would later reunite for a tour 1951-53.] Sad, yes. And regrettable and unthinkable, actually, but true it is. So each boy will go out on his own – and so will KT. I am going to whip up another act with Mr. Alton [Bob Alton, her choreographer] slave-driving me, and will do what I can alone. [Kay would end up forming an act with three boys.] For the summer I shall be here in town [Los Angeles] rehearsing with Mr. Alton, in preparation for the fall season.”

175 “*the breakup was caused by*”: *Los Angeles Examiner*, 7/14/1953.

175 *apartment at 1364 Beverly Glen*: Regarding 1364 Beverly Glen, Marti Stevens told the author in a 2009 interview: “It was a gray building between Wilshire and Santa Monica. And right above me lived Kay Thompson, on the very top floor. I was a very good neighbor because I couldn’t wait until she started to play the piano. She had a girl who worked for her, Bernice Jenkins, whose nickname was Bunty. Bunty had a sister named Navaree. Navaree was about six feet tall, hair standing straight out, thin as a bean pole, and she came to work for me. Kay gave her to me. They were sisters so they rode to work together and went home together. And then when Marlene [Dietrich] was performing in Las Vegas, I gave her Navaree.”

175 “*She papered her apartment*”: *Vanity Fair*, 12/1996.

175 *thousand-dollar chandelier*: *Boston Globe*, circa 1/1950. Exact date of clipping unverified; from George Martin’s scrapbook, courtesy of George Martin.

175 “*The overall impression*”: *Vanity Fair*, 12/1996.

175 *London production of Hugh Martin’s*: *Los Angeles Examiner*, 12/23/1948.

175 *playing Madame Arcati*: On June 14, 1949, Hedda Hopper reported: “[Kay Thompson] was sorry she couldn’t do [the role of ‘Madame Arcati’ in] *Blithe Spirit* with Mel Ferrer at the La Jolla Playhouse [in La Jolla, California; founded in 1947 by Gregory Peck, Mel Ferrer and Dorothy McGuire], but was flattered that he asked her.” Noël Coward’s 1941 play, *Blithe Spirit*, is a comedy about a man, Charles Condomine (originated by Coward on the London stage), being haunted by the ghost his first wife, Elvira, who is determined to disrupt his second marriage to Ruth. In her memoirs, Beatrice Lillie wrote: “According to Noël Coward, Madame Arcati, in *Blithe Spirit*, who rides about the English countryside on her bicycle vanquishing poltergeists, was based on present company, though I couldn’t play the London premiere because I was engaged in

World War II.” Instead of Lillie, Coward cast the hilarious Margaret Rutherford who stole all her scenes portraying this eccentric medium who conjures the spirit of Charles’ dead wife in a series of séances. When the play moved to Broadway, Mildred Natwick took over the plum “Arcati” role from 1941-43 (with Clifton Webb as “Charles”). After that, the play was made into a hit movie, *Blithe Spirit* (United Artists, 1945), produced by Coward and directed by David Lean, starring Rex Harrison as “Charles” and Margaret Rutherford as “Madame Arcati.” For the La Jolla Playhouse production of *Blithe Spirit*, set to open in July 1949, Kay had been offered this juicy part—which would have fit her like a glove. Ferrer told Thompson that the casting idea had come directly from Noël Coward himself. Given Kay’s newfound friendship with the playwright, this opportunity seemed like a natural but, alas, scheduling conflicts and/or finicky behavior got in the way. Instead, Ferrer cast “Arcati” alumnus Mildred Natwick to star with John Emery (former husband of Tallulah Bankhead; “Dr. Fleurot” in Hitchcock’s *Spellbound*) and Tamara Geva (first wife of George Balanchine; “Madame Charlizzini” in *Manhattan Merry-Go-Round*, the movie that, ironically, also featured Kay). This would not be the last time Kay was offered the role of “Madame Arcati,” nor would it be the last time she turned it down. Six years later, Kay was again asked again to play the character in a television production of *Blithe Spirit* for *Ford Star Jubilee* (CBS-TV, January 14, 1956), with Noël Coward, Lauren Bacall, and Claudette Colbert. When she passed, the part once again went to Mildred Natwick. A few years later, a masochistic Noël Coward tried to convince Kay to finally take on the nutty clairvoyant in a new musical adaptation of *Blithe Spirit*, retitled *High Spirits*, with a score by Hugh Martin and Timothy Gray. After the usual hemming and hawing, Kay refused—prompting Coward to conclude in his diary that she was “sweet as ever and barny as ever.” Kay was replaced by Beatrice Lillie—Coward’s very first choice for the role, way back when it all started. *Time Magazine*, 8/8/1949; *Los Angeles Times*, 6/14/1949; Lillie, Beatrice with John Philip and James Brough. *Every Other Inch a Lady: An Autobiography of Beatrice Lillie*. New York: Doubleday, 1972, page 330.

175 *at the La Jolla Playhouse*: *Time*, 8/8/1949. The La Jolla Playhouse was founded in 1947 by Mel Ferrer, Gregory Peck, and Dorothy McGuire.

176 *the sardonic housekeeper*: Released as *Love That Brute* (Twentieth Century–Fox, 1950), the movie was known under the working title of *Turned up Toes* during its preparation and filming. Had Kay decided to star the film, she would have been surrounded by several of her chums including Paul Douglas (who had been the announcer on several of Kay’s radio shows in the 1930s), Keenan Wynn, and Cesar Romero. *Los Angeles Examiner*, 7/22/1949.

176 “*Bing’s next picture*”: In the *Los Angeles Times*, Hedda Hopper reported: “If the part is right, Kay Thompson will be Bing Crosby’s partner in *Mr. Music* [(Paramount, 1950)]. The Bingo certainly put in a pitch for the gal who startled the town when she opened at Ciro’s with the Williams Brothers.” Paramount nixed Thompson in favor of Nancy Olson. Incidentally, Kay’s former Rhythm Singer, Dorothy Kirsten—by then, a world-class soprano for the Metropolitan Opera—landed a duet with Crosby in *Mr. Music* called “Accidents Will Happen” (Jimmy Van Heusen-Johnny Burke). *Monessen Daily Independent* (Monessen, Pennsylvania), 6/8/1949; *Los Angeles Times*, 7/16/1949.

176 “*I am shocked*”: *Los Angeles Examiner*, 7/22/1949.

Chapter Seven: Life Is a Cabaret

177 “*the youngest 176-year-old*”: Tynan, Kenneth. *Kenneth Tynan: Letters*. Edited by Kathleen Tynan. New York: Random House, 1994, pages 184–85.

177 *she chose George Martin*: George Martin was born September 17, 1924 in Canton, Ohio. Upon moving to New York as a teenager, George studied dance with Margaret Craske, David Lichine, Madame Swoboda, and Jack Cole. In 1943, he made his Broadway debut as a hooper in the Kurt Weill-Ira Gershwin musical, *Lady in the Dark* (Broadway Theatre, 1943), choreographed by Albertina Rasch. This led to a brief stint in Hollywood to dance for choreographer Paul Oskar in the movie *Ali Baba and the Forty Thieves* (Universal, 1944) starring Maria Montez, Turhan Bey, and Andy Devine. He met his wife, Ethel Sherman Martin, on the set of *The Yellow Rose of Texas* (Republic, 1944) starring Roy Rogers and Dale Evans, choreographed by Larry Ceballos. (They had two sons: Michael, born in 1944; and Chris, born in 1952.) George and Ethel would often team as dancers and choreographers. George was under contract to Columbia Pictures for four years where he danced for choreographer Jack Cole in such films as *The Jolson Story* (Columbia, 1946), *Gilda* (Columbia, 1946), *Thrill of Brazil* (Columbia, 1946), *Meet Me on Broadway* (Columbia, 1946), *Tars and Spars* (Columbia, 1946), and *Down to Earth* (Columbia, 1947). Then, along with Gwen Verdon and Buzz Miller, George assisted Cole on the West Coast and Broadway productions of *Magdalena* in 1948. As a staff choreographer at Columbia Pictures, Cole had been using George, Buzz and Gwen as the primary core of his dancing unit but when musical productions dried up for a bit, they toured nightclubs as Jack Cole and His Dancers from 1948-49 (during which they were the opening act for Kay Thompson and the Williams Brothers at Copa City in Miami). During the summer of '49, while performing with Cole's troupe at the Coconut Grove, George, along with Buzz Miller, took a day job dancing with Jane Powell in the finale number, “Love Is Like This” (Ray Gilbert-Joao de Barro), for *Nancy Goes to Rio* (MGM, 1950), choreographed by Nick Castle. This was immediately followed by the invitation to join Kay Thompson's act. After his road touring with Kay from October 1949 to June 1951, George would go on to serve as assistant choreographer for the Broadway hit *Happy Hunting* (Majestic Theatre, 1956-57), starring Ethel Merman and Fernando Lamas, with Kay Thompson involved as a “creative consultant” and composer. And, in addition to playing the role of “Protean,” George would assist choreographers Jack Cole and Jerome Robbins on Stephen Sondheim's Broadway musical, *A Funny Thing Happened on the Way to the Forum*, starring Zero Mostel, directed by George Abbott and produced by Harold Prince. Then, George and his wife, Ethel, were hired to adapt that choreography for Richard Lester's film version of *A Funny Thing Happened on the Way to the Forum* (United Artists, 1966) also starring Mostel. In later years, George would become one of the top Stage Managers on Broadway with a string of impressive credits including *Follies* (1971-72), *A Little Night Music* (1973-74), *Candide* (1974-76), *On the Twentieth Century* (1978-79) and *Evita* (1979-83). After that, George and Ethel retired to Sarasota, Florida. On April 6, 2011, George died of cancer at an

assisted living facility in the Atlanta, Georgia, area, near the residence of his son and daughter-in-law Chris and Pam Martin. Chris and Pam, as well as friends Jon Engstrom and Cliff Weimer, confirmed that George was reading *Kay Thompson: From Funny Face to Eloise* during his final days and that he enjoyed it. George was survived by his wife Ethel, though sadly, at the time of his death, she was already in advanced stages of Alzheimer's disease. *Canton Repository* (Ohio), 12/25/1949; Billman, Larry. *Film Choreographers and Dance Directors: An Illustrated Biographical Encyclopedia, with History and Filmographies, 1893 through 1995*. Jefferson, North Carolina: McFarland & Company, Inc., 1997, pages 409-410. Supplemental information from the Internet Movie Data Base (www.imdb.com), the Internet Broadway Data Base (www.ibdb.com), and countless items in *The Hollywood Reporter* and *Daily Variety*. The author extends extra special thanks to George and Ethel Martin for several in-depth interviews and follow-ups for this book (in 2005 and 2006). Special thanks also goes to Professor Patricia Simon (wife of renowned critic John Simon) and Professor Mary Elizabeth Brown of Marymount Manhattan College (home of part of the George and Ethel Martin Collection) for connecting the author to George and Ethel. (Other portions of the George and Ethel Martin Collection are archived at Jacob's Pillow Dance.) Additionally, special thanks goes to Chris and Pam Martin, and Jon Engstrom and Cliff Weimer for their ongoing generosity and support.

177 and Buzz Miller: Vernal "Buzz" Miller was born December 23, 1923, on a farm in Snowflake, Arizona, into a large Mormon family. According to Jerome Robbins' biographer Amanda Vaill, Buzz "won the Bronze Star and Purple Heart serving as a courier for General George S. Patton in World War II." After his tour of duty, he studied dance with Mia Slavenska and was hired by Jack Cole for West Coast premiere of *Magdalena* before it headed to Broadway. During its run, Buzz also shared Assistant Choreographer duties with Gwen Verdon and George Martin. In addition to nightclub touring with Cole and Kay Thompson, Buzz went on to dance in many Broadway and film productions, including his show-stopping "Steam Heat" number with Carol Haney in both the stage and motion picture versions of *The Pajama Game* (St. James & Shubert Theatres, 1954-56; Warner Brothers, 1957), choreographed by Bob Fosse. He would also dance with Barbra Streisand in the Broadway production of *Funny Girl* (1964-67) for choreographers Jerome Robbins and Carol Haney. His other film appearances would include *There's No Business Like Show Business* (20th Century-Fox, 1954) starring Ethel Merman, Donald O'Connor and Marilyn Monroe, choreographed by Bob Alton and Jack Cole, and *Anything Goes* (Paramount, 1956) starring Bing Crosby and Donald O'Connor, with choreography by Nick Castle, Ernie Flatt and Roland Petit. But, despite his many accomplishments as a dancer, Buzz is probably best remembered as Jerome Robbins' lover (a long-term relationship that immediately followed Buzz' tenure with Kay Thompson). George Martin and Buzz Miller toured with Jack Cole and His Dancers until August 1949 (and during that final month, while performing nights at the Cocoanut Grove, George and Buzz danced during the day in MGM's *Nancy Goes to Rio*). George Martin noted: "After we finished performing at the Cocoanut Grove, Jack disbanded the act. The nightclub scene was slowly disappearing, on the way down. Anyway, within a week or two, Buzz and I got this call—it might have been from Barron [Polan], but it was someone working with Bob Alton—and this person asked if we wanted to join an act that Kay Thompson was creating. He only asked for Buzz and I, even though there was one

other male dancer with Jack Cole at the time—Harry Day. I never knew why he wasn't wanted." When asked if he or Buzz had to audition for Alton or Thompson, George responded, "No, no, not at all. Kay picked us and we said yes." And she promptly started calling Buzz by the nickname "Buzzby." Buzz died February 23, 1999, of emphysema. *The Hollywood Reporter*, 7/5/1949; Vaill, Amanda. *Somewhere: The Life of Jerome Robbins*. New York: Broadway Books, 2006, page 195; Billman, Larry. *Film Choreographers and Dance Directors: An Illustrated Biographical Encyclopedia, with History and Filmographies, 1893 through 1995*. Jefferson, North Carolina: McFarland & Company, Inc., 1997, various pages; supplemental information from the Internet Movie Data Base (www.imdb.com), the Internet Broadway Data Base (www.ibdb.com), and various mentions in *The Hollywood Reporter* and *Daily Variety*. The author extends extra special thanks to George and Ethel Martin for their in-depth interviews for this book.

177 *Lee Scott, who had just finished*: Rounding out Kay's new trio would be Lee Scott, born as Lee J. Sneddon on March 4, 1925, in Ogden, Utah. During World War II, Lee served in Special Services playing drums and trombone for Desi Arnaz' band. After the War, he moved to Los Angeles and studied tap with Louis DaPron and Nick Castle, ballet with Edna MacRae and Edith Jane Falconer, and modern dance with Jack Cole. This led to his being hired by Gene Kelly and Stanley Donen to dance in *On the Town* (MGM, 1949) with Kelly, Frank Sinatra, Ann Miller and Vera-Ellen. In one of the more memorable sequences, Lee danced as a threesome with Gene Kelly and Alex Romero for the "A Day in New York" ballet. In the summer of 1949, Lee performed for choreographer Hermes Pan in *Let's Dance* (Paramount, 1950) starring Fred Astaire and Betty Hutton. Then Lee danced for Bob Alton in *Annie Get Your Gun* (MGM, 1950) which naturally led to Alton's recommendation that he join Kay's new act. After doing the nightclub circuit with Thompson, Lee was hired by his old pal, Desi Arnaz, to serve as the choreographer for *I Love Lucy* (CBS-TV, 1951-1957) and soon became a major choreographer in his own right for such films as *Miss Sadie Thompson* (Columbia, 1953) in which he staged the steamy "The Heat Is On" number in which Rita Hayworth sensuously cavorts with a troop of sweaty Marines. His many television credits would include specials for Bing Crosby (1958) and Ethel Merman (1960), as well as Rosemary Clooney's 1961 variety series. He was married to another dancer named Betty Scott. Lee died January 17, 1996. Billman, Larry. *Film Choreographers and Dance Directors: An Illustrated Biographical Encyclopedia, with History and Filmographies, 1893 through 1995*. Jefferson, North Carolina: McFarland & Company, Inc., 1997, pages 485-486; supplemental information from the Internet Movie Data Base (www.imdb.com), the Internet Broadway Data Base (www.ibdb.com), and various mentions in *The Hollywood Reporter* and *Daily Variety*. The author extends extra special thanks to George and Ethel Martin for their in-depth interviews for this book.

177 "*When I started*": Unidentified magazine article, circa 2/1950, from George Martin's scrapbook, courtesy of George Martin.

177 "*the situation is reversed*": Regarding her new trio of dancers (George Martin, Buzz Miller, Lee Scott), Kay was quoted in the *Boston Globe* thusly: "They are unusual people to meet in a night club. They are interested in literature, painting, and all the arts. Why, they are even busy studying a book I gave them as a means to increase their English

vocabulary. We all try to use new words every day.” She also got them to use previously untapped vocal chords. George Martin recalled: “I could barely sing. Buzz could sing much better than I could. I guess Lee could sing. Kay coached us as best she could. We didn’t do as much singing in the act. We did the intro thing—‘Kay Thompson, Katie Kay Thompson!’—that the Williams Brothers had done, but we did a lot more dancing and acting than we did singing.” Kay said that they rehearsed a minimum of “three hours, without fail, every day.” *Boston Globe*, 1/1950 (exact date unverified; clipping from George Martin’s scrapbook, courtesy of George Martin).

178 “*Bob and Kay came up*”: In a letter dated February 2, 1950, Bob Alton claimed that he had actually contributed more to the material for Kay Thompson’s acts than had previously been thought. Alton wrote: “I have been reading write-ups lately of Kay Thompson’s act which state that Miss Thompson wrote all the material for her act and also staged all the choreography. The fact is that I wrote more than half of Miss Thompson’s first act and a great deal of her new act and certainly staged the entire choreography of both acts.” Apparently Alton’s nose was temporarily out of joint over his lack of credit and remuneration for all the work he had done for Kay. Yet in interviews, Kay *always* generously credited Alton for the staging and choreography of her acts. A discrepancy arose over authorship of the material itself. However, according to this author’s interviews with Andy Williams, Dick Williams, Don Williams, George Martin, Peggy Rea, Bill Harbach, and Connie Polan Wald, the consensus was very strongly in favor of Thompson being the primary author of the material. In fact, on her new act with the trio of dancers, Kay hired Jim and Henny Backus to punch up some of the lyrics with more jokes. [You will recall that Jim had been a regular performer and writer on *Kay Thompson Festival* (aka *Kay Thompson and Company*; CBS-Radio, 1941-42).] Alton did collaborate on five of the songs—“Poor Suzette,” “Myrtle (of Sheephead Bay),” “On the Caribbean,” “Don’t Tell Louella,” and “Light Up the Candles on the Birthday Cake”—all of which are properly credited to Thompson and Alton. But there were many more songs that Kay composed on her own. As for the structure of the shows and the banter between numbers (of which there was practically none), ideas are hard to track as to whom came up with what. But, from all accounts, Alton was a minority influence on the material. George Martin explained: “Kay and Bob worked very close together but he *staged* everything. Our choreography was all Bob—and Kay *always* gave him credit for that. She went out of her way to mention Bob in interviews, even when the interviewers didn’t ask. As far as the material, though, that was all Kay. Bob might have expressed his opinion about the material from time to time, a suggestion here or there, but that was the extent of it. For the choreography, he would come up with ideas and teach them to Kay and us. At one point, after we had played a while, Bob was busy in Hollywood on a movie, so Kay did try to bring in somebody new to stage one new number, but it never really happened. Bob was the one that sparked her.” Kay told a reporter for *The Boston Globe*, “I admit I’m a perfectionist. But it’s such satisfaction to all of us when every foot comes out on the exact split-second and the timing hasn’t the tiniest flaw.” As he had done throughout the Williams Brothers era, Joe Marino provided piano accompaniment, but otherwise, the rehearsals only involved Kay, Bob Alton, and the three boys until they were sufficiently ready. Then, just as the infant Kay Thompson-Williams Brothers act had been sampled for movers and shakers at Bob Alton’s Bel Air home prior to its August 1947 Vegas debut, Kay’s new act got an advance run-through at

Bob Alton's new Pacific Palisades residence in early October 1949. Louella Parsons reported: "Kay Thompson's new act with three unknowns has been previewed. It's voted mighty good... The three new boys will remain unknown. Here's the reason: The salary of the four Williams brothers and her big salary made the act prohibitive for the nightclubs." Unfortunately, with the nightclub circuit beginning to soften, Kay had priced herself out of the market and was finding fewer takers willing to cough up over-the-top dollar. As a result, Barron Polan let it be known that Kay was now willing to accept slightly lower guarantees for her new act. Was Kay admitting defeat? Was she throwing in the towel, hanging her head in shame? Not on your life. Even with lower guarantees, Kay stood to earn more. The math was simple: Without having to split the pie with the Williams Brothers, naturally Kay's net would be higher. At \$10,000, Kay used to net \$5,000 minus expenses. Now, if she "came down" to the bargain rate of \$8,000, she could easily take home \$7,000 or more after deducting expenses. Kay made it seem like she was taking a cut in pay when, in fact, she was getting a raise. It was a sleight of hand that made everyone happy—except maybe those three new boys who earned modest wages, strictly as employees. "We worked for Kay," George explained. "We were paid a salary, but we had to buy our own costumes. I know with Jack [Cole], we were paid \$125 a week, but I don't remember what Kay paid us. Maybe double that, but I really don't remember. We were paid well, even though it seems like nothing, but \$250 was a lot of money back then." Compared to what each Williams brother had been pocketing, however, it was chump change. It was not just about money, though. Kay was determined to hog all the glory, too. "Kay Thompson figures to go through a whole season without the public ever learning the identities of the lads in her act, everybody incognito except her," reported Florabel Muir in *Daily Variety*. Kay's self-centered proclamation would cost her dearly in the court of public opinion. Columnists sharpened their pens to burst Kay's bubble. Six days later, with an air of righteous indignation, Muir followed up: "For the record, the names of the three lads in Kay Thompson's new act are George Martin, Buzz Miller and Lee Scott." Kay's selfishness had clouded her better judgment—a miscalculation that put a bad taste in the mouths of many in Hollywood. The public relations snafu may account for why her new act steered clear of Los Angeles for fifteen months. But at least she learned her lesson; from then on, the boys' names were included in advertising, albeit in a miniscule font. In Kay's defense, however, she must have reasoned that solo headliners often employed anonymous dancers and backup singers—so why should she be held to a different standard? Why was she expected to share more credit than her peers? It was the indelible precedent set by her partnership with the Williams Brothers that proved hard to shake. When Dean Martin & Jerry Lewis broke up in 1955, it took a while for the public to accept them as solo performers. When Cher parted with Sonny Bono, many predicted she would fail as a single. In 1970, Diana Ross faced a similar image problem when she shed the Supremes, as did Gladys Knight when she left the Pips behind. Even the Beatles had to endure skeptics when John, Paul, George and Ringo embarked on careers of their own. More recent examples include Beyoncé leaving Destiny's Child or Justin Timberlake breaking away from 'N Sync. No matter how talented each artist may have been on their own, sympathetic and nostalgic loyalty persisted for the original partnerships. And, as any former member of any hit group will tell you, interview questions invariably lead to, "So, when will there be a reunion?" Kay Thompson quickly learned that putting forward an act without the Williams Brothers was not an easy transition. It would take a bit of time for the adjustment to sink in, for

everyone to get use to the idea. *Daily Variety*, 11/9/1949, 11/15/1949; *Los Angeles Examiner*, 10/5/1949; *Daily Register* (Harrisburg, Illinois), 1/17/1950; *Boston Globe*, 1/1950 (exact date unverified; clipping from George Martin's scrapbook, courtesy of George Martin). Also, a letter dated 2/2/1950, from Robert Alton to MGM executive Ben Thau; the subject of the letter deals with Alton agreeing to let George Sidney receive sole directing credit for *Annie Get Your Gun* even though Alton had staged much of the film; in discussing the pros and cons of receiving official credit, Alton cites Kay Thompson's act as a case when he should have demanded credit for his contributions. The author extends extra special thanks to George and Ethel Martin, Henny Backus, Andy Williams, Dick Williams, Don Williams, Peggy Rea, Bill Harbach, and Connie Polan Wald for their in-depth interviews for this book.

178 *with mobster Meyer Lansky*: On October 20, 1949, Kay and her new trio of dancers (George Martin, Buzz Miller, Lee Scott) made their public debut at the Beverly Club casino located just outside the city limits of New Orleans, described by *Crime Magazine* as "a plush gambling den, in Jefferson Parish" operated by mobsters Meyer Lansky, Frank Costello, Carlos Marcello and "Dandy Phil" Kastel. In 1946, Costello's slot machine racket had been banned in the city of New Orleans and thus the Beverly Club, just beyond the city's jurisdiction, became the hot spot for gambling. According to *The American Mafia: Who Was Who*, Costello, Marcello and Kastel later partnered with entertainer Jimmy Durante in the 1950's to open the Tropicana Hotel in Las Vegas. From the website *The American Mafia: Who Was Who*, at <http://www.onewal.com/maf-who.html>; and, from Allan May's article "Philip Kastel: Perfecting the Number Two Spot" posted on the *Crime Magazine: An Encyclopedia of Crime* website (<http://crimemagazine.com/kastel.htm>), copyright May 1999.

178 *attended by Andy Williams*: Sidebar on the beginning of Andy Williams' solo career: Andy Williams was among the out-of-towners who came to support the October 20, 1949, debut of Kay Thompson's new (post-Williams Brothers) act with her three dancers (George Martin, Buzz Miller, Lee Scott) at the Beverly Club just outside the city limits of New Orleans. Although they pretended to be just very close pals, Andy and Kay were continuing their hot 'n heavy clandestine affair. Andy hung around for several days and became friends with Kay's trio of dancers, too. George Martin took a number of candid photos of Andy's visit that still exist in his scrapbook; he also kept a telegram that Andy sent him on opening night that read as follows: GEORGE MARTIN IS CAPTAIN OF THE BOYS. OH I LIKE THAT AND I LIKE YOU. LOTS OF SUCCESS GEORGE. BEST WISHES HUCKLEBUCK, WILLIAMS. That same day, Kay sent George a telegram, too, that read as follows: I CANNOT BLESS YOU. GOD HAS ALREADY DONE THAT, SO LET'S THANK HIM. KAY. Aside from romance, Andy's presence in New Orleans had a dual purpose. Kay had her hands mighty full with her own new show and yet she was concurrently developing an entire act for Andy's solo debut, a month shy of his 23rd birthday. In a BBC-Radio interview, Kay recalled: "Basically, Andy is shy. He could hardly get up in front of people alone. But when you had arms next to you all of your life, other voices coming from everywhere, you're glued to each other by the shoulder bones, it's tough to come out on your own." In a 2005 interview for the Academy of Television Arts & Sciences Foundation, Andy recalled: "Kay Thompson was my mentor. She was very kind to me and helped me out a great deal when I was starting out on my solo career. She did

arrangements for me; she wrote some special material for me; and helped to get me into my first job at the Blue Angel.” It was early November of 1949 when Andy made his solo debut at New York’s Blue Angel, 152 E. 55th Street, run by Herbert “The Prince of Darkness” Jacoby and Max Gordon of Le Directoire infamy. Kay was not only instrumental in getting Andy his booking at the club, she sent personal telegrams to everyone she knew in New York to guarantee an impressive turnout. Ringsiders on opening night included Kay’s *Low and Behold!* co-star Tyrone Power with his new bride Linda Christian, actor Burgess Meredith, actress Diana Douglas (Mrs. Kirk Douglas), actress and columnist Faye “Emmy” Emerson (wife of Elliott Roosevelt, son of FDR; she later married bandleader Skitch Henderson; her nickname was the inspiration for the Emmy Award), radio newscaster Kenneth Banghart, Broadway producer-lyricist Blevins Davis, screenwriter-lyricist Walter Bullock, Australian actor Ron Randell, Scott McKay (who was currently appearing on Broadway in *Born Yesterday*) and David Wayne (1947 Tony Award winner for Best Supporting Actor in *Finian’s Rainbow*). Also at Andy’s debut was Kay’s former assistant, Bill Harbach, who recalled, “There was a marvelous telegram that Kay sent to Andy on his opening night at the Blue Angel. It is sensational; I talk about it all the time. She sent two words in a telegram. It said: TO ANDY WILLIAMS, NOW THEN. LOVE, KAY. That was the telegram to wish him well. ‘Now then.’ I get goose pimples. I love that damn telegram.” Williams needed all the encouragement he could get. “He was terrified,” Kay recalled. But, throughout her career, she had learned many tricks to overcome stage fright and she shared that wisdom with Andy, bolstering his confidence every way she knew how. Andy Williams recalled: “I did a nightclub act, tried to make a living. It was very difficult. I mean I kept feeling around to see if there was somebody there standing beside me. I’d had no experience really singing alone other than the ‘mother songs’ on the radio programs when I was little. I was lonely a lot. Being part of a family group for so long gives you a comfort, a feeling that you have somebody that you can depend on that’ll always be there. And when you go out in the big world—I went to New York because I thought if I was to do it, I’d have to do it from New York. And then I was living alone and my family, my mother and father and all my brothers and everything were [in L.A.]. It was a very lonely time... But for some reason, I kept going.” When Andy asked Kay for advice, she told him, “There’s only one way to make it. Be better than anybody else. Do that and the rest will come.” Andy recalled, “I gave it a try, I didn’t set out for glamour, for stardom, for girls, or even for money, just to be the best singer I know how to be.” Having witnessed Andy’s solo debut at the Blue Angel, Bill Harbach recalled: “Andy sang his ass off.” When asked how Andy’s routine compared to the Kay Thompson-Williams Brothers shows, Harbach said, “It was marvelous. Andy was Andy, but his act was just a boy singer, like Perry Como, singing at a microphone. No choreography.” On November 11, 1949, columnist Radie Harris wrote in *The Hollywood Reporter* that Andy personally felt “very okay” to be “minus Thompson.” That arithmetic, however, was quite misleading. Though Kay was no longer sharing the stage with Andy, she was ever-present behind-the-scenes. The press release for Andy’s show stated: “All special musical arrangements were made by Kay Thompson,” and the repertoire just so happened to include Kay’s own composition, “(The Birds Are Talkin’) ’Bout You ’n Me” (the B-side of her recent Decca platter) which told the story of a clandestine affair that had become hot gossip. Insiders knew it was autobiographical. Another press release explained, “Kay encouraged Andy and introduced him to people who influenced his career. He met Noël Coward who gave him

permission to do his song ‘Mad Dogs and Englishmen Go Out In the Midday Sun.’” Andy told writer Ben Alba, “I thought I was going to *be* Noël Coward. So I spent about two years in supper clubs singing ‘Mad Dogs and Englishmen’ and doing George Gershwin medleys and that kind of thing.” Press materials also noted, “Eva Kern [widow of Jerome Kern] suggested Andy sing her late husband’s favorite ballads—‘I’m Old Fashioned’ and ‘Look for the Silver Lining.’” And Dorothy Kilgallen wrote in her column that Andy’s rendition of “Ain’t It the Truth” (Harold Arlen-Yip Harburg), from *Cabin in the Sky* (MGM, 1943), was “tops in town.” The rundown of songs performed in Andy’s solo debut tour in 1949-50 included: “You,” “Dear Hearts and Gentle People,” “Lover,” “Spring is Here,” “C’est Si Bon,” “Danny Boy,” Medley: “Who Cares” / “S Wonderful” / “That Certain Feeling,” “(The Birds Are Talkin’) ’Bout You ’n Me” (Kay Thompson), “Ain’t It the Truth,” “Mad Dogs and Englishmen Go Out In the Midday Sun” (Noël Coward), and the encore number “Toot Toot Tootsie.” Alternate songs in Andy’s repertoire: “I’m Old Fashioned” (Jerome Kern), “Look for the Silver Lining” (Jerome Kern), and “La Vie En Rose.” So, despite the breakup of the Kay Thompson-Williams Brothers act, Kay and Andy were still joined at the hip. Andy Williams admitted, “Kay Thompson was a great help to me. She worked with me on arrangements and I had the security of knowing that musically it was good. It was tasteful. She always said, ‘To thine own self be true,’ and to do what you really like, what you really want, what you think is best, and not kid yourself. And I had a great deal of determination anyway. I mean, I didn’t know whether I’d make it as a singer, but I was so afraid of being a failure, I just had to be a success.” After her New Orleans gig ended on November 2, 1949, and before she opened in Chicago on November 11, Kay flew to New York to see Andy’s Blue Angel show and to celebrate her 40th birthday on November 9th with Andy by her side. The coupling did not go unnoticed. “Don’t be surprised at an early announcement of the wedding of Kay Thompson and one of the Williams brothers,” read an item in Herb Stein’s *Daily Variety* column on February 10, 1950. Ten days later, Stein followed up with the predictable denial: “Kay Thompson called us from New York Friday—says she isn’t marrying any of the Williams Brothers.” But as usual, only part of the story was denied. Marriage? No. All other lingering questions of romance? No comment. This piqued curiosity all the more. Kay must have realized she was throwing gasoline on the fire when she dignified the rumor with her provocatively incomplete response. Andy continued his solo nightclub gigs in a number of cities across the country including Pittsburgh and Chicago (in the Mayfair Room at Kirkeby’s Blackstone Hotel, opening March 31, 1950) but attendance was tepid. “I did some of the hotels where Kay Thompson and the Williams Brothers had played,” explained Andy, “but nobody knew who I was... and when I played nobody listened. It was difficult because I was used to having my brothers round me.” His brothers were also finding it hard to recapture the magic they had shared with Kay. Dick got a job touring with Harry James and His Orchestra as a featured vocalist, but a *Daily Variety* review of a gig at the Flamingo Hotel in Vegas deemed Dick to be “rather stiffly postured.” The eldest Williams brother, Bob, had given up showbiz altogether and bounced from one job to the next—peddling insurance, selling real estate, and delivering milk. Don was passing the time on the golf course and in divorce court. [According to gossip columns, his estranged spouse Pamela Drake (whom he had married November 13, 1948) filed for divorce in January 1950 and was seen “slinging hash at La Madelon on Sunset.” Pamela later popped up as a chorus girl under choreographer Bob Alton in two films: *Belle of New York* (MGM, 1952) and *I*

Love Melvin (MGM, 1953).] In a January 1950 *Boston Globe* interview, Kay's version differed slightly, more in the glass-is-half-full vein: "The Williams brothers and I parted in perfect understanding and accord. They wanted to go out on their own. After all, they were very young and had the right to live their own lives and have their own individual careers. One of them is enjoying himself playing golf and tennis to his heart's desire [Don]; another has a baby and a garden [Bob]. A third is studying dramatic acting [Dick] while the fourth has become a solo singer and was recently at the Blue Angel in New York [Andy]." *Hollywood Reporter*, 9/13/1949, 11/11/1949 and 2/2/1951; *Daily Variety*, 3/15/1950, 4/11/1950, 3/7/1951; *TV Guide*, 4/23/1966; *Los Angeles Examiner*, 10/5/1949; *Boston Globe*, circa 1/1950 (undated clipping from George Martin's scrapbook, courtesy of George Martin); *Salina Journal* (Salina, Kansas), 9/27/1965; *Birmingham Post* (UK), 5/24/2005; *Charleston Gazette* (Charleston, West Virginia), 11/15/1949; Alba, Ben. *Inventing Late Night: Steve Allen and the Original Tonight Show*. Amherst, New York: Prometheus Books, 2005, page 204; from an Andy Williams biography program broadcast over BBC Radio in 1976; from the *Where Do I Begin: The Andy Williams Story*, a 2-hour, 4-part BBC-Radio 2 biography of Andy Williams, broadcast in the U.K. on December 6, 13, 20 & 27, 2007, a Pink Production written by Russell Davies, produced by Graham Pass, hosted by Donny Osmond, audio available online at: www.bbc.co.uk/radio/aod/mainframe.shtml?http://www.bbc.co.uk/radio/aod/radio2_aod.shtml?radio2/r2_andywilliams_1; from the Academy of Television Arts & Sciences Foundation's Archive of American Television Interview with Andy Williams, 2005; from press releases dated 3/1950 authored by publicist Evelyn S. Nelson, the Blackstone Hotel, Chicago, Illinois (from the author's collection); 10/20/1949 telegram from Kay Thompson to George Martin, Beverly Country Club, New Orleans, from George Martin's personal scrapbook, courtesy of George Martin; 10/20/1949 telegram from Andy Williams to George Martin, Beverly Country Club, New Orleans, from George Martin's personal scrapbook, courtesy of George Martin; and, from the author's interviews with Andy Williams, Dick Williams, Don Williams, George Martin, Bill Harbach, and Leonard Grainger.

178 "\$5,000 per week": *Zanesville Signal* (Zanesville, Ohio), 9/15/1949.

178 *Kay's forty-minute routine*: Kay's forty-minute act with her trio of dancers would be drawn from various combinations of the following repertoire of prepared numbers:

1. "Hello, Hello" (Kay Thompson). The same introductory number used with the Williams Brothers, in which the boys sing, "Kay Thompson, Katie Kay Thompson..."
2. "Rubyocco from Morocco" (Kay Thompson). *Variety* described this number as "the horrible adventures of an Arabian miss adrift in the cosmopolitan world. Story starts and ends in Morocco and is replete with modified bumps and grinds." Rubyocco's tragic life comes to an abrupt end when she dives head first into a pool of water that turns out to be a desert mirage. No known recording or sheet music has survived.
3. "The Lives and Loves of Madelaine d'Esprit" (Kay Thompson). "Discussing the vogue of psychiatry," noted a review in *Variety*, "the blond chanteuse shows the influence of the cinema, with a touch of Bette Davis and Katharine Hepburn, as a sadistic female who

tramples over three men.” Another review called it “a determinedly puckish saga about a society dame and her three lovers.” Hedda Hopper reported: “Kay Thompson does a murderous burlesque on both Bette Davis and Tallulah Bankhead.” No known recording or sheet music has survived.

4. “(The Birds Are Talkin’) ’Bout You ’n Me” (Kay Thompson). This was the song Kay recorded for Decca Records. The happy-go-lucky “being in love” lyrics, coupled with the idea that the romance is hot gossip, was clearly inspired by Kay’s secret affair with Andy Williams.

5. “Circus” (Kay Thompson). No known recording or sheet music has survived.

6. “Let’s All Go For a Walk” (Kay Thompson). No known recording or sheet music has survived.

7. “Katie’s Blues” (Kay Thompson). From a review of their November 11, 1949, opening in Chicago, *Variety* explained, “In ‘The Blues,’ strikingly different fare from what has gone on before, Miss Thompson sells a plaintive wail in subtle torch style. The hopelessness of the lovelorn singer is one of the most dramatic bits of bistro entertainment ever seen in this room. As Miss Thompson wanders off the floor, the mood is sustained by the three dancers who writhe through a pattern of despondency, an effect heightened by excellent lighting. Singer returns to echo her lament for a sock finish.” Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954).

8. “Gotta Rejoice” (Kay Thompson). “As a Holy Roller, arm-flailing revivalist, Miss Thompson in ‘Rejoice’ pleads for customers to see the light, get the glow and spirit,” wrote the critic for *Variety*. “This religious satire is done inoffensively.” A later *Variety* review described it as “the curtain-raiser ‘Gotta Rejoice,’ a rousing, flashy teeoff that sounds and looks like a Metro production number and gets the customers off their hands smartly by sheer force.” No known recording or sheet music has survived.

9. “Get Away From Me, Boys, You Bother Me” (Kay Thompson). *Variety* added: “Then from a sweet natured maid, she goes into a tantrum because of her cohorts bedeviling her while she’s telling the audience they’re a likeable group. Denouncing the group, she sings, ‘Get Away From Me, Boys, You Bother Me,’ which, after some pleading, brings a happy ending.” A local Chicago newspaper noted, “There is a number called ‘Get Away Boys’ that opens with Miss Thompson asking Martin, Scott and Miller, ‘Boys, would you mind putting me down, please.’ The boys are getting playful, and teasing their Kay, gently, like tossing her a few feet across the floor. She rebels in a few hundred well chosen words, commenting it would be all right with her if they returned to their paper routes.” No known recording or sheet music has survived.

10. “Virginia Happenstance” (Kay Thompson). No known recording or sheet music has survived.

11. “Myrtle (of Sheepshead Bay)” (Kay Thompson-Bob Alton). The saga of the girl from Brooklyn. One of the few carry-over tunes from her Williams Brothers act. Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954).

12. “L’Histoire de la Pauvre Suzette” aka “Poor Suzette” (Kay Thompson-Bob Alton). Kay’s *pièce de résistance*, the audience favorite from her days with the Williams Brothers. Later recorded for the album *Kay Thompson Sings* (MGM Records, 1954).

13. “Mad About the Ballet” (Kay Thompson). Later described by *The New Yorker* as “the account of a would-be ballerina whose wealthy patron can’t get her into Sadler’s Wells outfit, even after an audition for both Mr. Sadler and Mr. Wells, until he buys out the company,” the number “borrowed” key elements of the storyline from the Broadway musical *Look Ma, I’m Dancin’!* (Adelphi Theatre, 1948) in which Nancy Walker played “a stage-struck brewery heiress from Milwaukee who underwrites the ballet in order to get on her toes.” In Thompson’s version, the wannabe ballerina relies on her feminine wiles rather than her wealth, but otherwise the saga seems strikingly similar. “While Miss Thompson prances, starry-eyed, through the measures of the story-in-song,” added *The New Yorker*, “[her backup] men become caricatures of the various persons involved.” *Variety* wrote that Kay “socks across the hilarious story of the poor little kept girl who aspires to the ballet and makes it the hard way. Laughs are hard and heavy with blonde giving forth with the delicate bumps and rolls. Dance and choral backing... is pretty close to the old Greek chorus ensemble idea.”

Sources: *Variety*, circa 11/1949 (review for 11/11/1949 opening night performance; undated clipping from George Martin’s scrapbook, courtesy of George Martin), 1/17/1951 and 4/9/1952; *New Yorker*, 10/20/1951; *Playbill*, 12/26/2004; *Los Angeles Times*, 10/29/1949; and, from an unidentified 11/1949 Chicago newspaper review from George Martin’s scrapbook, courtesy of George Martin. Plus, the author’s interview with George Martin.

178 “*a Holy Roller*”: *Variety*, 11/11/1949, from George Martin’s scrapbook, courtesy of George Martin.

178 “*to return to their paper routes*”: Unidentified Chicago newspaper review, circa 11/1949, from George Martin’s scrapbook, courtesy of George Martin.

178 “*a murderous burlesque*”: *Los Angeles Times*, 10/29/1949.

178 “*who tramples over three men*”: *Variety*, 11/11/1949, from George Martin’s scrapbook, courtesy of George Martin.

178 “*the horrible adventures*”: *Ibid.*

178 “*better than the old act*”: *Syracuse Herald-Journal* (Syracuse, New York), 10/24/1949.

178 *foursome at the Blackstone*: When Kay and her trio opened at the Blackstone in Chicago, Andy Williams sent congratulatory telegrams to Kay the boys. The one he sent to George Martin read as follows: IT GOES WITHOUT SAYING GEO. THAT YOU ARE A WONDERFUL GUY, A WONDERFUL DANCER AND A WONDERFUL PERFORMER, BUT I'M SAYING IT ANYHOW. HAPPY OPENING. ANDY. From 11/11/1949 telegram from Andy Williams, New York, to George Martin, Blackstone Hotel, Chicago. From George Martin's personal scrapbook, courtesy of George Martin.

178 "socko": *Daily Variety*, 11/15/1949.

178 *Garroway was front and center*: Dave Garroway had recently parlayed his quirky radio persona into the new medium of television. In April 1948, he made his local Chicago TV debut introducing old-time silent movies on WBKB-TV. A year later, on April 16, 1949, Dave christened a Chicago-based variety show, *Garroway at Large* (WNBQ-TV), which was broadcast nationally on Sunday nights by NBC-TV. A big fan of the program, Walter Winchell called it "the first show with a professional flavor. Big time all the way... the cameras have finally caught on to the tricks they can do." Regarding the innovations of *Garroway at Large*, *Time* reported, "Big, 37-year-old Dave Garroway, an amateur mechanic, gem cutter, tile-setter, photographer, bird fancier, cabinetmaker and bibliophile, says his scriptless show is planned by 'four guys sitting around a table...' Lacking big budgets, elaborate equipment and big-name talent, they are forced to shortcut the elaborate. They specialize in what they call 'simplified realism' and 'ad-lib' drama. By banning studio audiences they can use the four walls of every set; short on cameras, booms and overhead trolleys, they never switch from one camera to another without good reason." Garroway was a bon vivant who was curious about everything from astronomy to gadgets. Like Kay, Dave had a quirky style all his own, never to be seen without his horn-rimmed glasses and flashy bow ties. In November 1949, he was pictured in *Look* wearing a leopard lounge jacket and driving a Jaguar—both of which would have received Kay's enthusiastic seal of approval. Even without the fashion statements, however, Dave stood out in a crowd because of his imposing height—a lumbering six feet, two inches, plus shoes. Visually, Garroway and Thompson were lanky and wacky birds of a feather. What set them apart, though, was Dave's soft-spoken, relaxed voice that was "as soft as a chocolate bar on an August afternoon"—the antithesis of Kay's loud and hyper ebullience. This laid-back demeanor is what made Garroway unique in a world of bombastic television personalities. Unlike all the others, Dave intimately chatted to the camera. In *The New York Herald Tribune*, John Crosby wrote: "It appears to be directed at pleasing a few people in a living room, not at provoking wild shrieks of laughter from a studio audience." Television was growing by leaps and bounds during 1949; the number of TVs in American homes had risen to 2 million, up from only 500,000 the year before. Garroway was riding the crest of that wave, soon to be a tsunami. Sometime during her Chicago gig (11/11/1949 through 12/8/1949), Kay made her television debut on *Garroway at Large*—chatting, not performing. She would have been in good company; other performers who were guests that same month included Sarah Vaughan, Mel Tormé, Ella Fitzgerald, Burl Ives and Mildred Bailey. Garroway was certainly not shy about his devotion to Thompson; on several nights he returned to see her show at the Blackstone, igniting whispers of a romance-at-large. *Time Magazine*, 9/11/1950; *Look Magazine*, 11/22/1949; *Chicago*

Daily Tribune, 7/13/1947 and 4/4/1948; and, from the author's interviews with Mike Wallace, Art Buchwald, George Martin, and Leonard Grainger.

178 *a charity spoof*: *Nevada State Journal* (Reno, Nevada), 12/4/1949.

179 "*Kay and company*": *Chicago Daily Tribune*, 12/4/1949.

179 "*Last minute complications*": Ibid.

179 *to star in Irving*: *Olean Times Herald* (Olean, New York), 10/27/1949.

179 "*top candidate for*": *Charleston Daily Mail* (Charleston, West Virginia), 3/3/1950.

179 *Cole Porter's new musical*: On March 3, 1950, Walter Winchell broke the news that Kay Thompson was the "top candidate for Cole Porter's new musical comedy, *Out of This World*." Inspired by Plautus' *Amphitryon*, one of the earliest surviving pieces of Roman burlesque, the premise of *Out of This World* was to juxtapose mythological Greek gods with contemporary characters. Kay would play the goddess Juno who suspects that her husband, Jupiter, the great god of all gods, is cheating on her with a mortal American girl named Helen. Donning a variety of earthly disguises, Juno schemes to catch him in the act—a feat that proves to be easier said than done. The project's pedigree was celestial. Cole Porter was white-hot on the Great White Way; his still-running Broadway smash, *Kiss Me, Kate* (New Century Theatre / Shubert Theatre, 12/30/1948-7/28/1951), had not only won five 1949 Tony Awards (including Best Musical and Best Score), it was the crowning achievement of his career. For *Out of This World*, Porter planned to reunite his *Kiss Me, Kate* team including Kay's dear old pal from MGM, Lemuel Ayers, Cole's resident producer and scenic-costume designer. Also repeating duties would be co-producer Saint Subber, choreographer Hanya Holm, and director John C. Wilson (Noël Coward's former lover, now sharing a bed with Mr. Porter). Dwight Taylor, who co-wrote the Fred Astaire-Ginger Rogers classics *Gay Divorcee* (RKO, 1934), *Top Hat* (RKO, 1935) and *Follow the Fleet* (RKO, 1936), turned in his draft of the libretto on November 4, 1949, but, dissatisfied with the result, Cole immediately hired Betty Comden and Adolph Green to do a rewrite. Meanwhile, on the casting front, Porter had originally envisioned his former muse, Ethel Merman, for the role of Juno but she was committed to Irving Berlin's *Call Me Madam* (Imperial Theatre, 10/12/1950-5/3/1952) and was, therefore, unavailable for the foreseeable future. Instead, he offered the role to Carol Channing, who was causing a sensation in *Lend an Ear* (National Theatre, 1948-49), but she opted for *Gentlemen Prefer Blondes* (Ziegfeld Theatre, 12/8/1949-9/15/1951) as her next Broadway vehicle. In November 1949, Cole approached Judy Holliday, star of the long running hit, *Born Yesterday* (Lyceum Theatre / Henry Miller's Theatre, 2/4/1946-12/31/1949), but, according to a report in *The New York Times*, she was "a cautious lassie" and wanted "to decide after perusing the book." By February 1950, with Comden and Green still trying to fix the problematic libretto, Holliday got restless and agreed to star in Columbia Pictures' movie version of *Born Yesterday* that would start shooting in June 1950—effectively taking her off the market. Frustrated that the reigning queens of American theatre were so elusive, Porter decided to tailor his new work around Kay Thompson who, everyone agreed, was poised to explode on Broadway as soon as

someone could pin her down to do such a thing. And, unhappy with Betty and Adolph's progress on the book (they attempted to shift the setting to a baseball game), Cole scrapped everything and engaged Reginald Lawrence to write an entirely new libretto with Kay in mind. Like Holliday, Thompson was not willing to commit to anything until she could read a draft that Porter approved. And from the way things had been going, who knew when that might be? In May, director John C. Wilson gave up waiting and ankleed the project (in addition to his affair with Porter) to be replaced by Agnes de Mille which, historically, would have made her the very first female director of a Broadway show. Having both been fired from *Hooray For What!*, Kay and Agnes were keen to work together, but the unrest surrounding *Out of This World* was starting to feel like a case of déjà vu. Another month slipped by before Reginald Lawrence had a libretto that Porter liked and, by then, Thompson had grown skittish and was having second thoughts. For most of the summer, Cole continued to woo Kay but, to his dismay, she ultimately chose to stick with her nightclub act where she had unbridled confidence and, most of all, complete artistic control. *Out of This World* soldiered on without Thompson. After an offer to Martha Raye was rejected, Porter finally managed to hire Charlotte Greenwood for the role of Juno. Tryouts were held in Philadelphia and Boston that November 1950 where reactions were grim. Director George Abbott and writer F. Hugh Herbert were brought in to replace an overwhelmed de Mille (though she retained sole credit) and the shaky enterprise limped its way to the Broadway stage on December 21, 1950, receiving mixed notices at best. In *The New York Times*, Brooks Atkinson wrote: "Although it is difficult to make sex a tiresome subject, *Out of This World* has very nearly succeeded." Of its star, however, Atkinson was more upbeat, noting, "The warm-hearted clowning of that longitudinous Charlotte Green" provides "the happiest moment of the show [when] she swings those long legs in a cartwheel-motion that delighted New Yorkers after the First World War, and delights New Yorkers of today." The musical ran until May 1951 but was outlived—and overshadowed—by *Kiss Me, Kate*. Perhaps Kay had made the right decision to kiss this one off. *New York Times*, 11/4/1949, 11/21/1949, 11/23/1949, 12/22/1950, 2/8/1950 and 5/21/1950; *Charleston Daily Mail* (Charleston, West Virginia), 3/3/1950; *National Review Online* (John Derbyshire), 7/28/2004; Schwartz, Charles. *Cole Porter: A Biography*. New York: Da Capo Press, 1979, page 241; McBrien, William. *Cole Porter: A Biography*. New York: Knopf, 1998, page 323; and, from Didier C. Deutsch's liner notes, page 4, from the 1992 CD release of the Original Broadcast Cast recording of *Out of This World* (Sony Broadway, SK 48223).

179 signed with Decca: *Daily Variety*, 6/22/1949.

179 for Allied Records: *Daily Variety*, 6/23/1953; *Deseret News* (Salt Lake City, Utah), 2/25/1999. Allied Record Sales Company of Los Angeles was an independent label owned by Daken K. Broadhead, the president of the Hollywood Chamber of Commerce who helped develop the Hollywood Walk of Fame.

180 *Lansky and his brother*: Kay and her trio of dancers (George Martin, Buzz Miller, Lee Scott) opened a ten-day engagement, starting December 22, 1949, at La Boheme (backed by Teddy Powell and His Orchestra) in Broward County near Hollywood, Florida, about eighteen miles up the coast from Miami. Chauncey Marvin Holt, who worked as an accountant for mobster Meyer Lansky, stated: "They referred to Broward

County as ‘Lansky County.’ He owned the sheriff, he owned everything.” And his brother, Jack Lansky, owned La Boheme, which Holt described as one of “the plushiest of the carpet joints at that time.” It was not the first time Kay would work for the Lansky family, nor would it be the last. George Martin recalled: “I remember, we stayed in a motel. Kay would be in her room a lot, and I remember one night she had guests and it turned out to be Leonard Bernstein and another gentleman, his ‘friend.’” Quote unquote. Despite a future 1951 marriage that would produce three children, it was commonly known among peers that Bernstein was gay. With many of his greatest triumphs yet to come (i.e. *West Side Story*), by 1950 Bernstein had already served two years as music director for the New York City Symphony Orchestra and collaborated with Betty Comden and Adolph Green on the hit Broadway musical *On the Town* (1944-1946). His admiration for Kay Thompson was no passing fancy; he showed up regularly at her nightclub performances. Though Bernstein feared exposure as a homosexual, he had no idea that within six months, he would face an even greater challenge in the shadow of McCarthyism. In June 1950, his name would appear as a “suspected Communist” in *Red Channels: The Report of Communist Influence in Radio and Television* (published in New York by *Counterattack: The Newsletter of Facts to Combat Communism*) which would lead to his professional Blacklisting. Of the opening night at La Boheme, critic Herb Rau wrote in the *Miami Daily News*: “The joint was jumpin’ with Miami café society, shelling out their ten bucks per head for the excellent cuisine, a half-hour of La Thompson and her three stooges, and music by two groups, Teddy Powell’s very danceable orchestra and a Latin ensemble for the rumba set.” Unfortunately, this reviewer was not given a good seat. “Visibility of the dance floor was zero from our table in the southeast corner of the room. . . . Fortunately, Kay is a tall one, even though her three aides de dance are short ones. Her shining blonde head, with her hair knotted in a bun, was clearly recognizable above the audience.” Though unable to fairly judge the show, he reported, “The act garnered lots of applause.” Walter Winchell noted: “Kay Thompson’s new playlet (in song) delighted the Club Boheme’s first-nighters. Class with a capital KAY.” In another column, Winchell reported, “Teddy Powell’s crew at Club Boheme is delightful. His flawless conducting for Kay Thompson’s jet-propelled tempos is the talk of the local show world.” Vocalist-bandleader Gracie Barrie (the former wife of bandleader Dick Stabile) was at the La Boheme opening and declared, “Kay is an artist. She’s wonderful, she’s indefinable, a perfectionist, even though not too many people understand her.” *Miami Daily News*, 12/23/1949; *Syracuse Herald-Journal* (Syracuse, N.Y.), 12/29/1949; *Zanesville Signal* (Zanesville, Ohio), 12/29/1949; *Brownsville Herald* (Brownsville, Texas), 12/28/1949; the author’s interview with George Martin; and, from an October 19, 1991, videotaped interview with Chauncey Marvin Holt conducted by John Craig, Phillip Rogers and Gary Shaw. A transcript appears on the *JFK Murder Solved* website at: www.jfkmurdersolved.com/holt1.htm.

180 *there was a problem*: After the La Boheme engagement in Florida, Kay felt her show needed a tune-up and so, according to the January 6, 1950, issue of *The Hollywood Reporter*, she and her trio rushed back to Los Angeles via airplane “for a few days of rehearsals with Bob Alton.” No matter how busy Alton was on other jobs, he always found time to accommodate Kay. Having just finished choreographing *Annie Get Your Gun* (MGM, 1950), Alton shifted gears to *Pagan Love Song* (MGM, 1950), only this time in the capacity of director. “Esther Williams splashed up enough water apparently to

drown Stan Donen out of the megging chore on *Pagan Love Song*,” scooped *The Hollywood Reporter* on January 27. “Robert Alton takes over.” According to various sources, Stanley Donen and Bob Alton never got along all that well to begin with, and this only put a further wedge between them. It would be one of the many reasons that Alton would not be asked to choreograph Donen’s *Funny Face* in 1956. *Pagan Love Song* would mark Alton’s second directing gig after Red Skelton’s *Merton of the Movies* (MGM, 1947). *Hollywood Reporter*, 1/6/1950 and 1/26/1950; and, from the author’s interview with George Martin.

180 *with Kay’s accompanist*: In a 1975 *Los Angeles Times* interview, when Joe Marino was appearing at the Tail o’ the Cock piano bar on La Cienega, he looked back on his career: “I’ve been a pro since I was 13... I’ve been a studio musician at MGM and Paramount. I’ve given concerts. I toured with Kay Thompson and the Williams Brothers. In short, I’ve accompanied the best and I have a pretty fair reputation among musicians. But it all goes down the drain when some drunk takes it into his head to break into ‘When Irish Eyes Are Smiling.’ It just takes all the fun out of playing when the bimbos have a couple of belts and decide they’re Bing Crosby or Miss Lily Pons... but, after a couple of belts, it just so happens I sound like Miss Lily Pons.” Ultimately, however, those belts were Joe’s undoing. George Martin explained: “Joe Marino was a fabulous pianist, but Kay couldn’t count on him. So, she got another accompanist named ‘Joe,’ this one was Joe Karnes.” *Los Angeles Times*, 5/18/1975; and, from the author’s interview with George Martin.

180 *alcoholic and he slipped*: It wasn’t the first time Joe Marino’s drinking got him in trouble. “Nobody knew the name of Kay’s piano player Joe Marino until he got pinched for speeding,” reported Florabel Muir in the January 7, 1949, *Daily Variety*. “The judge held off the sojourn in the pokey until after the engagement at the Mayfair [at the Beverly-Wilshire Hotel in Los Angeles] is over this week.” In a classic example of a Hollywood-style cover-up, it turns out that there was more to the story, including another participant. Dick Williams revealed, “During our engagement at the Beverly-Wilshire, Joe and I went out one night after the job to a little bar where the guy stayed open after hours, just for friends. So, he and I got drunk and we got in our cars and we were racing down Wilshire Boulevard at four o’clock in the morning. I mean, there was nobody on the street and we were going *fast*. A cop pulled us over. We got jail time. Three days. It was hysterical because our dad got us out at night to perform at the Beverly-Wilshire, and then we’d go back to jail. We never missed a show. You see, our dad had gotten to know the police well because of the Black Dahlia incident, which allowed him trust and leverage to get us out of jail for the shows.” (See notes on the Black Dahlia incident under page 142 with the trailing phrase “by the Williams Brothers.”) Though imbibing was impossible to ban entirely, Kay frowned on alcohol consummation among her troops. A contrite Dick Williams was later quoted in the press saying, “When you’re working, you can’t drink. You just get a hangover and can’t think fast enough to keep your timing.” *Daily Variety*, 1/7/1949; *San Mateo Times* (San Mateo, CA), 8/1/1951.

180 *Joe Karnes, her former accompanist*: Joe Karnes practically owed his career to Thompson. In addition to his private vocal coaching practice as “the next best thing to Kay Thompson,” Karnes had become a top accompanist on the nightclub circuit for stars

such as Rudy Vallee and Mitzi Green. Because he had a wife and kids in Los Angeles, he preferred to stay on the West Coast, but when Kay came calling with an offer to travel the world with her new act, he just couldn't turn her down. George Martin added: "Joe Karnes was a big tall guy and a *very* good pianist. *Very, very* talented. Much steadier than Joe Marino. He was very sweet, but a quiet type. Kept to himself. He never socialized with us." The exact date is unclear when Karnes took over Joe Marino's position as Kay Thompson's accompanist. The last mention of Joe Marino was found in the 11/1949 *Variety* review for the act's gig at the Blackstone in Chicago. The earliest mention of Joe Karnes with the act was found in a 2/16/1950 postcard from George Martin's scrapbook, which places him firmly with the team for their New York gig at Versailles, though he probably joined a bit earlier—guesstimating around the beginning of 1950. Along with George Martin, Buzz Miller and new trio member Jimmy Thompson, Joe Karnes is listed among the passengers of the Queen Elizabeth that sailed June 1, 1950, to Cherbourg for their gig at Les Ambassadeurs in Paris 6/12/1950. *Variety*, 11/1949; and, from the author's interview with George Martin. For more biographical information on Joe Karnes, see endnotes for page 75 under the trailing phrase "flew to St. Louis."

180 *further in Boston*: In early 1950, Kay Thompson braced herself for the challenge of winning over a reluctant Boston, the one city where her act with the Williams Brothers had *not* been SRO. Determined to turn the tide in her favor, Kay—with her new trio of dancers—once again performed under the painted clouds of the Oval Room at the Copley Plaza Hotel, from January 11-24, 1950, backed by Dick Barlow and His Orchestra, booked by General Manager Lloyd B. Carswell through the local talent agency, United Artists Corporation. The reduction of her fee allowed for a more customer-friendly \$1.50 cover charge and, accordingly, the second time was the charm. Crowds showed up in droves. George W. Clarke of the *Boston Record* gave the opening night a rave review and immediately went back for more, declaring that "even on the second night it was exciting." The *Boston Globe* reported: "Kay is back with a new act, new boys, new ambition, a new hair-do—and even a few skirts! The new hair-do includes the scalp lock but includes a brow effect that is soft and feminine. She wore a skirt at the party Arki Yavensonne [President, United Artists Corporation, Boston] gave for her before her act opened, and another skirt, long and drapery, when she was interviewed by the *Globe*. But she has the same straight-from-the-shoulder handclasp and the same ardent desire to make her work even better and more exciting. And she still wears pants when she is on the stage or rehearsing." *Boston Record* critic George W. Clarke struggled to make sense of it all: "Words seem pointless. Miss Thompson has abandoned the severely black jersey and jodhpurs she wore last time she was here for three-quarter length white trousers, a flowing white skirt, open in front, and a tight little jacket with a choker collar. Her hairdo is different, too—this year there's a bun in back, pierced by a white pin at an angle. And her nails are white... Pretty? Far from it. Ugly? No-o-o, but certainly smart, sharp, suave, subtle, sophisticated and very, *very* soigné... Then, when you consider that she wrote it all herself, every line of it, you suddenly realize just how clever she is. But wait a minute. Is such brittleness clever? Were there ever such persons as 'Rubyocco From Morocco,' who came to a bitter end by diving into the mirage of a swimming pool in the desert, or 'Madelaine,' who wrought such havoc in the lives of three of her lovers?" Without the ability to put his finger on exactly why the act clicked, Clarke simply declared that the show "weaves a magic spell of enchantment which holds the audience in thralldom," and

advised his readers to just “go and see for yourself.” For her columnist friends who could not come to Boston, Kay sent a little piece of Boston to them. Hedda Hopper reported: “I got beans from Boston baked with Virginia ham from that delightful, delicious Kay Thompson.” Kay’s biggest fan, Walter Winchell, could not wait for the show to come to New York, so he traveled to Boston for the opening. And although he remained in awe of her talent, he did offer one friendly suggestion: “Her ‘Blues’ ditty is good, but it slows her zingy and breathless pace. Chuck it, Katy.” Winchell was referring to “Katie’s Blues” (Kay Thompson), the new ballad that Kay had written for herself. Ever since she was a teenager, Kay had yearned to be a torch singer like Fanny Brice singing “My Man,” but just as Brice had eventually become typecast as a comedienne, audiences—or at least Winchell—preferred the funnier, jet-propelled Kay Thompson. However, despite being pigeonholed, Kay could torch like there was no tomorrow; sample her recording of “Katie’s Blues” on her album *Kay Thompson Sings* (MGM Records, 1954) as proof positive. And, refusing to heed Winchell’s advice, Kay bravely kept it in the act. Another usual suspect showed up, too. George Martin explained: “When we were in Boston, Andy Williams came to visit again. I remember it vividly because Buzz and he and I went to the Y to swim.” Aside from his ongoing secret affair with Kay, Andy was there to consult further with her about his own solo act and work with her on arrangements. *Los Angeles Herald-Express*, 1/23/1950; *San Antonio Express* (San Antonio, Texas), 2/2/1950; *Boston Record*, circa 1/1950 and *Boston Globe*, circa 1/1950, both undated clippings from George Martin’s scrapbook, courtesy of George Martin.

180 *and Providence, Rhode Island*: For a limited four-day gig in Providence, Rhode Island, Kay and her trio of dancers played the historic Sheraton-Biltmore Hotel, known for its unique V-shape that afforded all guests an outside room, built in 1922 by the architect firm Warren and Wetmore of New York’s Grand Central Station fame. Under the direction of General Manager Thomas C. Deveau, the Garden Room was the hotel’s famous hot spot for entertainment where no gimmick was left unturned. When Esther Williams performed there, the dance floor had been transformed into an aquarium with live fish and, for Sonja Henie’s ice show, the floor had become a skating rink. With Kay, no such stunts were needed. Billed as “America’s Greatest Supper Club Entertainer,” Kay (and her boys) knocked ‘em dead with pure adrenaline, from January 25-28, 1950, accompanied by Bill Cooper and His Orchestra. A Providence newspaper review by Bradford F. Swan stated, “In appearance, [Thompson] is something right off Toulouse-Lautrec’s drawing board—one of the tenuously posed singers and dancers of the Moulin Galette come to life—only she has forsaken the furbelows of Lautrec’s chanteuses for tight black wool trousers and a green satin overskirt of her own modern design. Her lean, sharp face and the slender expressiveness of her arms and hands are other assets... Her wit has a real bite—as when she is telling the saga of one Madelaine who held men in the vise-like grip of a serpent. On the other hand, she can give the blues an ultra-modern treatment, or blithely recount the exploits of Ruby, a Moroccan temptress... She really is something... what she does is startling entertainment... She releases as much energy in the course of her dancing and singing as a cyclotron on a rampage, but it isn’t just shot into space; it is completely controlled and neatly directed into what she calls ‘vocal choreography.’” From an advertising card for Kay Thompson at the Garden Room of the Sheraton-Biltmore, Providence, Rhode Island; and an unidentified Providence, Rhode

Island, newspaper, circa late January 1950; both from George Martin's scrapbook, courtesy of George Martin.

180 *a run at Versailles*: Versailles was a swank Manhattan supper club at 151 East 50th Street (between Lexington and 3rd Avenues). The cavernous building where Versailles was located began construction in 1926. It was intended to be an opera house but, due to financial setbacks caused by the stock market crash of 1929, never opened as such. Prohibition led to its use as a speakeasy until alcohol was legalized in 1933. Then in 1936, music promoters Nick Prounis and Arnold Rossfield took over the joint and transformed it into Versailles. Known for its opulence, the club bedazzled patrons with the finest china plates, sterling silver flatware, crystal stemware and imported linens. "The famous Desi Arnaz presided as the house bandleader," noted an article on the *nocheLatino.com* website. "Featured performers included comedians Jimmy Durante and Abbott and Costello. Edith Piaf made her American debut here and returned year after year to standing ovations. Star-studded regulars such as Judy Garland and Ginger Rogers were sighted in the smoke-filled 30 ft. domed ceiling room complete with crystal chandelier." On December 6, 1949, Louella Parsons wrote, "Kay Thompson will take will take a cut in salary at Versailles with the provision that a sliding platform be built for her at a cost of \$12,000." Apparently, Kay had fallen in love with the moveable stage that had been custom-built for her in 1948 at Le Directoire and now, in order to feel at home in New York, she needed the earth to move under her feet. If it were possible for diva demands to reach new heights, Kay rose like a phoenix to the occasion. As columnist Earl Wilson put it, "Kay Thompson's going to be sole boss of her show at the Versailles, and you'll be hearing tales about temperament." Diva or not, ya gotta hand it to her. Kay knew how to make an entrance, not only on a moving stage, but on the world stage as well. A publicity stunt at Grand Central Station on January 29, 1950, turned Miss Thompson's New York arrival into a *cause célèbre du théâtre comédie*. Dressed in a smart skirt suit with a string of pearls around her neck and a mink coat draped around her shoulders, Kay perched herself on top of a mountain of luggage elevated by an enormous fork-lift which proceeded to recklessly careen around the rotunda as she asked stunned passersby for directions to Versailles. A photo commemorating the event shows Kay with her mouth agape in mock shock as she waves directions with her white-gloved index finger. The caption read: "Bistro-bound...New York...Pointing the way for her bags, singer-dancer-comedienne Kay Thompson is shown on her arrival at Grand Central Station in the wee hours of the morning. The pert bistro favorite has just finished an engagement in Providence, R. I., and is set to bring her frivolity to the Manhattan scene when she opens at a favorite night-owl haunt on Feb. 1st." Eloise could not have done it better. Even though she was raking in the dough, Kay cut her overhead to the bone. No more personal publicists would be paid out of her pocket. She would simply utilize the publicists for each venue in which she performed – free of charge. She also found that she could get by without an assistant. "She had a girl working for her as sort of her secretary when we first started out," recalled George Martin, "but after that, nobody was with her. She was all by herself. Kay could get people to do a lot of things. The hotel staff *adored* her. The managers and the maître d's at all the clubs would do *anything* for her. Saks Fifth Avenue would do anything for her. She had that kind of personality." Label her a charmer or a user, the end result was the same: Kay was a master at the fine art of mooching. Thompson also got whatever she wanted at Versailles. She befriended the

twenty-one-year-old hat-check boy and got him to do her bidding. His name was Morris Levy—a kid who also knew how to make friends with the right people. Just a few years later, in January 1957, Levy would become an overnight millionaire as co-founder and president of Roulette Records, with a roster of artists that included Count Basie, Pearl Bailey, and Milton Berle, all of whom he had befriended at Versailles. Levy would also establish many connections with the Mob. In May 1958, when Nick and Arnold ran into federal tax problems, Morris would end up buying Versailles, turning it into the Roundtable. In a 2007 interview for this book, comedian Bill Dana recalled, “Levy was a nice guy but you didn’t fool around with him, if you know what I mean. The Jewish gangster [Hesh Rabkin] in *The Sopranos* was based on him.” Backed by Emil Petti and His Orchestra, Kay Thompson’s opening at Versailles was another homerun. Radie Harris wrote in *The Hollywood Reporter*, “Only an attraction as popular as Kay could follow the record-breaking engagement of Piaf—and not be a let-down. Again, she was so ballyhooed in advance that she had to live up to all the Winchellian—and other—orchids, and again she didn’t let the ringsiders down. Discarding the four Williams brothers for a supporting cast of three equally talented, albeit unbilled, song and dance men, she has also discarded all her old material—including her standard working garb—slacks.” Indeed, Kay’s trademark habit of wearing pants was so ubiquitous that when she did *not* sport them, the shock was earthshaking enough to warrant national coverage in *Time*: “At Manhattan’s plush Versailles Nightclub, satirist Kay Thompson solved a problem to her own fans’ satisfaction. She likes to do her act in tailored slacks; some of her admirers demanded that she wear a dress. Her compromise solution: a new outfit she described as ‘pedal pushers surrounded by a split skirt.’” Of Kay’s Versailles wardrobe, columnist Earl Wilson wrote, “Seeing her in slacks and/or pants, many men will say, ‘She ain’t my cup of she,’ but they turned away hundreds; she’ll make ‘em a zillion.” Aside from the fashion statement Kay was making at Versailles, her new repertoire was garnering kudos, too. Radie Harris wrote, “Now in lieu of ‘Pauvre Suzette,’ she sings a devastating satire on ‘Madelaine,’ whose effect on the three men in her life is equally as devastating. To those devotees who might miss ‘Myrtle,’ she has substituted ‘Ruby of Morocco,’ an even more entrancing character. Three other numbers, ‘Gotta Rejoice,’ ‘I’ve Got the Blues for Keeps’ [sic: “Katie’s Blues”], and ‘Being in Love’ [sic: “(The Birds Are Talkin’) ’Bout You ’n Me”], round out her 30 minute routine of non-stop pace. Unlike so many other nitery entertainers who wear out their welcome by staying on until they’ve not only exhausted themselves but every ringsider, Kay is wise enough to leave her audience when they’re clamoring for more.” Those ringsiders included Ethel Merman, Milton Berle, Sophie Tucker (“Sophie would like Kay to play her life story,” noted Louella Parsons), Betty Comden, Adolph Green, Sylvia Fine (Mrs. Danny Kaye), Farley Granger, Elliott Roosevelt (FDR’s son), Forrest Tucker, John Agar, French starlet Denise Darcel, singer Gigi Durston and radio host Henry Morgan (*The Henry Morgan Show* would be cancelled later that same year after being named in *Red Channels* as a “suspected Communist”). At least three Manhattan supper club owners came to check out the competition: Toots Shor of Toots Shor’s Restaurant (51 West 51st Street), Billy Reed of Billy Reed’s Little Club (70 E. 55th St.) where the unknown Doris Day had recently become a sensation, and the bald-headed George “Gogi” Tchitchinadze, owner of Gogi’s LaRue (45 E. 58th St.)—who would soon convince Kay to invest in saving his establishment. Even government officials had to see what this was all about, including Secretary of the Navy John L. Sullivan and Joseph Nunan, the former Commissioner of

the United States Internal Revenue Service (1944-1947). Other devotees included Barron Polan with fiancée who would open at the St. Regis later that month. (Barron would miss that event due to an emergency hospital visit for the removal of his appendix.) Also at Kay's opening was Polan's newest client, Carol Channing, who was then causing a commotion on Broadway in *Gentlemen Prefer Blondes*. Channing was accompanied by two Broadway producers: Herman Levin of *Gentlemen Prefer Blondes* (he would later produce *My Fair Lady*) and Franklin Gilbert who produced the 1948 Broadway revue *Lend an Ear*, the show that put Channing on the map. Also of particular interest was the presence of Dave Garroway who had flown all the way from Chicago to attend Kay's opening night even though he had already seen the show many times at Chicago's Blackstone Hotel three months earlier. No question about it, Garroway still had a soft spot in his heart for Kay. He must have been very proud of her success and, likewise, she would have been impressed by her chum's growing fame as a television personality. *Garroway At Large* had become one of NBC-TV's most popular shows. Also in attendance that night was Kay's old friend and ardent supporter since they worked together in 1933-34 at KHJ-Radio, "Weaver Feathers," otherwise known to the world as NBC President Pat Weaver. Interestingly, two years later, Garroway would accept Weaver's offer to move back to New York to become the founding host of *The Today Show*, one of the longest running programs in television history. Speaking of television, America had gone TV crazy. Every house that had a TV set was besieged by neighbors and friends for viewing parties. Appliance stores were selling TV sets faster than they could be manufactured. By October 1950, the numbers of TVs in American homes would leap from 2 million to 8 million. When fewer people showed up at nightclubs, operators feared their days were numbered. Movie studio executives and theater owners were spooked that the new medium would bury their industry, too. But even TV-mania could not put a damper on the nightclub phenomenon of Thompson. Walter Winchell wrote: "Just when other places are blaming poor biz on teevee, Kay Thompson's several options have been grabbed up by the Versailles proprietors, grateful for the capacity business." Critic Bill Smith wrote: "If Kay Thompson has slipped since last caught, as the grapevine has it, she gives no signs of it at the Versailles. If anything, her act is better and sharper than ever. She has more drive, more latent fire, more explosiveness and better material than ever before. This time around, Miss Thompson works with three boys, Lee Scott, Buzz Miller and George Martin, all young, clean looking lads who work as if they've had plenty of ballet and dance experience. . . The gal has been around long enough to have learned the lesson of leaving when they still want more. And that is the way she worked. When she finished, the house lights went up and the dance music started. But the genuine hands forced a couple of extra bows." Broadway columnist Danton Walker wrote: "With the plaudits still echoing from Edith Piaf's gala farewell at the Versailles, Nick and Arnold seem to have hit the jackpot again with Kay Thompson's new act—impossible to define or describe, but by all odds one of the smartest in the café field. The three youthful male marionettes who have replaced the Williams Brothers are sensational dancers, and La Thompson's new songs have all the bite of a *New Yorker* profile." In the *New York Daily News*, Robert Sylvester wrote: "The blonde stringbean is back in town with a new act that features more dance patterns than her former turn and she has to holler out several songs while jumping all over the place but everything she does shows imagination and thought, and the superb sense of timing which has always been her distinguishing feature. Once during a routine she sits herself down and, minus a mike,

sings an original blues [song]... it's a surefire number and Katie gives it all those individual turns and twists she does so well and so surprisingly. It was a highlight of her opening night's work." When Walter Winchell first saw this new act in Boston, he recommended she drop "Katie's Blues" because he thought it lacked the usual full-steam-ahead energy that was her trademark. But, upon seeing the show again at Versailles in New York, he changed his tune, writing in the third person to himself: "Memo from Girl Friday: 'Kay Thompson's new act clicked tremendously at Versailles. She disregarded your plea to omit the Blues number, which they adored. So you must be Losing Your Touch.'" Though it was a dangerous gambit to ignore the almighty Winchell, Kay had been smart to stick to her guns. *Time Magazine*, 2/13/1950; *Hollywood Reporter*, 2/7/1950 and 2/24/1950; *New York Daily News*, 2/6/1950; *Los Angeles Herald-Express*, 3/14/1950; *Los Angeles Examiner*, 12/9/1949; *San Antonio Light* (San Antonio, Texas), 2/15/1950; *Mansfield News-Journal* (Mansfield, Ohio), 2/8/1950; *Syracuse Herald-Journal* (Syracuse NY), 2/6/1950; *Times Recorder* (Zanesville, Ohio), 1/17/1950; from an article posted on the website www.nochelatin.com; from an unidentified New York newspaper "Broadway" column by Danton Walker, circa 2/1950, and from an unidentified New York newspaper review by Bill Smith of Kay Thompson's act at Versailles, circa 2/1950, both from scrapbook of George Martin, courtesy of George Martin; and, from the author's interviews with George Martin, Bill Dana, and Connie Polan Wald.

180 "a sliding platform be built": *Los Angeles Examiner*, 12/9/1949.

180 "better and sharper than ever": Unidentified New York newspaper review by Bill Smith of Kay Thompson's act at Versailles, circa 2/1950, from George Martin's scrapbook, courtesy of George Martin.

180 on Ed Sullivan's Toast: With the new medium of television in desperate need of talent, it was only a matter of time before Kay got on board. Circa November or December 1949, Thompson had made a solo guest appearance on *Garroway at Large* in Chicago—though it was just for a sit-down chat, not performing. *Variety* maintained that Thompson's "first video appearance" was on the April 30, 1950, installment of Ed Sullivan's *Toast of the Town* (CBS-TV, 1948-1971). Technically speaking, *Toast of the Town* was Kay's television performing debut. According to listings in *The New York Times* and *Variety*, that week's show featured "Kay Thompson and Her Trio [George Martin, Buzz Miller, Lee Scott]," singer Connee Boswell, clarinetist Woody Herman, juggler Bobby Winters, acrobatic dancer Joan Barry, singer Tables Davis, stand-up comic George Conley, and the orchestra was led by Ray Bloch. A review in *Variety* raved that Kay and her boys "were impressive in a couple of dynamite numbers in which they scored with their unusual singing-ballet routines. Initial number, based on a revivalist theme ["Gotta Rejoice"], was specially striking with another dimension added via the dramatic lighting." Sadly, no copies of this broadcast appear to have been preserved. *New York Times*, 4/30/1950; *Variety*, 5/30/1950.

180 "dynamite": *Variety*, 5/30/1950.

180 *headed to Paris*: After six months of working with Kay, George Martin was seriously missing his wife Ethel and their son Michael. During that whole period, Ethel had been in Paris, France, dancing at the Lido de Paris. George recalled: “Ethel had an apartment located across from Les Invalides and the tomb of Napoleon, on Avenue de Tour Ville. She had our five-year-old son, Michael, there, too.” Likewise, Ethel was missing her husband but with several months left on her contract with the Lido, she was anchored. George, on the other hand, was moving about, city to city, wherever demand for the act arose. Because Kay made no secret of the fact that she had a serious case of French-mania, it was not much of a stretch to conclude that a booking in Paris would quench several yearnings. So, it was only natural that whenever the opportunity arose, Ethel Martin would casually mention to her bosses at the Lido that Kay Thompson’s act was *tres chic*, reinforcing the positive word of mouth that was already floating about. Ethel’s bosses were no slouches; they were the famous showmen Pierre-Louis Guérin and Rene Fraday, the Barnum & Bailey of bare-bosomed French spectacles. Described as “a large imposing, fastidious man,” Guérin was the managing director and general manager of the Lido, one of the most popular Parisian show palaces since opening in 1946. His partner, Rene Fraday, “a tall, thin man with short-cropped hair and a nervous manner,” had become the artistic director of the Lido after years as a dancer for Mistinguett, Queen of the Paris Music Hall. Their magnificent spectaculars at the Lido were styled after those of the Folies Bergere and the Casino de Paris, an exotic mixture of topless chorus girls and glamorous feather-and-rhinestone pageantry. While on a talent scouting trip to New York in February 1950, Rene Fraday made it a point to catch Kay Thompson’s act at Versailles, instigated in part by Ethel Martin’s campaigning. The scheme worked like a charm. Rene was mesmerized by Thompson and, on February 16, 1950, he wrote a postcard to Ethel (who was still stuck performing at the Lido in Paris) that read: “Hello from Versailles! We are all here talking about you... I am trying very hard to bring everybody to Paris. Love, Rene.” The card was co-signed by Kay’s dancers George Martin and Buzz Miller, plus her accompanist Joe Karnes. In truth, Kay’s act was not right for the Lido, which was known primarily as a place to see sexy showgirls. What Fraday had up his sleeve, however, was a plan to resurrect the dormant Les Ambassadeurs, a nightclub adjacent to Le Théâtre des Ambassadeurs, at 1 Avenue Gabriel (at Place de La Concorde), across from the American Embassy. (In 1970, the nightclub-theater complex would be fully renovated into Espace Pierre Cardin, a convention and assembly center.) It was no secret that Thompson had her heart set on performing in France. Hedda Hopper reported: “She doesn’t know how foreigners will go for her type of talent and vitality, [but] Kay tells me she’ll spend the summer in Paris even if she has to earn a living there by selling violets on the street.” Counting her chickens before they hatched, Thompson immediately hired a tutor to teach French lessons backstage at Versailles, attended by Kay, her three dancers, her accompanist, and the ubiquitous Andy Williams (there is photographic evidence). Though no longer teamed on stage, Andy was still very much involved with Kay on a nightly basis—which continued to get tongues wagging. In her column, Dorothy Killgallen scooped: “As soon as Kay Thompson finishes her shows at the Versailles these evenings, she dashes down the street to Third Avenue where she meets one of the Williams Brothers from last season’s act.” *Salt Lake Tribune* (Salt Lake City, Utah), 4/28/1950; *Olean Times Herald* (Olean, New York), 2/11/1950; from the article “Mr. Electric Unplugged” posted on the

Denny Magic website at www.dennymagic.com; and, from the author's interview with George and Ethel Martin.

180 *Lee Scott decided to drop*: Before her June 12, 1950, opening in Paris at Les Ambassadeurs, Kay had one more U.S. city on her tour to fulfill: Minneapolis at the Minnesota Terrace nightclub inside the venerable Hotel Nicollet (Minnesota Avenue at Park Row). Accompanied by Cecil Golly and his "Music by Golly" band, Kay would perform two shows nightly, 8:30 and 11:30 P.M., from May 4-17, 1950, with added luncheon-hour shows on Saturdays. Cover charge: \$1.00. Local critic John K. Sherman wrote: "I've never seen such an active chanteuse. Kay Thompson's act at the Nicollet's Minnesota Terrace—the busiest place in town—is like a movie short run off at double-quick time. It's the swiftest dance-and-song sprint west of the Alleghanies. Kay is as fast as Dorothy Lewis and she doesn't use skates." It was here that a defection among the ranks took place. Columnist Art Buchwald reported: "Lee Scott quit the act in Minneapolis because he did not want to leave his girl to come to Paris." George Martin recalled: "Lee was a lovely boy. He was married at that time and I don't think he wanted to do it anymore, to be away for so long." George, on the other hand, would get to see his Paris-employed wife by *staying* on the tour (Ethel Martin was currently performing at the Lido). But, it turned out that Lee was not just homesick. Choreographer Hermes Pan had approached Lee to be one of his dancers in *Excuse My Dust* (MGM, 1951) starring Red Skelton. For a while, it looked as though Kay would grant Lee a temporary leave-of-absence to do the film. *Daily Variety* reported, "Lee Scott rejoins Kay Thompson's nitery act when *Excuse My Dust* is dusted off." However, that reunion never came to pass, perhaps because Kay was not fond of divided loyalties. If working for her wasn't good enough, then sayonara, baby. Besides, allowing her dancers to cherry pick engagements would never work. "It's like getting a divorce," Kay later remarked about her defectors. "If somebody wants to go, I say let 'em go." There was another factor, however, that was kept out of the press. Lee was known among his gypsy pals as a very heavy drinker—something that had gotten him into trouble with Kay more than once on the road. Whatever broke the camel's back, Lee's exit left Kay with a vacancy in her line-up and, perhaps, just a wee bit of resentment. *Daily Variety*, 11/24/1950; *Women's Wear Daily*, 4/28/69; *New York Herald Tribune* (Paris), 6/15/1950; from an unidentified Minneapolis, Minnesota, newspaper review by John K. Sherman of Kay Thompson's act at the Minnesota Terrace inside the Hotel Nicollet, circa 5/1950, from George Martin's scrapbook, courtesy of George Martin, and, from the author's interviews with George Martin and Christopher Riordan (both of whom confirmed that Lee Scott had a drinking problem).

180 *Kay hired Jimmy*: To replace Lee Scott, Kay hired Jimmy Thompson (no relation). George Martin recalled: "Jimmy had worked for Bob Alton—which was good enough for Kay. He was not auditioned." In fact, Jimmy was a contract dancer at MGM who, as of February 1950, had just finished hoofing as a "stock company member" and dancer in *Summer Stock* (MGM, 1950), a Joe Pasternak production starring Judy Garland and Gene Kelly, directed by Charles Walters and choreographed by Nick Castle. He'd also worked as an assistant to Gene Kelly. Kay had Jimmy come to Minneapolis to study the show and learn the dance steps. George Martin recalled: "Buzz [Miller] and I taught Jimmy the stuff." However, Lee Scott's presence was surely utilized to full advantage, too. A

Minneapolis backstage photograph from George Martin's scrapbook shows Kay with all four boys—George Martin, Buzz Miller, Lee Scott, and Jimmy Thompson—plus pianist Joe Karnes. Curiously, the picture shows them in matching stage wardrobe which suggests that Jimmy may have gotten his feet wet by replacing Lee for some numbers. When asked how difficult it was to bring a newbie up to speed, George explained, "Well, Bob's choreography was not hard. He was before ballet. He was a tap dancer. It was staging. We did much more physical movement than the Williams Brothers. They did clap-hands-here-comes-Charlie stuff. We did real dancing, but it wasn't that hard to teach. It was an act that was only forty-five minutes long, and Jimmy was a very well-trained dancer, so it wasn't that difficult. We weren't doing *Swan Lake*." A native of Kansas City, Missouri, Jimmy Thompson made his stage debut in *Lend an Ear*, the 1948 West Coast premiere of the Broadway revue that made Carol Channing a star and won Gower Champion his first Tony Award for Best Choreography. Later, at Kay's recommendation, Jimmy would forever be immortalized in perhaps the greatest musical of all-time, *Singin' in the Rain* (MGM, 1952), as the solo lead singer and lead male dancer of the "Beautiful Girl" (Nacio Herb Brown-Arthur Freed) montage, directed and choreographed by Gene Kelly and Stanley Donen for the Freed Unit. Many more spotlights in major movie musicals would follow, including *The Band Wagon* (MGM, 1953) for choreographer Michael Kidd, *Brigadoon* (MGM, 1954) as "Charlie Chisholm Dalrymple," for choreographer Gene Kelly, and *Hit the Deck* (MGM, 1955) for choreographer Hermes Pan. Jimmy would even manage to land a non-dancing role as "Youngerford" in *Forbidden Planet* (MGM, 1956). On Broadway, Jimmy danced in *Mr. Wonderful* (Broadway Theatre, 1956-57) starring Sammy Davis, Jr. (on which Kay was a creative consultant). Hess, Earl J., and Pratibha A. Dabholkar. *Singin' in the Rain: The Making of an American Masterpiece*. Lawrence, Kansas: University Press of Kansas, 2009, page 102. Unidentified Minneapolis, Minnesota, newspaper review by John K. Sherman of Kay Thompson's act at the Minnesota Terrace inside the Hotel Nicollet, circa 5/1950, from George Martin's scrapbook, courtesy of George Martin.

180 *substitute-host for*: In the May 29, 1950, edition of *The Hollywood Reporter*, Radie Harris reported: "When Walter Winchell goes on his annual Summer sabbatical from the ether waves at the end of July, he'll change his usual format of substitute guest stars by having only vocalists in a musical interlude. Teeing off will be Kay Thompson (who is taping hers before her Paris take-off)." *The New York Times* reported that in addition to Thompson, Winchell had lined up a guest host roster including Frank Sinatra, Bob Hope, Dinah Shore, Al Jolson, Vic Damone, and Tony Martin (who had first been noticed by Winchell when he sang for Tom Coakley's orchestra in 1932 under his real name "Alvin Morris"). Pre-taped in early June, Kay's installment aired on Sunday, August 6, 1950, at 9:00 PM over the ABC-Radio network. *New York Times*, 7/15/1950; *Hollywood Reporter*, 5/29/1950.

180 *guest star on Irving Mansfield's*: On June 4, 1950, Kay Thompson and Sir Cedric Hardwicke were the guests on *Irving Mansfield's This Is Show Business* (CBS-TV, 1949-1954), a variety-talk-game show hybrid created and produced by Irving Mansfield, the irrepressible public relations guru married to Jacqueline Susann. Later, in the 1960s, Mansfield cooked up a scheme to reinvent his not very successful actress wife into a bestselling author. Her 1966 novel, *The Valley of The Dolls*, became the No. 1 book of

the year and has sold more than ten million copies to date. Their colorful life together was later made into the movie *Isn't She Great* (Universal, 2000) starring Nathan Lane as Mansfield and Bette Midler as Susann. *This Is Show Business* was hosted by Clifton Fadiman, the erudite moderator of the long-running radio show called *Information Please* (Various radio networks, 1938-1952) during which a celebrity panel would try to answer mail-in questions posed by listeners. For *This Is Show Business*, Mansfield adapted the *Information Please* concept for television, with a decidedly glitzier approach, in which a guest entertainer would first be interviewed by Fadiman, then perform, and finally ask a celebrity panel for advice about a personal problem. As one might expect, the entertainers' so-called "personal problems" never delved beyond superficial concerns. For the June 4, 1950, installment, Thompson answered Fadiman's questions, performed a song with Ray Bloch and his orchestra (Bloch was also the conductor of *Ed Sullivan's Toast of The Town*), and then discussed a personal quandary with a panel of advisors: Pulitzer Prize winning playwright George S. Kaufman, humorist Abe Burrows, comedian Jerry Lester, and dancer Dorothy Jarnac. Kay proved to be such a delight, Mansfield invited her to return several times—as guest and panelist (including broadcasts on January 13, 1952 and May 18, 1952). *Ross Reports on Television Programming*, 6/3-9/1950.

180 *Dryad deodorant print campaign*: Despite her whirling dervish hyperactivity, Kay never seemed to break out in a sweat. Why, you might ask? Because, my friends, she had the protection of Dryad, Jergens New Spray Deodorant! Following her commercial endorsements of Dodge Cars (in 1936) and Chesterfield Cigarettes (in 1937), Kay signed a deal with the Jergens Corporation to become the spokeswoman for their new Dryad deodorant print campaign. "Kay Thompson Leaps Before She Looks!" was the headline copy for a large display ad in the July 30, 1950, edition of the *Los Angeles Times* featuring four athletic poses of Kay with her testimonial that read: "I often can't see where I'm going—that's how fast some of my routines are. Doing such strenuous exercise, I need a sure, safe deodorant." The advertisement then informs readers, "Kay uses amazing new spray Dryad for instant 3-way protection: Checks perspiration instantly! Eliminates odor of perspiration instantly! Overcomes odor-causing bacteria instantly! No other deodorant duplicates Dryad's exclusive 48-hour protection. It won't harm fragile fabrics, has a fresh fragrance even men like! A pink squeeze-bottle of Dryad lasts 6 months! 49 cents." Was underarm hygiene some sort of Kay Thompson fetish? Amazingly, this was not the first time Kay addressed the public on the subject. "It's not simply a question of making one's self more alluring and irresistible," Kay sniffed in the August 1936 *Radio Mirror*. "It's also a question of—well—of being a good neighbor, if you want to put it that way! As a matter of fact, while we're on the subject, I'll have to admit I'd be very glad to get up on a soapbox and lecture the men about deodorants, too!" Her dissertation was followed by an invitation to send in a self-addressed, stamped envelope to receive a free leaflet featuring Kay Thompson's cosmetic tips. Regrettably, as of this writing, no copy of that priceless artifact has turned up. *Los Angeles Times*, 7/30/1950; *Radio Mirror*, 8/1936.

180 *a bon voyage party*: *Hollywood Reporter*, 6/13/1950. Others at the party were Andy Williams, Tony Martin, Carol Channing, Anita Loos, Irving Mansfield and Jacqueline Susann, and Louis Sobel.

181 *a virtuoso pianist*: Peter Matz, born on November 6, 1928, in Pittsburgh, Pennsylvania, to parents Alice Krieger Matz and Louis Matz. Alice, also a native of Pittsburgh, was the sister of Rebecca Krieger, later known as Gilda Dahlberg. Gilda would later play parts first offered to Kay Thompson in the films *Federico Fellini's 8½* and *The Poppy Is Also a Flower*. Bror and Gilda Dahlberg were beloved Broadway “angels” because, unlike many investors, they left all artistic decisions to the creative team, with no strings attached—the only kind of financier that appealed to Kay. Consequently, Baron Polan was actively wooing the Dahlbergs as potential backers for *Happily Ever After*, the show Thompson hoped to one day mount on Broadway. (For more information on Gilda Dahlberg, see notes for Chapter 13, page 336, under the trailing phrase “leftovers from her days.”)

181 “*will make their Paris debut*”: Once Barron Polan was back on his feet after his February 1950 appendectomy, he was eager to put wheels in motion for Kay to bring her act to Europe. On April 16, 1950, he flew American Airlines to Paris, to powwow with Pierre-Louis Guérin and Rene Fraday about the possibility of booking Kay for the re-opening of Les Ambassadeurs. Barron liked what he saw and the deal was closed *tout de suite*. Walter Winchell reported: “Kay Thompson opens at Les Ambassadeurs on June 12 at the tallest wages ever paid an American in Paris.” Within a month, word was spreading like wildfire that Kay was about to invade France. “Seats are already a premium for Kay Thompson’s opening at Les Ambassadeurs in Paris, June 12,” it was reported in the *Los Angeles Examiner*. “Do you wonder, with Rita Hayworth, Bea Lillie, Bing Crosby, Bill Morrow and all the other Americans in gay Paree reserving tables?” On May 19, 1950, *The Hollywood Reporter* made it official: “Kay Thompson and Company will make their Paris debut at Les Ambassadeurs June 12 for a three-month engagement, reopening this famous French boîte in the Bois during the summer months for the first time since the war. Leave it to the astute Barron Polan to pull this coup on his first trip abroad! He set the deal with the new management, Pierre-Louis Guérin and Rene Fraday who also manage the Lido and are considered the smartest commercial showmen in Paris today.” George Martin recalled: “Pianist Joe Karnes, Buzz and I, and Jimmy, all went on the *Queen Elizabeth*.” The ship sailed on June 1, 1950, from New York City to Cherbourg. The Cunard White Star List of Passengers for RMS Queen Elizabeth, from New York to Cherbourg and Southampton, Thursday, June 1, 1950, includes the names Joseph Karnes, George Martin, Vernal Miller and James Thompson. By bizarre coincidence, Kay’s ex-husband Bill Spier and his new wife June Havoc were on that same cruise ship. Kay had so many commitments and loose ends, she decided to travel by plane several days later. *Hollywood Reporter*, 5/19/1950; *Daily Variety*, 4/14/1950; *Los Angeles Examiner*, 5/17/1950; *Syracuse Herald-American* (Syracuse, NY), 5/14/1950.

181 “*at Les Ambassadeurs June 12*”: In early June 1950, Thompson flew via American Airlines to Paris where she would play Les Ambassadeurs beginning June 12. “The Ambassadeurs has been opening and closing for the past three years with the regularity of a tourist’s pocketbook,” wrote Art Buchwald in the June 15 issue of the *New York Herald Tribune* (Paris). “Everything from Josephine Baker to a Gold Coast ballet company has tried to keep the place going, but with little success. Perhaps the present entertainment bill will make the club pay for itself. If it doesn’t, nothing will.” In an interview for this

book, Kay's dancer George Martin remarked: "I'm sure that the owners thought Paris would go mad for Kay Thompson." Oddly, instead of her usual two shows per night, Kay was only required to do one performance at 11:30 P.M. (accompanied by Michel Émer and His Orchestra). Following that, the comedy duo known as the Bernard Brothers did a show at 12:45 A.M. (A display ad in the *New York Herald Tribune* (Paris) read: "Ambassadeurs Restaurant, Every Day, 9 P.M. Dinner—Dances; 11:30 P.M. Kay Thompson; 0:45 The Bernards; Reserve your table ANJ.27-80.") Though not related in real life, Bert Maxwell (1917-2004) of Boston, Massachusetts, and George Bernard (1910-1968) of Cumberland, Maryland, decided to bill themselves as siblings when they teamed up in 1932 to form a novelty vaudeville duo known as the Bernard Brothers. Like Jerry Lewis' early solo act (prior to his teaming with Dean Martin), the Bernard Brothers mimed to popular records, performing eccentric dance spoofs that kept audiences in stitches. The twosome relocated to Europe in 1938 and became regular favorites at the Folies Bergere and the Lido in Paris, as well as the Palladium in London where, in 1948, they appeared in drag as the Ugly Stepsisters in the lavish "Palladium Pantomime" production of *Cinderella*. Touring nightclubs and music halls, they shared bills with such stars as Danny Kaye, Lena Horne, Eleanor Powell and the young Julie Andrews. Now, Kay Thompson would join that list. "Everyone wore evening clothes Monday night to honor the reopening of the Ambassadeurs nightclub," reported Art Buchwald in the *New York Herald Tribune* (Paris). "Miss Thompson, a celebrated American nightclub star, is appearing in Europe for the first time. She has built up a reputation in the United States that permits her to demand and receive one of the highest salaries in nightclub business." Ringsiders on opening night included Maurice Chevalier, Stan Laurel & Oliver Hardy, Italian actress Anna Magnani, columnist Elsa Maxwell and *Variety* editor Abel Green. Kay's cheering section also included her old pals Lena Horne and her secret husband, Lennie Hayton, who on March 23, 1950, had won his first Oscar, shared with Roger Edens, for the score to *On the Town* (MGM, 1949). Lena later remarked, "I saw Kay's club act in Paris... It was wonderful." In his review, Art Buchwald wrote: "While Miss Thompson sings sophisticated songs, her male chorus backs her in voice and dance. The effect is refreshing. The lyrics are original and the dancing leaves little to be desired." Though his and other critiques were positive, the compliments were noticeably restrained in comparison to the usual genuflecting. "Nobody said it was *not* going well," recalled George Martin, "but you could feel it. The locals didn't go for her. But, I swear, they should have *adored* her because she was like those turn-of-the-century vedettes that they had, La Goulue and all that, you know?" [La Goulue was an outrageous entertainer at the Moulin Rouge in the 1890s, a favorite subject of artist Toulouse-Lautrec, and the central inspiration for the fictionalized "Satin" played by Nicole Kidman in *Moulin Rouge!* (20th Century-Fox, 2001).] "Kay was that kind of a performer, odd and angular," George added. "But they didn't go for her." Kay probably thought she would be embraced with the same French fervor accorded fellow St. Louis native, Josephine Baker, the African-American performer who had become a Jazz Age sensation in Paris in 1925 dancing the Charleston, jiggling her bare breasts and a skirt of bananas. Baker was all but deified in France and she adopted the welcoming country as her permanent home. Twenty-five years later, Baker still had Paris in awe, though her wardrobe had gone from a string of phalluses to parachute ball gowns that put Marie Antoinette to shame. Surely there was room in the City of Lights for one more quirky Missouri girl—at least that was the hope. Kay soon learned otherwise. One French critic, Henri Larrive, was decidedly

unimpressed with Thompson, comparing her unfavorably to French star Suzanne Dehelly, and concluding that Kay was only “mildly eccentric” with “a complete absence of voice.” Her wardrobe and hairstyle were insultingly deemed that of a Salvation Army nurse, though the innovation of wearing cat suits underneath a split skirt was begrudgingly judged “*croquignolet*.” Translation: “cute.” Oddly enough, an American sports figure wrote the most illuminating review. On holiday in Paris, golf champion Anthony J. “Tony” Langan wrote in his syndicated column, “The best show in Paris is at a very expensive and fashionable night club on the Champs Élysées called Les Ambassadeurs. Kay Thompson, the famous and wonderful American chanteuse, is artistically excellent and the charming lady is at her sophisticated best when the crowd is mostly Americans who can understand her subtle humor.” If Langan’s perspective was accurate, Kay turned-off the locals in two distinct ways: The heavy tariff and a sizable language barrier. Even though it was not entirely her fault, it must have been a crushing blow for a woman with a life-long love for all things French. The dismissal became even more pronounced when compared to the reception for the Bernard Brothers who, according to Art Buchwald, had “never been in better form.” Witnessing the Bernards’ opening night performance, Buchwald added, “We saw several of the distinguished guests almost split their cumberbunds laughing... The Bernards had more encores than they could handle, and of their many appearances in Paris, this could be the best.” For a green-eyed-monster, they were fightin’ words. You will recall that in Miami, Kay had gotten jealous of the applause for Jack Cole and His Dancers, but at least that fifteen-minute “flash act” was clearly a warm-up for the main attraction—KAY THOMPSON—and, despite the competition, there was no lack of thunderous applause for her in Miami. To Parisians, however, Thompson was nothing more than an unknown, unproven, lukewarm warm-up act for the beloved Bernard Brothers, even though contractually they were co-headliners with shows of equal importance and duration. It appeared from the layout of the initial newspaper ads that Kay was granted “top billing,” but it turns out that the first-position placement of her name was just a function of the fact that, chronologically, she appeared on stage first. Adding to the misconceptions was the unfortunate way the billing was worded—“Kay Thompson and the Bernard Brothers”—which was misinterpreted by some to mean that the Bernard Brothers had replaced the Williams Brothers. The cumulative effect of these annoyances erupted into another Thompson meltdown. And that is why, starting June 19, all newspaper advertisements for Kay Thompson at Les Ambassadeurs suddenly appeared separately from ads for the Bernard Brothers. Also, the show time for the Bernard Brothers was pushed fifteen minutes later to 1:00 A.M., apparently to allow more breathing space between headliners. The distinction may have cleared up some confusion but it did nothing to heat up Parisian enthusiasm for Kay. To counter snotty local attitudes, Kay figured she had better speak the native tongue. It was announced in the *New York Herald Tribune* (Paris) that “the story of *Suzette*... will soon have a French version.” Of course, no one gave her credit for the fact that the title of the song had always been in French: *L’Histoire de la Pauvre Suzette*. Now, she’d make the song wall-to-wall *français*. And the damage control didn’t end there. “Kay plans to spring a surprise on Danny Kaye,” tipped the *Los Angeles Examiner*. “Remember how Danny satirized her? Well, Kay will do a Danny Kaye scat song—and in French, at that!” Danny Kaye was known for his novelty songs that combined machinegun tempo with gibberish patter, sung at breakneck pace. Kay had worked with Danny on these outrageous numbers for his radio show as well as in *Up in*

Arms (RKO, 1944), *Wonder Man* (RKO, 1945) and *The Kid from Brooklyn* (RKO, 1946), so it was only fitting that Kay spoof Kaye *en français*. The diplomacy did not thaw the French *résistance*, but Kay continued to be a magnet for international jet setters who stood their ground as diehard fans. The cheap seats may have been sparsely filled with blasé locals, but ringside was jammed elbow-to-elbow with enthusiastic glitterati. “[Prince] Aly Khan and wife Rita Hayworth drop into this show several times a week,” wrote Tony Logan, “and Aly is still on crutches, so Rita wistfully gazes at the dance floor where the other girls make with the rumba.” Also making the scene was Eleanor Roosevelt (who would later be coached by Thompson for a 1960 Frank Sinatra television special). Roosevelt’s son, Elliott, had seen Kay on many occasions and was eager for his mother to see what all the fuss was about. Also from the political arena were Florida Senator Claude Pepper and his wife Mildred, both of whom shared Thompson’s addiction for Dr. Max Jacobson’s invigorating injections. According to investigative journalist C. David Heymann, the Peppers “had been patients of Max since the late-1940s.” Entertainment royalty showed up to see Kay nightly, including Frank Sinatra, Bing Crosby, Milton Berle, Ingrid Bergman and Roberto Rossellini, Edgar Bergen, Beatrice Lillie, Eddie Cantor, Bud Abbott and Lou Costello, Buster Crabbe (in Paris for *Buster Crabbe’s Aqua-Parade* at Palais des Sports), Alice Faye and Phil Harris, Ezra Stone, Farley Granger (on suspension from Goldwyn Pictures after refusing a loanout to appear in Columbia Pictures’ *Lorna Doone*), Dolores Gray, columnist Ed Sullivan (host of CBS-TV’s *Toast of the Town* on which Kay had performed that Spring), producers Samuel Goldwyn and Hal Wallis, bandleader Benny Goodman, composers Oscar Hammerstein and Dick Rodgers (in Europe for their London opening of *Carrousel*), Edith Piaf, Martha Graham (whose dance troupe was performing at Theatre des Champs Elysees), columnist Earl Wilson, writer Howard Lindsay (of *Hooray for What!*) with wife Dorothy, and illustrator Joe Eula (who had helped style Kay’s recent Milton Greene photo session). “My [second] encounter with Kay was at the Ambassadeurs in Paris,” Eula later wrote in a tribute for *In Theater Magazine*. “I’ll never forget her coming at me in those big, fat high heels. I almost fainted! Laced up all the way up her shins, they were ‘wicked witch shoes.’ If she had melted, they’d be the only things left. But she just tapped herself right into my heart.” Marsha Hunt, who had admired Kay during her days as a contract player at MGM, recalled, “In June of 1950, I was on my first time abroad and Kay Thompson was appearing at some club in Paris. We went to see her act and thought she was marvelous. The arrangements were extraordinary.” Ringsiders also included lovebirds Orson Welles and Eartha Kitt who were in Paris together for stage performances of *The Blessed and the Damned* (June 3 to August 4, 1950, at Theatre Edouard VII). The anthology program consisted of two one-act plays: “The Unthinking Lobster” an original work by Welles, and “Time Runs,” Welles’ loose adaptation of Marlowe’s *Doctor Faustus*, teaming Welles and Kitt, with music composed by Duke Ellington. Even the reclusive Tennessee Williams turned up to see Kay in action. They had known each other in St. Louis during their school days and, in 1943, they had crossed paths again while collaborating with Lemuel Ayers on separate projects for the Freed Unit at MGM—which naturally resulted in the sort of blood-brother camaraderie shared by veterans of war. Tennessee was in Paris meeting with Italian actress Anna Magnani for whom he had written *The Rose Tattoo*. He wanted Magnani to star in the Broadway production of his play but she had not mastered the English language sufficiently for such an undertaking. The play went on without her; it opened February 3, 1951, with Maureen Stapleton as

“Serafina Delle Rose,” and won four Tony Awards including Best Play and Best Actress. Four years later, when Hal Wallis produced the film version of *The Rose Tattoo* (Paramount, 1955), Magnani finally took the plunge and snared both the Academy Award and the Golden Globe for Best Actress. Gilda Dahlberg’s nephew, Peter Matz, also dropped by to see the show and meet Kay. It was an auspicious rendezvous because, three years later, he’d get his first big break as a conductor-arranger for Thompson (and, as a result of her mentoring, go on to become one of the top arranger-conductors in the business). A whole contingent of Hollywood folk were in Paris for the shooting of *The Adventures Of Captain Fabian* (Republic, 1951) including stars Errol Flynn (who also wrote the script), Agnes Moorehead and Vincent Price, plus director-producer Bill Marshall, and Herbert J. Yates, the president of Republic Pictures, all of whom came to see Kay’s show. Flynn had been a neighbor of Kay at the Garden of Allah in 1943; Moorehead’s friendship with Kay dated back to radio days in the 1930s; and Price was a fellow St. Louis native. Yates had known Kay ever since 1937 when she had appeared in his production of *Manhattan Merry-Go-Round*. That same year, Yates had announced Kay for the lead in *Hit Parade of 1937*, but scheduling conflicts had gotten in the way. Now counted among Kay’s legion of fans, Yates was ringside on the night she opened at Ciro’s in 1947 and he never missed an opportunity to catch her act. While seeing Kay at Les Ambassadeurs, Yates stayed late to catch the Bernard Brothers’ show and was duly impressed. Convinced they could be the new Abbott & Costello, Yates brought them to Hollywood the following year to topline *Gobs and Gals* (Republic, 1952) as bumbling Navy yeomen in the South Pacific. Though it did only moderate business in the States, the film was a hit in Europe under the title *Cruising Casanovas*. Kay’s ex-husband, Bill Spier, came to see her show while in Paris scouting locations for *Lady Possessed* (then under its working title *Del Palma*), his motion picture directorial debut. Bill brought along the three stars of the film: James Mason (also the film’s producer), June Havoc (also Bill’s wife), and Pamela Kellino (Mason’s wife, author of the novel on which the movie was based, and supporting actress in the film). When asked if it felt odd to attend her husband’s former wife’s nightclub act, June Havoc said, “Heavens no! It was just one-of-a-kind. It was just *wonderful*. We saw it quite a few times.” Art Buchwald wrote in his column that while Dave Garroway was visiting Paris that July, they went cabaret hopping together, which naturally included a visit to Les Ambassadeurs to see Kay’s show. Like a lovesick puppy, this was the umpteenth time Garroway had caught Kay’s act, first in Chicago, then in New York, and now abroad. It is also curious to note that the former lovebirds happened to be staying at the same hotel at that time: the Relais Bisson, a small Left Bank establishment located on the Quai des Grands Augustins. Whether this was coincidence or grand design is speculative. The Relais Bisson is particularly significant because it would later be depicted as the heroine’s residence in *Eloise in Paris* (Simon & Schuster, 1957). Aside from the Relais Bisson, Kay may have done a bit of hotel hopping that summer. George Martin had a vague recollection that Kay resided at the Ritz: “But I don’t remember for certain because we did not spend a lot of time with Kay in Paris other than at work and a day when we all went sightseeing at Versailles. We did do a special number for a party in Paris that Elsa Maxwell gave for Mrs. Simpson and Edward.” Mrs. Simpson and Edward referred, of course, to King Edward VIII who abdicated the British throne in 1936 to marry his love, a divorced American woman named Wallis Simpson, becoming the Duke and Duchess of Windsor. In 1948, Kay had performed for them at a private party in New York, at which time they had become

friends. They came to see Kay's show whenever they were in the same city. According to Tony Langan, the Duke and Duchess were regulars at Kay's Les Ambassadeurs show and liked it "very much." In the wee hours of the morning, after the official entertainment was over, the Duke would drag Kay to the piano, sit next to her and harmonize until the management turned the lights off. Columnist-socialite Elsa Maxwell, who described herself as "an over-grown Cinderella—a woman over sixty who never grew up," was known for throwing legendary parties at the Paris Ritz where, in past years, she had gotten the likes of Noël Coward, Gertrude Lawrence, Cole Porter, Maurice Chevalier, Irving Berlin and Beatrice Lillie to perform for guests. "[Elsa] could have thrown a pajama party during a North Pole blizzard and made it a wow," wrote Beatrice Lillie in her memoirs. Maxwell's latest gathering for the Duke and Duchess of Windsor would feature special entertainment by Kay Thompson. The partygoers included Twentieth Century-Fox chief Darryl Zanuck; Margaret Biddle, the American socialite who first introduced Edward and Mrs. Simpson to Thompson in 1948; and, of particular note, Barbara Stanwyck, whose instant passion for Kay's act was so intense, people wondered aloud if the legendary actress might be a trifle smitten. If so, the infatuation was a one-sided affair. When Stanwyck's name came up in Stephen M. Silverman's 1993 interview with Kay, she bristled, "Barbara Stanwyck came running back after one performance and said, [imitation of Barbara] 'Oh, Kay, it's so wonderful! And after last night, I went out to dinner and I did the whole *Suzette* number.' And she said it was just so *wonderful*. She believed that she had done [*Suzette*]. It's just pitiful." But in retrospect, the real eyebrow-raisers would be American playboy, Jimmy Donahue, and his mother, Jessie Woolworth Donahue. Heirs to the Woolworth five-and-dime store fortune, Jimmy and Jessie bankrolled the extravagant lifestyle of the Duke and Duchess who had been banished from England by the British Royal Family. The Windsors' soap opera romance apparently got more complicated that same summer of 1950 when Jimmy Donahue began a four-year affair with the Duchess. The Duchess met Jimmy on board the *Queen Mary*, which sailed from New York to Cherbourg on May 24, 1950. "It was here, on the high seas, that the Duchess of Windsor fell in love with Jimmy Donahue," wrote author Christopher Wilson in *Dancing with the Devil: The Windsors and Jimmy Donahue*. "He was thirty-four and she was fifty-four. In the history of love, it was possibly the greatest betrayal of all time. Once, there had been two Windsors; now, it seemed, there were always three. Jimmy was with the Duke and Duchess in New York, in Palm Beach, in Paris—laughing, camping, effervescing, Jimmy with his jokes, Jimmy with his money, Jimmy with his stories and rudery—Jimmy, Jimmy, Jimmy." The affair developed right under the nose of the Duke who turned a blind eye in order to maintain his meal ticket. "Once they became a threesome," Wilson added, "Jimmy paid for everything—dinners, cars, presents, holidays, even the redecoration of the Windsors' house in the Rue de la Faisanderie." Kay's friend, Ethel Merman, saw it for what it was: "Jimmy would give the Duchess beautiful jewels and the little Duke just closed his eyes to everything." The affair alone would have been enough to fill a pulp novella but the plot turned out to be much thicker. From all accounts, Jimmy was a flamboyant homosexual who flaunted his proclivity in an era when it was still illegal and considered deviant. The running joke at the time was, "The Duchess married a king but screwed a queen." This perception initially thwarted any hint of suspicion of actual hanky panky between Jimmy and the Duchess, but because there had been talk of the Duke himself being a closeted homosexual, rumors began to surface that the affair was not between Jimmy and the

Duchess, but rather Jimmy and the Duke. “[The Duke] was a closet bisexual who had an affair with Woolworth heir Jimmy Donohue and was once arrested at a gay sex party,” reported writer Boze Hadleigh in his book *The Vinyl Closet: Gays in the Music World*. Gilding the lily, Jimmy got himself in a bit of a pickle during *another* gay sex party. “What happened at the orgy was that one fellow passed out drunk and that Jimmy and friends stripped him and were shaving his body,” claimed a report in *The E-Newsletter* published by Boston’s Calamus Bookstore. “During all this play, part of his ear was cut off. Donohue, grandson of dry goods merchant Frank Woolworth, made a settlement with the poor fellow, but the story—helped by the tongue of Truman Capote—grew and grew.” Before long, the accidental ear slice was being described as an intentional castration—the kind of scuttlebutt that earned Jimmy the nickname of “The Manhattan Caligula.” Noël Coward told Truman Capote, “I like Jimmy. He’s an insane camp, but fun. And I like the Duchess; she’s the fag-hag to end all—but that’s what makes her likeable. The Duke, however, well, he pretends not to hate me. He does, though. Because I’m queer but, unlike him, I don’t pretend not to be. Anyway, the fag-hag must be enjoying it. Here she’s got a royal queen to sleep with and a rich one to hump.” Christopher Wilson reasoned, “It was the perfect camouflage, and though the rumormill in 1950s Paris worked overtime, seasoned correspondents including Sam White from London and Cy Sulzberger and Art Buchwald from New York were unable to grasp what was going on.” As the story has continued to develop over the years, however, the grasp has only gotten slipperier. “Diana Vreeland wanted [the Duchess] photographed in profile so she could see if she had had cosmetic surgery,” claimed photographer Nicky Haslam regarding a 1962 assignment for *Vogue*. It turns out that the editrix was actually scrutinizing the Duchess’ pronounced Adam’s apple. In the category of stranger-than-fiction, the biggest twist of all was revealed in the September 2003 *Vanity Fair* when investigative journalist James Fox broke the shocking claim that—based on convincing medical evidence—the Duchess was, in fact, a hermaphrodite. But, let’s not dwell on this digression. Moving right along... George Martin’s memory of Kay Thompson at the Paris Ritz was likely in association with Elsa Maxwell’s Duke and Duchess of Windsor soirée. George’s wife, Ethel Martin, had a vague recollection of Kay at the George Cinq Hotel [aka Four Seasons Hotel George V Paris] while others remember seeing Kay at the Hôtel Raphaël. In all these cases, however, she may have been just a visitor, not a resident. Kay had reason to frequent the Raphaël. Lena Horne was concurrently appearing in Paris, at Club Baccarat, accompanied by her conductor-husband, Lennie Hayton (their secret three-year marriage was revealed in the press that summer, as was the crisis of Lena’s name appearing in *Red Channels* as a “suspected Communist”). They happened to be staying at the Hôtel Raphaël with Lena’s 12-year-old daughter, Gail, from her first marriage. These people were like family to Kay and she was thrilled to see them, especially young Gail, who was “teased about being adept at room service.” Like a doting aunt, Kay dropped by often that summer, collecting mental notes that eventually turned up in the pages of *Eloise*. Kay would later occupy a suite at the Raphaël in 1956 during the Paris filming of *Funny Face*. In the past, the Williams Brothers had usually been housed in the same hotel as Kay, another indication of their elevated status in the act. With Kay’s trio, however, there had been a downgrade. Unless they were given free accommodations by the venue in which they were performing, Kay often stayed in a more hoity-toity place while the boys roughed it in cheaper digs. Paris was no exception. As mentioned earlier, George stayed in the modest apartment his wife had been renting

while working at the Lido, while Buzz Miller, Jimmy Thompson and pianist Joe Karnes were relegated to low-rent accommodations, though no one recalls exactly where. Though Kay's act was guaranteed a three-month booking at Les Ambassadeurs, from Monday, June 12 through Sunday, September 10, 1950, there was not enough business to keep the club afloat. On July 20, just five weeks into the run, Art Buchwald announced the sad news: "The Ambassadeurs nightclub is folding tonight after a rocky month of quiet business and expensive outlay. The barn-like qualities of the room were too much for such talented acts as Kay Thompson and the Bernard Brothers, and proved that nothing, but nothing could fill the club in its present condition. Another club which will shutter and may file bankruptcy notice is Baccarat, which for six or seven months has been trying to attract champagne drinkers with name acts. When the talent was good (Yves Montand, Lena Horne), business was good. But when the talent was bad, it was horrid." Even the beloved French singer, Edith Piaf, had played Club Baccarat that summer to empty tables, so for reasons beyond the drawing power of Kay Thompson, Paris was simply not in a very nightclubby mood that season. Despite the shortfall, a deal was a deal and Kay expected her contractual guarantee to be honored, "pay or play." In *The Hollywood Reporter*, Herb Stein reported: "Word from Paris is that Kay Thompson is suing the owners of the Lido who booked her into a special club [Les Ambassadeurs] and presumably didn't pay off." Forget the cancelled weeks; Kay had not even been paid her full guarantee for the weeks that she actually performed. Pierre-Louis Guérin was in a colossal financial jam. Not only had the expenses of Les Ambassadeurs drained his coffers, another Guérin-produced project that same summer had backfired. He had gotten the daily newspaper, *France-Soir*, to co-sponsor "Grande Nuit de Paris," a big fireworks display on July 1, incorporating performances by the Ballet de l'Opera and Holiday on Ice, at the Palais de Chaillot fountains and on the Seine by the Eiffel Tower. What started out to be a festive charitable event for thousands of ticket holders turned into a fiasco. "The second part of the 'Grande Nuit de Paris' was called off because of construction problems," wrote Art Buchwald on July 6, 1950. *France-Soir* has already refunded 10,000,000 francs to ticket holders and several large law suits are being filed. The Prefecture de Police, which was to receive the profits for its orphan asylum, *France-Soir*, and Pierre Louis Guérin, the producer, have all announced their intention of suing the parties responsible for 150,000,000 francs." It is not known if Guérin made good on his financial obligations to Thompson, but one thing is for certain: Kay never accepted another nightclub booking in Paris again. *Fin. Hollywood Reporter*, 5/19/1950 and 8/21/1950; *Vanity Fair*, 9/2003; *In Theater*, 4/26/1999; *Los Angeles Examiner*, 5/17/1950; *New York Herald Tribune* (Paris), 5/29/1950, 6/2/1950, 6/15/1950, 6/29/1950, 7/6/1950, 7/20/1950, 8/19/1950 and 9/15/1950; *Syracuse Herald-American* (Syracuse, New York), 7/2/1950; "Music-Hall" column by H. Larrive, circa 6/1950, undated Paris newspaper clipping from George Martin's scrapbook, courtesy of George Martin; Wilson, Christopher. *Dancing with the Devil: The Windsors and Jimmy Donahue*. New York: St. Martin's Press, 2001, pages 3, 7, 153, 158, 200; Hadleigh, Boze. *The Vinyl Closet: Gays in the Music World*. San Diego, CA: Los Hombres Press, 1991, page 227; Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 308; Lillie, Beatrice with John Philip and James Brough. *Every Other Inch a Lady: An Autobiography of Beatrice Lillie*. New York: Doubleday, 1972, page 260; Wood, Bret. *Orson Welles: A Bio-Bibliography*. New York: Greenwood Press, 1990, page 22; *The Age*, 2/1/2003 (from an undated article by Cassandra Jardine for *The Telegraph*, posted

on *The Age* website at www.theage.com); *The E-Newsletter* (Boston's Calamus Bookstore), 1/20/2001 (www.calamusbooks.com); from Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book, *Dancing on the Ceiling: Stanley Donen and His Movies*, New York: Alfred A. Knopf, 1996; the Internet Movie Data Base (www.imdb.com); the Internet Broadway Data Base (www.ibdb.com); American Film Institute Catalog Feature Films (www.afi.com/members/catalog/), and, the authors interviews with George Martin, Ethel Martin, Art Buchwald, Joe Eula, Marsha Hunt, Connie Polan Wald. Information about The Bernard Brothers was culled from a number of sources including: *Tid-Bits*, 12/10/1948; Republic Pictures' 1952 Exhibitor Campaign Manual for *Gobs and Gals*; *New York Herald Tribune* (Paris), various dates; the Internet Movie Data Base (www.imdb.com); *All Movie Guide* (*Gobs and Gals* listing by Hal Erickson); and the obituary for Herbert James Maxwell (aka Bert Bernard) posted on *Grand Order of the Water Rats* website (www.gowr.net/Members/rollofhonour2004).

181 "the tallest wages ever paid": *Syracuse Herald-American* (Syracuse, New York), 5/14/1950.

181 *Rita Hayworth and Prince*: *Los Angeles Examiner*, 5/17/1950; *In Theater*, 4/26/1999; *New York Herald Tribune* (Paris), 6/15/1950.

181 *somewhat restrained*: *The New York Herald Tribune* (Paris), 6/15/1950.

181 *the excessive cover charge*: *Syracuse Herald-American* (Syracuse, New York), 7/2/1950.

181 *prices were reduced*: *New York Herald Tribune* (Paris), 6/15/1950; *Los Angeles Examiner*, 5/17/1950.

181 *magnet for famous faces*: Other ringsiders included Frank Sinatra, Ingrid Bergman and Roberto Rossellini, Bing Crosby, Stan Laurel and Oliver Hardy, Bud Abbott and Lou Costello, Beatrice Lillie, Maurice Chevalier, Anna Magnani, Milton Berle, Errol Flynn, Agnes Moorehead, Vincent Price, Orson Welles and Eartha Kitt, Bill Spier and June Havoc, James Mason and Pamela Kellino Mason, Edgar Bergen, Eddie Cantor, Buster Crabbe, Alice Faye and Phil Harris, Farley Granger, Dolores Gray, Benny Goodman, Richard Rodgers, Oscar Hammerstein, Martha Graham, Howard Lindsay, Joe Eula, and Ezra Stone. Columnists Ed Sullivan, Elsa Maxwell, and Earl Wilson and producers Samuel Goldwyn, Hal Wallis, and Herbert J. Yates also attended.

181 "Dave Garroway was visiting": From the author's 2006 interview with Art Buchwald; *New York Herald Tribune* (Paris), 7/20/1950.

181 *the Relais Bisson*: Transcribed from Dave Garroway's interview with Kay Thompson on *The Today Show* (NBC-TV, 11/20/1957).

181 “*Stanwyck came running*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

182 *Lena’s name in Red Channels*: On June 22, 1950, while Kay Thompson was busy in Paris trying to win over the French, a pamphlet called *Red Channels: The Report of Communist Influence in Radio and Television* was published in New York by *Counterattack: The Newsletter of Facts to Combat Communism*. Compiled by former FBI agent Theodore Kirkpatrick and right-wing TV producer Vincent Harnett, the document listed 151 names of “suspected Communists” in Hollywood, thus intensifying the investigation by The House of Un-American Activities Committee (HUAC) led by Senator Joseph McCarthy. Many of the names fingered in *Red Channels* were Kay’s friends and colleagues, including Orson Welles, Lena Horne, Howard Duff, Leonard Bernstein, Hazel Scott, Yip Harburg, Arthur Laurents, Artie Shaw, Dashiell Hammett, Lillian Hellman, Dorothy Parker, Gypsy Rose Lee, Arthur Miller, Judy Holliday, Edward G. Robinson, John Garfield, Stella Adler, Lee J. Cobb, Ruth Gordon, Jack Gilford, Jose Ferrer, Gale Sondergaard, Uta Hagen, Burl Ives, Sam Jaffe, Joseph Losey, Burgess Meredith, Howard K. Smith, Zero Mostel, Henry Morgan, Jerome Robbins, among others. Senator McCarthy issued his own list of suspects, including Humphrey Bogart, Vincent Price and even American’s most beloved redhead, Lucy. Historian Richard Schwartz noted: “In 1952, Lucille Ball, whose *I Love Lucy* was one of the most popular shows in America, had to explain to HUAC why she had joined the Communist Party in 1936. HUAC and the rest of the country accepted her claim to have registered to ‘please my grandfather.’ Her husband, Desi Arnaz, proclaimed to a studio audience shortly after her testimony that Ball’s red head was the ‘only thing red about her, and even *that’s* not legitimate.” Ball, Bogart and Price were among the few who managed to survive the assault relatively unscathed. Though some of the accused had been involved with nonconformist political organizations, very few seriously supported Communism as a way of life, and no one has been able to prove that any were a true threat to American democracy. But if any person had so much as participated in a meeting that merely discussed Communism, they were considered guilty by association. It was an era when questioning authority was considered treason. Contributing to national paranoia was the shocking case of the Rosebergs. Schwartz explained: “In 1951, following a highly controversial trial, the government convicted Julius and Ethel Rosenberg for espionage, claiming the couple had delivered atomic bomb secrets to the USSR. The Rosenbergs were executed in 1953... [supporting] the right-wing claim that American Communists were successfully pursuing an active and pervasive program of infiltration, espionage and subversion.” Freedom of speech, something which the United States Constitution was supposed to guarantee its citizens, was not only being challenged, it was being flat out denied. Jews, African-Americans, and homosexuals were named in disproportionate numbers, suggesting bigotry was also a central motivation. Though it seems unfathomable today, McCarthy was given full governmental authority to conduct what amounted to a modern-day witch hunt. As a result, careers were ruined. Movie studios and television and radio networks refused to hire anyone who was on the list until he or she appeared before the committee and was officially cleared. Guilty until proven innocent. Sponsors withdrew their support of any radio or television programs with

connections to those who were Blacklisted. Lena Horne, having just finished an engagement at Club Baccarat in Paris at the time *Red Channels* was published, suddenly found herself with considerably fewer employment offers in the United States, so she extended her stay at the Hôtel Raphael to wait out the stormy weather with her husband, Lennie Hayton, her daughter Gail, and friends like Kay by her side. Now Lena had *two* liabilities to overcome in the United States: her blackness and the Blacklist. Another result of the Red Scare was the September 17, 1950, cancellation of Bill Spier's NBC-Radio series, *The Adventures of Sam Spade*, starring "suspected Communist" Howard Duff, based on the character created by "suspected Communist" Dashiell Hammett. See additional notes on the cancellation of this series in the lengthy sidebar on Bill Spier found elsewhere in these endnotes under page 145 with the trailing phrase "the breakup of Kay and Bill." Price, Victoria. *Vincent Price: A Daughter's Biography*. New York: St. Martin's Press, 1999, pages 173-174; and, from Richard Schwartz, *Cold War Culture* (New York: Facts on File, 2000). Posted on the Internet at: <http://comptalk.fiu.edu/red-square.htm>.

182 *at the Hôtel Raphaël: Hollywood Reporter*, 5/19/1950.

182 *Les Ambassadeurs folded: New York Herald Tribune (Paris)*, 7/20/1950.

182 *sue the owners: Hollywood Reporter*, 8/21/1950; *New York Herald Tribune (Paris)*, 6/29/1950 and 7/6/1950.

182 *reopen the Café de Paris*: After her *Les Ambassadeurs* gig in Paris had been cut short in July 1950, Kay and her trio stayed in Europe awaiting word on their next engagement. Kay soaked up the atmosphere in Paris, did lots of sightseeing, visited museums and traveled a bit on her own. "We had time off," recalled trio member George Martin, "so, Ethel [Martin], our son and I went to Rome and Florence for two or three weeks. We didn't know if we were going to London, or exactly when. But then we got a call that London was on, so we went right back to Paris—where we had an apartment—got our stuff and went to London." Kay and her current trio line-up—George Martin, Buzz Miller and Jimmy Thompson—had landed a three-week gig starting August 28, 1950, at the Café de Paris in London's Piccadilly Circus (3 Coventry Street). This was an historic booking for several reasons. Nine years after the tragic sinking of the *Lusitania*, London's Café de Paris opened in 1924 featuring an interior design that replicated the saloon on board the lost luxury cruise liner. The nightclub quickly established itself as one of London's most fashionable cabarets, with regulars such as Cole Porter and members of the Royal Family frequently on display. The British silent movie, *Piccadilly* (Wardour Films, Ltd., 1929), starring Anna May Wong and Charles Laughton (in his motion picture debut), featured numerous sequences filmed in and around the Café de Paris, though its name was fictionalized as the "Piccadilly Club." There is a cute anecdote about the Café in Ethel Waters' autobiography, *His Eye on the Sparrow* (Doubleday, 1951) in which it is explained that a beautiful hostess named Estelle O'Brien reported for work early each night just so she could hear Ethel Waters sing. "'Do you think I could make good in Hollywood?' she asked me one night. 'Should I take the gamble and go there?' She had almond eyes and olive skin, was sweet, charming and had a lovely face. 'I think you'll make good,' I told her. Go to America. Take the chance. It was the best

advice I ever gave anyone. Sometime afterward, Estelle O'Brien went to Hollywood and made good under her professional name, Merle Oberon." During World War II, the popularity of the Café de Paris continued unabated—at least for a while. "In 1939 the Café was allowed to stay open even though theatres and cinemas were closed by order," explains the history page of the official Café de Paris website. "People gossiped their way through the blackout and the Café was advertised as a safe haven by Martin Poulson, the maître d', who argued that the four solid storeys of masonry above were ample protection. This tragically proved to be untrue on March 8th 1941 when two 50K landmines came through the Rialto roof straight onto the Café dance floor. Eighty people were killed, including Ken 'Snakehips' Johnston who was performing onstage at the time and Poulson whose words had come back to haunt him." Beatrice Lillie wrote in her memoir that she had planned to be at the Café de Paris that very night, not as a performer but with a large group of friends. Fortunately, she was delayed. "It got to be so late that I was ashamed to turn up at the party. That was the night the Café de Paris, which we all thought was as safe as an air-raid shelter, received a direct hit... Who says one shouldn't be a fatalist?" Given that the club was constructed in remembrance of the *Lusitania*—which had been torpedoed by U-boats during World War I—the bombing of Café de Paris eerily paralleled its fate. After the War, the Café de Paris underwent major reconstruction and reopened in 1948 under the management of L. S. Maggiora, supported by maître d' Major Donald Neville-Willing and doorman Harry Stopard. Talent was secured by Carl Heimann and Alan Fairley, partners in "the biggest dance-band booking agency in the country." Throughout World War II and for five years following, England's Socialist Government had imposed price limits on restaurants and theatrical venues, making food and entertainment affordable to the masses during the country's economic recovery. As a result, it was impossible for nightclubs to afford top name headliners. "Not much could be done on so limited a budget," wrote Charles Graves in *Champagne and Chandeliers: The Story of the Café de Paris*. "It was not, however, until August 1950, that the removal of the price restrictions made it possible for a cabaret to be reintroduced—in the person of Kay Thompson." The Café de Paris' previously-constrained cover charge of 13.5 shillings (\$1.90 in U.S. dollars) was promptly raised to 37.5 shillings (\$5.25). Graves added: "Besides being the first cabaret artiste at the Café de Paris after the war, Kay Thompson was the first to be labeled as receiving a salary of one thousand pounds a week." Though paltry by American standards, £1,000 British Sterling (\$2,800) was a record fee for a cabaret act in England. It was also a bit of a lie—or, shall we say, hyperbole. "In fact," Graves reported, "Kay Thompson was paid £715 [\$2000 per week] for her first engagement." The following June 1951, Beatrice Lillie made headlines when she supposedly commanded £1,000—"Kay Thompson's record fee"—though it, too, was hyperbole. She actually earned considerably less. When Noël Coward played the Café de Paris in October 1951, it was publicized that he would receive £1,000 but, according to his longtime companion, Graham Payn, he only collected £750 (\$2,100). Like in America, bragging rights had become a fine art. Two grand a week was chicken feed for Kay, so why did she accept such an insulting rate? One reason was the light work load. Similar to Les Ambassadeurs, Kay and her trio would only be required to perform at the Café de Paris six times a week, at the stroke of midnight, Mondays through Saturdays, with Sundays off. Having always wanted to spend time in London, this was like a paid vacation compared to Kay's usual two-shows-per-night workout in the United States. She could sleep late, sightsee, have afternoon tea, attend the theater in

the evenings, go to dinner parties, all *before* reporting to work for her 45 minutes of cardiovascular entertainment. But, unlike Les Ambassadeurs, the Café de Paris was a beloved institution with a comeback waiting to happen. Kay was more than happy to sacrifice financial gain in exchange for the prestige. “The Café de Paris was one of the most perfect rooms in the world for cabaret,” wrote Cole Lesley, Noël Coward’s former valet, confidante and biographer. “The size, the luxurious décor and furnishings, its oval shape, all were exactly right. The performer was happily placed and so was the audience; its tables close enough, though not too close, to embrace him or her on three sides. Best of all, from street level, two gracefully curving staircases ran down to the right and left of the small stage, and these were a gift to the performers who knew how to use them to advantage—Marlene [Dietrich] and Noël were the best exponents, with, to my mind, Hermione Gingold third [who, like Kay, happened to be represented by Barron Polan]. Hermione waited at the top until her applause at last died down and then, with a warning finger to her lips, said in a voice promising all kinds of wickedness, ‘Hush! Hush! Whisper who dares! Old Mother Gingold is coming downstairs.’” Lesley added, “Anyone who ever saw Mistinguette make one of her celebrated entrances down those long flights of stairs at the Folies Bergère—and Noël saw her many times—knows that she looked straight out front as though the stairs didn’t exist. Noël descended the stairs [at Café de Paris on his opening night of October 29, 1951], smiling as though he hadn’t a care in the world and, like Mistinguette, never once looked down.” Though the War had been over for five years, London was still in a state of recovery. Many bombed out buildings dotted the landscape, awaiting reconstruction. There were shortages of essentials including paper, cloth and string; rationing of sugar and meat was still in effect. Unemployment was high as industry struggled to get back on track. People made do with old cars, old appliances, old clothes, old *everything*. Unlike in America where depression had been replaced by consumerism and a baby boom, Londoners were still in search of escape. And for those who could afford it, the Café de Paris was London’s favorite late-night gathering place to get happy. Not only was it hopping with activity, it was a symbolic beacon of survival after the ravages of War. The club regularly attracted the likes of Princess Elizabeth (before she became the Queen), Princess Margaret, the Duchess of Kent, Frank Sinatra, Grace Kelly, Orson Welles, Laurence Olivier, Vivien Leigh, Noël Coward, etc. It was noted, “Anyone who was anyone was seen at the Café.” Plenty of anyones showed up for Kay’s black tie gala opening night at the Café de Paris on Monday, August 28, 1950: Princess Elizabeth, Princess Margaret, Angela Lansbury and husband Peter Shaw; Tyrone Power and wife Linda Christian; Lena Horne and Lennie Hayton; Jean Simmons; a contingent of stars who were in London for the shooting of *Happy Go Lovely* (RKO, 1951) including David Niven, Vera-Ellen, and Cesar Romero; and another contingent who were in town for location shooting on *Lady Possessed* (Republic, 1952): James Mason, Pamela Kellino Mason, June Havoc and Bill Spier. “The reception in London was *very* big,” recalled George Martin. “Big, big, *big!* They loved Kay. And business was terrific. Complete opposite of Paris.” Walter Winchell described Kay’s British debut thusly: “The Toast of Piccadilly. Kay Thompson’s London notices were practically love-letters.” And Kay adored the venue. “The room was so perfect,” Kay later remarked on a BBC-Radio program. “Glorious room to perform in, with a little balcony.” And she thought the house orchestra conducted by Sydney Simone was “great.” In an interview for this book, British publicist Kenneth Pitt recalled: “It so happened that one of my birthdays fell during Kay Thompson’s Café engagement and

some generous friends threw a party for me there. The venue's manager, Donald Neville-Willing, must have mentioned this to Kay for, to my great surprise, she greeted me from the floor and, taking a rose from a nearby bowl, she asked a waiter to bring it to me. It was a most gracious gesture. Fortunately she had the good taste not to embarrass me by singing 'Happy Birthday to You!'" When asked how word of Kay Thompson preceded her arrival on British soil, Pitt explained, "It was Mel Tormé who spoke so enthusiastically about Kay Thompson to me that my own interest was inspired." After her intended three-week London engagement was scheduled to end, Kay had accepted an invitation by the United Service Organization (USO) to entertain American troops stationed in the European Community (EC). A report from Nuremberg, Germany, published in the August 23, 1950, edition of the *Stars and Stripes* newspaper, noted, "Comedienne Kay Thompson, celebrated New York night club star, is due to arrive in Germany in mid-September for a tour of troop installations, the Special Services entertainment branch has announced." However, business was so phenomenal at the Café de Paris that management exercised options in Thompson's contract to hold over her act for an additional three weeks, doubling the duration of the run. As a result, Kay's USO tour had to be postponed—and, apparently, was never able to be rescheduled. Concerning lodging in London, George Martin said, "Ethel and I stayed just a few blocks away on Jermyn Street in an apartment. The Nicholas Brothers were upstairs. I don't know where Jimmy and Buzz stayed." Kay rented a place near Noël Coward's 17 Gerald Road apartment (his London address from the early 1930s to mid-1950s). *Variety*, 6/20/1951; *Evening News* (London, England), 8/29/1950; *Nevada State Journal* (Reno, Nevada), 9/26/1950; *Stars and Stripes* (Darmstadt, Hesse, Germany), 8/23/1950; *In Theater*, 4/29/1999; Graves, Charles. *Champagne and Chandeliers: The Story of the Café de Paris*. London: Odhams Press Limited, 1958, pages 144, 146, 151 and 208b; Edwards, Anne. *Judy Garland*. New York: Simon & Schuster, 1974, page 124; Payn, Graham and Barry Day. *My Life With Noël Coward*. New York: Applause Books, 1994, page 69; Lesley, Cole. *Remembering Laughter: The Life of Noël Coward*. New York: Knopf, 1976, pages 298-299; Lillie, Beatrice with John Philip and James Brough. *Every Other Inch a Lady: An Autobiography of Beatrice Lillie*. New York: Doubleday, 1972, page 288; Waters, Ethel, with Charles Samuels. *His Eye on the Sparrow*. New York: Doubleday, 1951, page 211; from an Andy Williams biography program broadcast over BBC Radio in 1976 [Kay's record £1,000 British Sterling (\$2,800 U.S. Dollars) weekly fee at Café de Paris was mentioned during this program]; from the history page of the official Café de Paris website: www.cafedeparis.com/newsite/HISTORY; L. S. Maggiora is named as the manager of Café de Paris on an advertising card for Kay Thompson's 4/9/1951 engagement at the club, from George Martin's scrapbook, courtesy of George Martin. Maggiora's name comes up in numerous gossip columns, particularly on talent scouting missions in New York. The maître d's name, "Donald Neville-Willing," was generously provided by British publicist, Kenneth Pitt. The name appears as "Major Neville Willing" in *Marlene Dietrich* by Maria Riva (New York: Knopf, 1993), page 639. Head doorman Harry Stopard's collection of autographed photos (including several of Kay Thompson acquired by the author of this book) were auctioned on eBay in 2006. 182 "the first cabaret artiste": Graves, Charles. *Champagne and Chandeliers: The Story of the Café de Paris*. London: Odhams Press Limited, 1958, page 151.

182 *In addition to the usual parade: Evening News* (London), 8/29/1950; *In Theater*, 4/29/1999; Graves, Charles. *Champagne and Chandeliers: The Story of the Café de Paris*. London: Odhams Press Limited, 1958, page 208b. Other ringsiders included Noël Coward and Graham Payn, Cole Lesley, Cecil Beaton, Kenneth Tynan, Angela Lansbury and her husband Peter Shaw, Tyrone Power and his wife Linda Christian, Lena Horne and Lennie Hayton, Jean Simmons, David Niven, Vera-Ellen, Cesar Romero, James Mason and Pamela Kellino Mason, and Bill Spier and June Havoc.

182 “*The Toast of Piccadilly*”: *Nevada State Journal* (Reno, Nevada), 9/26/1950.

182 *Cecil Beaton, one of*: When Kay first arrived in England in August 1950, Noël Coward was on holiday in Jamaica. During Coward’s temporary absence, it was somewhat ironic that Kay came face-to-face with his arch rival, Cecil Beaton, one of the most celebrated photographers and designers in the world. “The British royal family asked him to record any major event,” explained writer Caroline Frost in a BBC Four profile of Beaton. “Film stars dined with politicians at his Wiltshire home. Although gay, he even had an affair with Greta Garbo. The great and the good queued up to be photographed and Beaton, with his air-brushing kit at the ready, did his best to bring out their best side.” For *Vintage Voice*, journalist Maria Bustillos wrote: “We know his photographs of Prince Charles as a baby, of the wartime Churchill in various bulldog poses, of St. Paul’s Cathedral in ruins, of thickly made-up socialites, and flocks of storklike models in Charles James evening gowns. We know him also as the Oscar-winning designer of Audrey Hepburn’s fantastic costumes in *My Fair Lady* [he also won Oscars for Best Art Direction-Set Decoration for *My Fair Lady* (Warner Brothers, 1964) and for Best Costumes for *Gigi* (MGM, 1958)]. Less so, but still, as the New York social climber, much detested by Truman Capote; as the prototypical over bred Englishman, a character part; a world-class dilettante, a shutterbug and dress designer rather than a serious artist, and—*sans doute!*—a raging queen.” Speaking of queens, Beaton would be knighted by one named Elizabeth in 1972. But in September 1950, he would photograph Kay Thompson, Queen of the Saloon Circuit, yielding a full-page picture in the British edition of *Vogue* (November 1950), captioned: “Miss Kay Thompson, brilliant American cabaret artist who has been appearing at the Café de Paris, was an MGM lyric-writer until she developed her own fantastically successful cabaret style of ‘vocal choreography.’ During the day, she likes to relax in casual tailored clothes. She concentrates mainly on black and white, and practically all her clothes are designed to fit her very strenuous act. Here, she wears a Balmain pantaloon-line dress in nut-coloured taffeta; the irregular skirt, swathed below the knee into trousers, the bodice strictly tailored, with long sleeves, pointed collar.” In Cecil Beaton’s book, *Persona Grata* (G. P. Putnam’s Sons, 1954), co-authored with British drama critic Kenneth Tynan (who later conceived the Broadway phenomenon *Oh! Calcutta!*), the conundrum of Kay Thompson was deciphered as follows: “One of the misfortunes about being a card manipulator is that nobody can ever write about you. Given acres of space, one can describe the tricks, adding whether or not they worked; but why they worked or whether they were difficult one simply cannot say. Criticism is ruled out. I feel much the same way about Kay Thompson, whose magic is similarly incommunicable and whose art, in its brightest moments, is almost abstract. The facts about her are that she sings and prances in cabaret between Los Angeles and Istanbul; that she is skeletal, hatchet-faced, blonde and American; that she wears tight,

tapering slacks, and moves like a mountain goat... Kay Thompson's act is legerdemain; and I had almost said legerdepied and legerdemot as well. Thus does she bring out the neologist in me. The proper language in which to review her is not English at all but Esperanto. Or possibly Morse code." Even if Kay found Beaton to be her cup of tea, there was a subtle pressure to choose wisely among her British allies. No doubt, she quickly discovered that there was a bitchy rivalry between Cecil Beaton and Noël Coward. Beaton once wrote that during the 1930s: "All sorts of men suddenly wanted to look like Noël Coward—sleek and satiny, clipped and well groomed, with a cigarette, a telephone, or a cocktail at hand." Clearly, Beaton was one of those men who idolized Coward and yet whenever he was in Noël's presence, Cecil was overcome with a feeling of "speechless inferiority." That brew of envy and intimidation fermented into effusive cat fights. A footnote in Noël Coward's diary reads: "Beaton's relations with Noël had been a trifle chilly ever since Noël had told him in the course of a 1930 Atlantic crossing that he was 'flabby, floppy and affected, with an undulating walk, exaggerated clothes and a voice both too high and too precise.'" Though they had their differences, much of the ice would be broken in 1952 when Beaton designed sets and costumes for Coward's *Quadrille*. They eventually socialized together and shared at least one thing in common: utter fascination with Kay Thompson. *British Vogue*, 11/1950; Beaton, Cecil, and Kenneth Tynan. *Persona Grata*. New York: G. P. Putnam's Sons, 1954, pages 90-91; Coward, Noël, edited by Graham Payn and Sheridan Morley. *The Noël Coward Diaries*. London: Phoenix Press, 1982, page 38; from Maria Bustillos' "Cecil Beaton: Dancing on the Head of a Pin?", a profile of Cecil Beaton posted on the *Vintage Voice* website: <http://pix.popula.com/items/0224/vintage2/beaton.html>; and, from Caroline Frost's "Cecil Beaton: Beneath the Glitter," a profile of Cecil Beaton posted 3/13/2005 on the BBC Four website: www.bbc.co.uk.

182 "One of the misfortunes": Beaton, Cecil, and Kenneth Tynan. *Persona Grata*. New York: G. P. Putnam's Sons, 1954, pages 90-91.

182 *a place near Noël Coward's*: Upon his return to London from Jamaica, Noël Coward's diary entry for October 3, 1950, read: "Supper at the Café de Paris with Gladys [Calthrop, set designer], Cole [Lesley], and Graham [Payn, Coward's longtime companion] in order to see Kay Thompson, who was brilliant." Cole Lesley added: "We went to see Kay and her cabaret act every night we could so that by the time Noël appeared there [starting October 29, 1951] the Café de Paris and its matchbox dressing-room had already become a second home." George Martin remembered Noël Coward's backstage visits: "He just came in with those blue eyes looking at you and you sort of went, 'Oh!'" In other words, he was undressing you with his eyes? "Yes, that's the idea you got. It was very short, believe me. I was just introduced to him, but he gave you that look, you know?" Aside from ogling the hunky dancers, Coward was absolutely enthralled with Kay. After attending her performance on October 3, 1950, Coward added in his diary, "Took her back to the studio [17 Gerald Road] and played Graham's and Cole's new song. Very enjoyable." Kay took an immediate liking to Coward's entourage, especially his "better half," Graham Payn, 32, a handsome South African actor. Like Henry Higgins in *Pygmalion*, Coward had been in the process of grooming Payn for stardom ever since discovering him at age fourteen during a 1932 casting call for *Words and Music*. By 1945, Noël's devotion to Graham had evolved from mentor to lover and

they would remain lifetime companions until Coward's death in 1973. Payn oversaw Coward's estate until his own passing in 2005. At the age of 84, Payn was asked to be interviewed for this book but responded by letter from the Coward Estate in Switzerland. Dated December 9, 2002, Payn wrote, "I am very pleased to hear that you are writing a book about Kay Thompson, this marvelous actress and dear friend. We met in the Fifties of the last century... [and I] do hope you will succeed to describe Kay's extraordinary personality." Admitting that his memory was failing, he lamented that "it is difficult to recall any specific details" but suggested using the references to Kay found in *The Noël Coward Diaries* (George Weidenfeld & Nicholson Ltd., 1982) edited by Graham Payn and Sheridan Morley; *Remembering Laughter: The Life of Noël Coward* (Knopf, 1976) by Cole Lesley; and, of course, his own autobiography, *My Life With Noël Coward* (Applause Books, 1994) by Graham Payn with Barry Day, in which Payn wrote, "Kay Thompson, Entertainer, my mentor... and friend to all of us." On Sundays when Café de Paris was closed, as well as after her engagement was over, Kay was invited to Coward's seaside cottage, White Cliffs, at the base of the White Cliffs of Dover, in St. Margaret's Bay, England. An article posted on the Dover Museum website noted, "Weekends were spent playing canasta or scrabble, listening to classical music, and doing the *Times* crossword which Coward considered 'very good exercise for the brain.' Coward's new songs or snatches of his latest play would be performed aloud to assess the reaction of his guests." In addition to Kay, there was a revolving door of visitors at White Cliffs including Marlene Dietrich, Spencer Tracy and Katharine Hepburn, Maurice Chevalier, Gertrude Lawrence, Daphne du Maurier, Joseph Cotten, Mary Pickford and Mary Martin. Coward, Noël, edited by Graham Payn and Sheridan Morley. *The Noël Coward Diaries*. London: George Weidenfeld & Nicholson Ltd., 1982, page 156; Payn, Graham, with Barry Day. *My Life with Noël Coward*. New York: Applause Books, 1994, page 65; from an article on Noël Coward posted on the Dover Museum website: www.dover.gov.uk/museum/resource/articles/coward.asp.

183 *confidant-biographer*, Cole Lesley: Either during the late-1950s or early-1970s, when Kay was residing at The Plaza, Cole Lesley stopped by spur of the moment, hoping to see Kay, but she wasn't there. He left her the following handwritten note:

Kay Thompson, Plaza Hotel, New York City

Dahling Kaydledy,

**So sad to find you not here mais c'est la vie
& we're in the same continent.**

**Kiss Kiss Love Love,
Coley**

183 "*She had a flat*": Lesley, Cole. *Remembering Laughter: The Life of Noël Coward*. New York: Knopf, 1976, page 297.

183 *guest starred on* The Frank Sinatra: "Kay Thompson's first teevee appearance since her return from abroad will be for Irving Mansfield on *The Frank Sinatra Show*," wrote

Radie Harris in the October 24, 1950, edition of *The Hollywood Reporter*. Sinatra's CBS-TV variety series had debuted on October 7, 1950, to downbeat reviews and limp ratings, so CBS executives Harry Ommerle and Hubbell Robinson had fired everyone and begged Mansfield to help things around. Mansfield, who was still busy producing the popular *Irving Mansfield's This Is Show Business*, was highly skeptical that Sinatra's show could be saved and was reluctant to jump aboard a sinking ship without a life preserver. "I'll do it for a dollar a week," Mansfield told the stunned execs. "I want one dollar a week and the right to quit on one week's notice." Irving, who had only met Sinatra once while working on a Milton Berle show, needed allies to help break the ice. Kay Thompson was the perfect conduit because she and Frank were great pals and they shared tremendous respect for one another's musical talent. And so, Kay was not only signed to be a guest, but also asked to help out as a "creative consultant," a job title she would hold on numerous future television programs. Thompson made her guest appearance on Saturday, October 28, 1950, during which she sang two songs from her recent Decca singles—"That Old Feeling" and "(The Birds Are Talkin') 'Bout You 'n Me"—the latter performed as a duet with Sinatra, along with "Thompson's boys." It appears that no kinescope or recording was preserved of this installment, so Kay's apocryphal summit with Frank is, unfortunately, lost to the ages. However, a photograph of Thompson and Sinatra sharing the spotlight has surfaced, with Jimmy Thompson, from Kay's current backup trio, visible in the background. However, her other two backup singer-dancers, George Martin and Buzz Miller, were not with Jimmy on that show because, upon returning from London, George and Buzz took a brief hiatus in Hollywood to dance for choreographer Jack Cole in the "Happy Endings" (Sylvia Fine) finale of *On the Riviera* (Twentieth Century-Fox, 1951) starring Danny Kaye and Gene Tierney. The movie sequence also featured George's wife, Ethel Martin, as well as Cole's regular troupe dancer, Gwen Verdon. As a result, Jimmy Thompson was augmented by male members of the Whippoorwills, a swing quintet (four guys and a girl) that was being regularly featured on *The Frank Sinatra Show* (as well as singing backup on several of Sinatra's studio recordings from that period). From the University of Los Angeles, the Whippoorwills included Gordon Thorin, John Ackerman, David O'Hearn, Frank Allen Howren and Marilyn Sullivan. The Whippoorwills' harmonics were so Thompson-like, she ended up coaching and arranging some of their numbers. In fact, one of the group's members, Gordon Thorin, would later join Kay's nightclub act in 1955 (and is part of the backup chorus on her 1956 bugged-out bongo recording of Cole Porter's "Just One of Those Things" on Cadence Records). A surviving script of the *Frank Sinatra Show* installment reveals that Thompson's predilection for wearing slacks was mined for some humorous banter between songs:

FRANK SINATRA: "Who's your tailor? I *must* have a pair of those pants."

KAY THOMPSON: "Oh, I'm glad you like them, my dear. Some people might disagree, but I believe if the occasion calls for it, a woman has a perfect right to wear trousers. Or, for that matter a man should wear skirts!"

FRANK SINATRA: "Not without a set of bagpipes he shouldn't. Besides... brrr... winter is coming."

Kay and Frank also performed together in a comedy sketch entitled “Hot Closet” (written by Hugh Wedlock and Howard Snyder), set in the boudoir of a British manor where the lady of the house, Cynthia (Thompson), is carrying on an illicit affair with Sir Guy (Sinatra). When her husband, Lord Humphrey (Ben Blue), returns home unexpectedly, Sir Guy hides in the closet. Breaking character, Sinatra comes out of the closet, complaining that it is too hot inside. Blue suggests they switch roles. But he can’t handle the heat either. Frustrated, Kay calls them both “cream puffs” and insists *she’ll* play Sir Guy, forcing Frank to portray Cynthia in drag. This time around, when the closet door is opened, Kay is nowhere to be found. Instead, a mystery man steps out and deadpans, “It’s not hot in there any more. I opened the window!” The sketch was particularly significant for Thompson because, other than her aborted cameo appearance as the Matron cut from *The Kid from Brooklyn* (RKO, 1946), this marked her acting debut in front of the camera—expanding on her vast radio experience as a comedienne. Aside from her all-purpose guest shot on *The Frank Sinatra Show*, Thompson helped recommend song selections for other episodes, including “Oh! What a Cup of Tea” (Kay Thompson) from her nightclub repertoire. In Irving Mansfield’s memoir, he recalls Sinatra doing “a bit with tea and a cup and saucer and got laughs like a professional comic.” In 1948, *Life* had done an entire spread of Kay and Andy Williams performing the routine—and Kay would later reprise it with Jack Buchanan on *The Buick-Berle Show* (NBC-TV, 12/24/1954). Working on the Sinatra program reunited Kay with Ken Lane, who had been a member of her Rhythm Singers in 1936 for *The Chesterfield Radio Program*. “I was a second tenor and I sang with Kay Thompson for a while,” Ken Lane later reflected. “When that ended, I went back in the [music] publishing business. I met Frank Sinatra before he went with Dorsey and Harry James. He used to rehearse in my office.” But an office job was not his thing. Ken soon formed his own choir that appeared on radio and, in 1942, took a job in Hollywood as a vocal director for Columbia Pictures. Four months after his move west, however, he got drafted into military service. When Ken was discharged from the Army in 1944, he landed another radio gig as choir director for *Your Hit Parade* which, at that time, featured Sinatra as a regular vocalist. Frank insisted Ken become his personal accompanist, a job that stuck. Kay was delighted to learn that, after six years, Ken was still keyboarding for Frank on the new TV series. For Kay, *The Frank Sinatra Show* gang was like family. However, the family was in crisis. Sinatra’s career was in a terrible slump. His records were not selling and, because his movies were no longer making money, MGM had fired him in April 1950. Ongoing rumors of mob connections and his illicit romancing with Ava Gardner (while still a married man) dogged him in the media. His violent temper with certain members of the press had not helped matters—nor had the sudden death of his longtime publicist, George Evans. In May 1950, while performing at New York’s Copacabana, specks of blood began spurting up from his throat into his mouth. Sinatra later recalled: “I went for a note and nothing came out—nothing—just dust. Finally I turned to the audience and whispered into the microphone ‘Goodnight,’ and walked off the floor.” The condition was diagnosed as a vocal chord hemorrhage and he was ordered to stop drinking alcohol, to stop smoking and to remain absolutely silent for weeks—a prescription that was unthinkable for the hard-drinking, chain-smoking, and outspoken Sinatra. By the time work began on his television series that fall, his vocal chords had not fully recovered. In light of how his year had been going, Frank was not in the best of moods. There is considerable circumstantial evidence to suggest that one of Sinatra’s “three Manhattan throat

specialists” was, in fact, Dr. Max Jacobson—a quite plausible theory given the vast number of New York performers who swore by the methamphetamine-laced “vitamin cocktail” injections from “Miracle Max.” If so, it would certainly help explain Frank’s “impatience, irritability, and grandiosity,” and his “exaggerated sense of personal power.” These were precisely the kinds of mood swings associated with methamphetamine abuse—behavior which became all the more exaggerated and unpredictable when mixed with alcohol and/or other narcotics. For the following week’s show on November 4, Kay helped as best she could—contributing vocal arrangements and coaching for Sinatra (in collaboration with musical director Axel Stordahl)—but she only received sporadic cooperation from “The Voice.” In Kitty Kelley’s *My Way: The Unauthorized Biography of Frank Sinatra*, Irving Mansfield was quoted thusly: “Frank was always late, sometimes two and three hours late. He hated to rehearse and refused to discuss the weekly format.” This lack of professionalism must have come as a huge disappointment to a perfectionist like Kay; it certainly drove the producer crazy. “I lived in hell,” Mansfield grumbled. “[Sinatra] was impossible to work with—absolutely impossible. A real spoiled brat.” Kay was privy to disturbing displays of obsessive-compulsive behavior, such as Frank constantly washing his hands or repeatedly changing his underwear in front of the entire TV crew. Mansfield confirmed: “He would drop his pants to the floor, take off his drawers, and kick them in the air with his foot. Some flunkie would chase those dirty shorts around the room while Frank put on a clean pair. He must’ve changed his shorts every twenty minutes. I’ve never seen anything like it in my life.” Unlike the rest of the TV crew, Kay was around Frank practically 24/7. She was residing in her usual haunt, the Hampshire House, on Fifty-ninth Street and Sixth Avenue, which also happened to be where Frank had sublet a resident suite—one that was owned by his loyal supporter, Manie Sacks, who had just departed Columbia Records (Sinatra’s current label) to become Vice President in Charge of TV Programming and Talent at NBC-TV. Sinatra was using Sacks’ place as a love nest for himself and Ava Gardner, though “for the sake of appearances” they maintained “separate suites at the Hampshire House.” Unfortunately, things got hot and heavy in all the wrong ways. “Every day of [Ava’s] life was a living hell on earth,” Mansfield claimed, “because [Frank] was always accusing her of running out in the afternoon to sleep with [her ex-husband] Artie Shaw... Whenever he couldn’t get her on the phone, he’d start screaming on the set.” Frank barked like a rabid dog: “I know she’s with that goddamn Artie Shaw. I know she’s with that bastard. I’ll kill her. I’ll kill her. I’ll kill her.” This put Kay in a very awkward position because, for many years, she had been a confidante of both Frank and Ava. Not wanting to risk losing either friendship, Thompson apparently chose neutrality as the best way to navigate the mine field. Making matters worse, Sinatra isolated himself from his creative team. “I couldn’t get near him,” Mansfield shrugged. “He was constantly surrounded by his entourage... like goons protecting a gangster.” After only four shows, Mansfield could take no more and finally spoke his mind: “Frank, as an artist, you are incomparable. Nobody can touch you. But where you’re a failure is as a human being.” Sinatra snapped: “You’re fired, pal. FIRED! Do you hear me?” Mansfield shot back: “Sorry, Frank. I already quit this morning.” The *third* producing regime, Marlo Lewis and John Wray, lasted a grand total of one week, and then Jack Donahue took over as of the November 18, 1950, broadcast. Also caught in the line of fire was Ken Lane, Sinatra’s longtime accompanist, who went on to work for Eddie Fisher (1952-1957) and finally ended up with Frank’s Rat Pack partner-in-crime, Dean Martin (1957-1970s). Replacing Lane was Bill Miller who

continued with Sinatra “until his last performance in 1995.” Kay was lucky that she had other commitments to use as an excuse to bow out before things got any uglier—and, as a result, she managed to remain on Frank’s good side. Nevertheless, it must have been demoralizing for Kay to see her friend in such a self-destructive state. According to Sinatra biographers Anthony Summers and Robbyn Swan, the singer attempted suicide on several occasions during that period, most of which were covered up. However, an “accidental” overdose of sleeping pills on August 29, 1951, made the newspapers. One week later, Frank made his Las Vegas debut at the Desert Inn—but the showroom was often half empty. Not one Sinatra song had made the *Billboard* charts in all of 1951 and so, with Manie Sacks no longer around to save him, Columbia Records dropped him from their roster in September 1952. Although several performers had made easy transitions to television, Sinatra was not one of them. In the few surviving kinescopes, Frank was visibly uncomfortable. When sponsorships dried up in 1951, the network kept the show going on its own dime in hopes that the kinks would be ironed out. They weren’t. After the deficit exceeded a million dollars, CBS finally threw in the towel and cancelled the series in 1952. After being fired from MGM, the failure of his television series, the embarrassingly low turnout for his live shows, and the collapse of his recording career, few thought Sinatra was capable of a comeback. He was desperate to make a movie that would put him back on top. His agents at William Morris hounded Harry Cohn, head of Columbia Pictures, to cast Frank in the secondary role of “Angelo Maggio” in *From Here to Eternity* (Columbia, 1953), a drama about corruption and brutality in the United States Army that would star Burt Lancaster, Montgomery Clift and Deborah Kerr. But after a meeting with Sinatra, Cohn turned to his associate, Jonie Taps, and said, “Who in the fuck would want to see that skinny asshole in a major movie?” At director Fred Zinnemann’s request, a screen-test was ordered, though in light of Cohn’s attitude it seemed like a waste of time. Some claim that Cohn was swayed when Sinatra dropped his asking price from \$150,000 to \$8,000. However, others insist that Cohn’s about-face required Mafia persuasion. “Cohn’s widow, Joan, acknowledged the mob involvement,” reported Anthony Summers and Robbyn Swan in their book *Sinatra: The Life*. “The writer Peter Evans, who knew her socially years later, often heard her describe how ‘two gentlemen from the mob turned up at Columbia Pictures and told Harry Cohn he was going to cast Sinatra in *Eternity*.’” A thinly-disguised version of this alleged incident was later depicted in *The Godfather* (Paramount, 1972). No matter how Cohn’s arm was twisted into the decision, it turned out to be good one. Zinnemann was so impressed with Sinatra’s screen test, he used some of his gestures in the final film—an ad-libbed use of “olives as dice and pretending to shoot craps.” Released in 1953, the film went on to win eight Academy Awards including Best Picture, Best Director and, in the category of last laughs, Sinatra was named Best Supporting Actor—a vindication that completely revitalized his career. The train wreck of the last few years was forgiven and forgotten. *Variety*, 10/25/1950 and 11/15/1950; *The Hollywood Reporter*, 10/24/1950 and 11/9/1950; *Time*, 5/9/1959; *Life*, 1/26/1948; *New York Sun*, 9/20/2005; *Los Angeles Times*, 7/16/2006; *Nevada State Journal* (Reno, Nevada), 9/2/1951; *Daily Courier* (Connellsville, Pennsylvania), 8/29/1970; *Lowell Sun* (Lowell, Massachusetts), 4/1/1950; Mansfield, Irving, with Jean Libman Block. *Life with Jackie: The Surprising Story of Jacqueline Susann*. New York: Bantam Books, 1983, pages 82-84; Summers, Anthony, and Robbyn Swan. *Sinatra: The Life*. New York: Alfred A. Knopf, 2005, pages 157, 160-161, 168, 181; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*.

New York: Bantam Books, 1986, pages 170-172; Server, Lee. *Ava Gardner: Love Is Nothing*. New York: St. Martin's Griffin, 2007, page 182; Flamini, Roland. *Ava: A Biography*. New York: Coward, McCann & Geoghegan, 1983; page 124; the Internet Movie Data Base (www.imdb.com), under "Trivia" for *From Here to Eternity*; and, from various drafts of the rundown and script for *The Frank Sinatra Show*, 10/28/1950, are archived in the Harry Crane Papers at the Charles E. Young Research Library, UCLA Library, Performing Arts Collections, Los Angeles, California. Head of Reader Services: Lauren Buisson.

183 *so producer Irving Mansfield*: Mansfield, Irving, with Jean Libman Block. *Life with Jackie: The Surprising Story of Jacqueline Susann*. New York: Bantam Books, 1983, pages 82–83.

183 *backup vocals by*: Whippoorwills member Gordon Thorin would become a backup singer-dancer for Thompson's act in 1955.

183 *"cream puffs"*: From the comedy sketch entitled "Hot Closet" for *The Frank Sinatra Show* (CBS-TV, 10/28/1950), written by Hugh Wedlock and Howard Snyder. Various drafts of the rundown and script for the October 28 broadcast of *The Frank Sinatra Show* are archived in the Harry Crane Papers at the Charles E. Young Research Library, UCLA Library, Performing Arts Collections, Los Angeles, California. Head of reader services, Lauren Buisson.

183 *"three Manhattan throat specialists"*: *Lowell Sun* (Lowell, Massachusetts), 4/1/1950.

183 *"impatience, irritability"*: *New York Sun*, 9/20/2005.

183 *changing his underwear*: Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 171.

183 *residing at the Hampshire House*: Flamini, Roland. *Ava: A Biography*. New York: Coward, McCann & Geoghegan, 1983, page 124.

184 *"I know she's with that goddamn"*: Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 170.

184 *After only four shows*: *Daily Variety*, 12/27/1950; *Syracuse Herald-Journal* (Syracuse, New York), 1/1/1951; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 172.

184 *gracefully bowed out*: Working on *The Frank Sinatra Show* in 1950 reunited Thompson with Ken Lane, who had been a member of her Rhythm Singers in 1936 for *The Chesterfield Radio Program*. (When Kay Thompson and her Rhythm Singers appeared in the movie *Manhattan Merry-Go-Round* in 1937, Ken was unavailable, so he replaced himself with his brother Al Lane.) "I was a second tenor and I sang with Kay Thompson for a while," Ken later reflected. "When that ended, I went back in the [music]"

publishing business. I met Frank Sinatra before he went with Dorsey and Harry James. He used to rehearse in my office.” But an office job was not his thing. Ken soon formed his own choir that appeared on various radio shows. Around 1942, Ken took a job in Hollywood as a vocal director for Columbia Pictures. Four months after his move West, however, he got drafted into military service. When Ken was discharged from the Army in 1944, he returned to New York where he landed a radio gig as choir director for *Your Hit Parade* which, at that time, featured Sinatra as a regular vocalist. Frank insisted Ken become his personal accompanist, a job that stuck. Six years later, Kay was delighted to learn that Ken was still keyboarding for Frank on this new TV series, *The Frank Sinatra Show*. Unfortunately, Sinatra was in such terrible shape, he alienated or fired nearly everyone who was trying to help him, including producer Irving Mansfield, Kay, and Ken. Replacing Lane was Bill Miller who continued as Sinatra’s accompanist “until his last performance in 1995.” Lane went on to work for Eddie Fisher (1952-1957) and finally ended up with Frank’s Rat Pack partner-in-crime, Dean Martin (1957-1970s). With Irving Taylor, Lane cowrote the No. 1 hit “Everybody Loves Somebody.” *Los Angeles Times*, 7/16/2006. *Daily Courier* (Connellsville, Pennsylvania), 8/29/1970.

184 *to resume touring*: Before she resumed touring, Kay had other business to do in New York. She appeared on the November 19, 1950, installment of *Showtime U.S.A.* (ABC-TV), hosted by Vinton Freedley, also featuring Duke Ellington, Sir Cedric Hardwicke, and Edward Everett Horton. The theme song of the program was “There’s No Business Like Show Business” (Irving Berlin) from *Annie Get Your Gun*, but Kay’s numbers remain a mystery. Also while in New York, Kay decided to invest some of her money. “Kay Thompson is among the backers of Gogi’s LaRue,” revealed Walter Winchell. Located at 45 E. 58th Street, the old LaRue Restaurant was being revitalized by George “Gogi” Tchitchitnadze, a well-known restaurant host who had enjoyed previous success in Hollywood, Mexico City, New York and Paris. *Variety* reported: “Gogi has taken over LaRue’s with the aid of friendships that he has established in the past quarter of a century of hosting. He is head of a corporation whose investors have put up anywhere from \$2,000 to \$20,000 with the backers comprising a group from Hollywood and café society.” In addition to Kay Thompson, the pool of approximately twenty investors included Tony Martin, Hedy Lamarr, and Conrad Hilton. One of the lesser-known stockholders was Herbert Klotz, who would later make headlines for financial dealings of another kind. In the mid-1960s, while serving as Assistant Secretary of Commerce under President Lyndon B. Johnson, Klotz came under suspicion for insider trading of Texas Gulf stock. According to an April 30, 1965, report in *Time*, “Though Klotz was accused of no illegal conduct—‘I got a stock tip pure and simple like you’d hear in a barbershop’—he submitted his resignation... [which was] immediately accepted by President Johnson.” Another investor in Gogi’s LaRue was Kay’s friend, Emmy Burlingham. A native of Cincinnati, Ohio, Emmy was the wealthy heiress to the Western & Southern Insurance fortune and resided in a New York townhouse at the corner of 62nd Street and Fifth Avenue with her husband, Bill Burlingham, who manufactured the Burlingham Lock Bolt. Though Bill was a homebody who preferred the quiet life, Emmy was a bicoastal social butterfly. In California, she maintained a second home, a fourteen-room French colonial at 232 S. Mapleton Drive in the Holmby Hills area of Beverly Hills. Later in 1952, she would sell the house to Humphrey Bogart and Lauren Bacall who designated the property to be the official headquarters for the Holmby Hills Rat

Pack. And even later, the residence was owned by producer Ray Stark. Rarely accompanied to social events by her husband, Emmy never missed a party, escorted on both coasts by a coterie of gay men including Bob Alton, Roger Edens, Charles Walters, Lemuel Ayers, Ralph Blane, Ted Straeter, Don Loper and Colonel Charles Northrup—the very same lavender hill mob who hung out with Kay. “Emmy was a wonderful dame,” recalled one gay man who traveled in that circle but prefers to remain anonymous. “She became Don Loper’s patron. She spent millions on him setting up his successful clothing line and interior decorating businesses. She joked, ‘Why don’t we get married, Don?’ And he said, ‘Honey, I’m already married.’ Meaning Charlie Northrup. Colonel Charles Cross Northrup was Don Loper’s business partner and lover. I knew them both very well, one much more than the other. You see, I had a little fling with Charlie Northrup. I knew him about as well as you can, let’s put it that way. He was *very* good-looking. Charlie was a full colonel in the Air Force. No relation to Northrop Aviation. His name was spelled with a ‘u-p’ and the aviation company was with an ‘o-p.’ They used to laugh about it. He and Loper split about 1963 or ’64.” Peggy Rea remembered Colonel Charles Northrup with another companion: “Northrup was a great friend of Chuck Walters who directed me in *Walk, Don’t Run* with Cary Grant in 1960, but I’d known Chuck since 1942 at MGM. The two Charles were gay. They lived together on Doheny off of Sunset, Colonel Charles Northrup and Charles Walters. They were close friends with Don Loper and that whole group of gay men.” Apparently it was one big happy incestuous family. Like Emmy, Kay would often be “romantically” linked in the gossip columns to the same list of gay escorts, much to the amusement of those in the know. “For a long time, Don Loper and Charlie Northrup had a wonderful apartment on Doheny, just down from Sunset,” the nameless insider added. “He used to give wonderful dinner parties for everybody. Not just his gay friends but movie-star guest-lists. Zsa Zsa Gabor was there all the time. Agnes Moorehead, too—she was married but she was a lesbian. Great dame. Kay was always there. As a matter of fact, the last time I saw Kay was a bit later when Don had a house on Beverly Glen. They had set up tables around the living room and Kay was sitting back-to-back to me and she turned and said, ‘Okay, smart ass. For whom did Ravel write the Concerto Number 4 for the left hand?’ And I cracked right back with the correct name, ‘Paul Wittgenstein.’ And she said, ‘Good for you!’ I saw Kay at Loper’s at least ten or fifteen times.” From this lively social set, Gogi recruited not only investors for his restaurant, but tastemakers as well. “Don Loper has redecorated the spot,” noted *Variety*, “with its background of mirrors and neutral colors. The bar is decorated with expensive paintings loaned to it by the Newhouse galleries.” And, keeping it all in the extended family, Ted Straeter was installed as the permanent dance band conductor, pianist and singer. Kay came up with the concept of demanding formal attire be worn on a certain night of the week. “Friday is black-tie night,” *Variety* explained, “and you can’t get in unless attired accordingly. On this night are varied contests, such as a balloon dance, etc., with door prizes as part of the setup. Biz has been socko from the opening—two weeks ago.” With all this working in its favor, Gogi’s LaRue instantly resumed its former stature as one of Manhattan’s favorite night spots. In 1956, however, gangster Meyer Lansky would muscle Gogi into giving up LaRue in order to run the dining room at the Hotel Nacional in Havana—the very same establishment where Sinatra had been caught rubbing elbows with the Mob and where Kay had stayed during her mysterious 1948 Cuban *vacaciones*. (Technically, Meyer Lansky had sold the Hotel Nacional to Pan American Airlines in 1955, but he retained a lease on the Nacional’s

restaurant, bar, showroom and casino.) Soon after LaRue's re-opening, Kay headed to the Left Coast and, around Thanksgiving 1950, the *Los Angeles Times* spotted Kay on the arm of Colonel Charles Northrup, attending the opening of singer Billy Daniels at the Mocambo. This gossip column "scoop" elicited titters from acquaintances who were well aware that Northrup had absolutely no romantic interest in Kay at all. *Variety*, 12/6/1950; *Time*, 4/30/1965; *New York Times*, 11/19/1950; *Los Angeles Times*, 12/1/1950; *Mansfield News-Journal* (Mansfield, Ohio), 11/10/1950; Montague, Art. *Meyer Lansky: The Shadowy Exploits of New York's Master Manipulator*. Canmore, Alberta, Canada: Altitude Publishing, Ltd., 2005, page 130; from article "Havana Night Life" by Jay Mallin, Sr., circa 1956, posted on the *Cuban Information Archives* website at: http://cuban-exile.com/doc_201-225/doc0211.html.

184 *first at El Rancho*: After Buzz Miller and George Martin finished dancing with Danny Kaye in *On the Riviera*, they reunited with Jimmy Thompson and hit the road again with Kay, opening in the Round-Up Room at El Rancho Vegas (December 20, 1950-January 2, 1951), the same Las Vegas venue where Kay Thompson and the Williams Brothers made their debut in August 1947. Kay's warm-ups were ventriloquist Jimmy Nelson, a protégé of Edgar Bergen, whose dummy side-kicks were Danny O'Day, Humphrey Higsby, and Farfel the Dog; plus the George Moro Dancers and singer Joy Walker. The critique in *Daily Variety* read: "Miss Thompson has returned with more mobile male crew than before and sells beautifully. Act never stops... Applause at show caught was so great it had to be faded by emcee and orch leader Henry Busse." Business was never better, too. On January 1, 1951, Walter Winchell reported: "Kay Thompson broke the Las Vegas (El Rancho) money record last week." *Daily Variety*, 12/27/1950; *Syracuse Herald-Journal* (Syracuse, NY), 1/1/1951.

184 *then at the Mocambo*: Kay and her trio (George Martin, Buzz Miller, Jimmy Thompson) opened at the Mocambo on January 9, 1951. Located at 8588 Sunset Boulevard, the Mocambo had been one of the most popular Los Angeles nightclubs for ten years (it opened on January 3, 1941), a favorite haunt of Judy Garland and Vincente Minnelli, Humphrey Bogart and Lauren Bacall, Clark Gable and Carol Lombard, Lucille Ball and Desi Arnaz (the club was later featured on an episode of *I Love Lucy*), and the spot where Frank Sinatra made his West Coast solo nightclub debut in 1943. Historian Murray L. Pfeffer noted: "Owners Charlie Morrison and Felix Young hired set designer Tony Duquette who promptly spent \$100,000 on the decor of this Brazilian themed club. Along the walls, Duquette placed glass cages holding live macaws, parrots, and cockatoos. This caught the attention of the ASPCA who felt the birds could be harmed in such an atmosphere. However, Morrison, a former actor's agent [who had represented Milton Berle, Sophie Tucker, etc.], smooth-talked the ASPCA into believing that the macaws and cockatoos were also having a great time, and thoroughly enjoying themselves." Tony Duquette had gone on to become Vincente Minnelli's favorite set designer at MGM; you will recall that Kay had borrowed Duquette's oversized statues from *Ziegfeld Follies* to decorate her badminton court on the occasion of Arthur Freed's 51st birthday on September 9, 1945. Kay had known Charlie Morrison since 1934 when he was partnered with her manager, Danny Winkler, in the Morrison-Winkler Corporation. In *Daily Variety*, columnist Mike Connolly wrote: "At Kay Thompson's Mocambo bow, Ava Gardner dated Roger Edens but spent most of her time, with Edens'

sanction, long-distancing *The Voice in Gotham*.” Of course, “*The Voice*” was Frank Sinatra and he would wed Gardner later that year—on November 7, 1951. Keeping the atmosphere highly charged, Gardner’s former flame, Howard Duff, walked in with Ida Lupino on his arm; they would marry in October. Also at the soiree was Judy Garland and Said Luft, and Kay’s newest best friend, Joan Crawford – although their planned movie together for Jerry Wald had, by then, stalled in development hell. Louella Parsons reported: “Ronnie Reagan and Nancy Davis—and believe me this is getting more and more serious—came to see Kay Thompson at the Mocambo.” Kay and her trio were backed by Eddie Oliver and His Orchestra, the same bandleader who conducted for Kay and the Williams Brothers at *Ciro’s* in 1947. Now Eddie was a fixture at the Mocambo. Kay’s accompanist, Joe Karnes, played piano and assisted Eddie with the breakneck arrangements. Most cities, especially New York, were so enamored with Kay and her trio, they forgot all about the Williams Brothers. London had never even been exposed to the Williams boys, so there were no comparisons to surmount. Hollywood was a somewhat different story. Kay’s gig at the Mocambo marked the first time she had played Los Angeles *without* the Williams Brothers and, not easily swayed, the local critics were unwilling to embrace Kay’s new act with open arms. “The three boys are skillful dancers, but they haven’t the personalities of the Williams Brothers,” read David Hanna’s review in *The Hollywood Reporter*. “Back on the Strip where she achieved her first phenomenal smash, Miss Thompson faces an unusual challenge because of the uniqueness of her act. Audiences expect her to duplicate the magic rapport of that earlier engagement. Whether she succeeds or not is a matter of individual opinion. It was sharply divided opening night. But even if there isn’t always magic in the air, there is Kay Thompson, dynamic, electric, incredibly energetic and showmanly. Her portraits of dizzy women, told in lyric, pantomime and dance are brilliant satirical creations. And the star does justice to every one.” Despite his reservations about Kay’s trio, Hanna conceded that the new line-up accomplished “a marvelous job of animated buffoonery.” *Variety’s* verdict on the esoteric nature of the proceedings was as follows: “It’s all fast and furious, of course, in the Thompson tradition, but the fact remains that mass appeal just isn’t there material-wise. The verbiage is just too doggone Freudian for the most part... The new sketches seem subtler, and certainly less earthy, than the song-and-dance routines displayed during her previous Coast stands, and George Martin, Jimmy Thompson and Buzz Miller, unbilled replacements for the Williams Brothers, stress via their balletturns the volatile atmosphere of the layout.” After nitpicking the pros and cons of Kay’s new repertoire, the review concluded, “It takes one of the numbers originally introduced by the star and the Williams crew to give the act that sorely needed sock. This is the memorable ‘Suzette’ and the applause that greeted it cued a need for more of the same.” Nevertheless, critics be damned, Thompson remained a “must-see” and her adoring public jammed the Mocambo as if she were the Second Coming. On January 16, 1951, the owner of the Mocambo took out an ad in *The Hollywood Reporter* that read: “A Salute to Kay Thompson. A proud curtsy for achieving an all-time high eleven-year record of couverts, wine and food sales at Mocambo. Your jet-like delivery of wonderful material is magic. Arms Around You, Charlie Morrison.” And to insure an ongoing stampede, Kay plugged her act on *Movietown News* (PBS-Radio), a daily report on happenings in Hollywood. *Hollywood Reporter*, 1/11/1951, 1/16/1951 and 1/26/1951; *Daily Variety*, 1/11/1951, 1/17/1951 and 1/26/1951; *Coshocton Tribune* (Coshocton, Ohio), 3/13/1955; *Lowell Sun* (Lowell, Massachusetts), 2/5/1951; *San Antonio Light* (San Antonio, Texas), 1/16/1951;

from article “The Wonderful Nightclubs” by Murray L. Pfeffer, posted on the *American Big Band Database* at <http://nfo.net/usa/niteclub.htm>.

184 *Ringsiders included two new: San Antonio Light* (San Antonio, Texas), 1/16/1951; *Daily Variety*, 1/11/1951; *Screenland*, 4/1951; unidentified Los Angeles newspaper, 1/10/1951, from George Martin’s scrapbook, courtesy of George Martin. Other ringsiders included Lana Turner and her husband Bob Topping, Gloria DeHaven and oil baron Bob Calhoun, Kathryn Grayson, George Raft, Agnes Moorehead, Bob Alton, Hugh O’Brian and Barbara Lawrence (from *Two Tickets to Broadway*), Howard Keel and his wife Helen Anderson, Vera-Ellen and her agent Henry Willson, producer William Dozier and his fiancée Ann Rutherford, future James Bond producer Albert R. “Cubby” Broccoli and his fiancée Nedra Clark, bandleader David Rose (former husband of Garland) and his wife Betty Bartholomew, director George Sidney and his wife Lillian Burns, producer Joe Pasternak and his wife Dorothy Darrel, Evelyn Keyes and screenwriter Norman Krasna (*White Christmas*), and Arnold Kirkeby and his wife Carlotta. Walter Winchell was in Miami and could not attend, but he sent Kay a huge bouquet of orchids.

184 *Judy Garland and Sid Luft*: With her separation from Vincente Minnelli now official, Judy Garland showed up sporting her brand new beau, former talent agent Sid Luft, whose divorce from actress Lynn Bari had just been granted two weeks earlier on December 26, 1950. Judy’s career in Hollywood was at an all-time low. After being fired from several pictures, MGM had finally dumped her for good. Her June 19, 1950, suicide attempt had erased any hope of other studio offers. Since then, she had gained weight and was considered all but washed up. With a refreshing “can-do” attitude, Sid pumped her up with dreams of forging a comeback on the concert circuit. Forget the diet pills, the getting up before dawn, the impossibly long hours. He convinced her that it would not matter if she were plump; he was confident that audiences would turn out to hear Judy do what she did best: *sing*. This was music to Judy’s ears and she quickly became intoxicated with this man’s enthusiasm, positivity, and take-charge attitude. So much so, she let him take over the management of her career and would eventually marry him the following year, on June 8, 1952. When Judy and Sid attended Kay Thompson’s Mocambo opening on January 9, 1951, it marked one of their very first public outings as a couple. From then on, the lovebirds were seen regularly about town. In early February 1951, gossip columns reported that Judy and Sid attended a cocktail party at Don Loper’s honoring Kay Thompson, a bash that Louella Parsons claimed “went on long beyond the usual hour.” Kay’s dancer, George Martin, remembered: “When we opened at Mocambo, that whole MGM gang came—Roger Edens, Judy, and a lot of the other people. I remember after the last number, there was sort of a party in the club and Roger was at the piano and he wanted Judy to sing and she said, ‘Oh alright, I’ll sing.’ She was quite heavy at the time. And Roger played the intro to ‘Somewhere Over the Rainbow’, and she protested, ‘Roger! I don’t sing in that key anymore!’”

184 “*The competition on the Strip*”: *Hollywood Reporter*, 1/16/1951.

184 “*This girl’s gonna be big*”: Brown, Harry Peter, and Pamela Ann Brown. *The MGM Girls: Behind the Velvet Curtain*. New York: St. Martin’s Press, 1983, page 268.

184 “and Jonathan Lucas, of”): Jonathan Lucas (sometimes credited as “Jonathon” with an “o”) was born in Sherman, Texas, August 14, 1922. After serving in the Navy during World War II, Jonathan danced at New York’s Copacabana and regularly appeared on Broadway in such musicals as *Billion Dollar Baby* (1945-46) for choreographer Jerome Robbins; *Finian’s Rainbow* (1947-48) for Michael Kidd; *Small Wonder* (1948-49) for Gower Champion; and *Touch and Go* (1949-50) for Helen Tamiris (who won the 1950 Tony Award for Best Choreography). When *Touch and Go* moved to London, Jonathan went with the show and his high-profile hoofing caught the attention of British film choreographer Jack Billings who hired Jonathan to be the lead dancer in *Happy Go Lovely*, swiftly followed by Kay’s invitation to join her act. Later, Jonathan would return to the Broadway stage in *Of Thee I Sing* (1952) for choreographer Jack Donahue; and *The Golden Apple* (1954), for which Jonathan won Theatre World and Donaldson Awards. Then he embarked on a career as a choreographer for such films as *Marriage on the Rocks* (Warner Brothers, 1965) starring Frank Sinatra, and *The Trouble with Girls* (MGM, 1969) starring Elvis Presley. For television, Jonathan would choreograph *Rodgers and Hammerstein’s Cinderella* (CBS-TV, 1957) starring Julie Andrews, *The Mickey Mouse Club* (ABC-TV, 1955-59), and variety shows for Martha Raye, Esther Williams, Dean Martin, Milton Berle and Steve Allen. For nightclubs and concerts, he would stage acts for Marlene Dietrich, Julie London, Janis Paige, Eleanor Powell, Jane Russell, Juliet Prowse, Esther Williams, among many others. But Jonathan’s colorful résumé would not end there. Under the pseudonym Don Tsanusdi (an amalgam of “tits,” “anus,” and “dick”), he would direct a 1970 soft-core skin-flick entitled *Trader Hornee* that has, in recent years, developed a cult following on DVD, described by *Mondo Digital* as “quite an odd curio, a mixture of *Carol Burnett Show* lampooning and harmless cheesecake nudity—a combination we will not likely see again.” And in 1980, under the same alias, he would direct *Urban Cowgirls*, a hard-core porn film starring Georgina Spelvin (of *The Devil in Miss Jones* infamy) that won Best Film, Best Actress, and Best Director from the Adult Film Association of America. Billman, Larry. *Film Choreographers and Dance Directors: An Illustrated Biographical Encyclopedia, with History and Filmographies, 1893 through 1995*. Jefferson, North Carolina: McFarland & Company, Inc., 1997, pages 400-401; the Internet Movie Data Base (www.imdb.com); the Internet Broadway Data Base (www.ibdb.com); and *Mondo Digital* (www.mondo-digital.com).

184 a *Chicago gig*: After Jonathan Lucas had been sufficiently brought up to speed, the third incarnation of Kay’s trio made its debut on February 22, 1951, in Chicago, but not at Arnold Kirkeby’s Blackstone Hotel where she had appeared thrice before. Instead, Kay and her boys opened at the Empire Room in the Palmer House Hotel, owned by Kirkeby’s rival, Conrad Hilton. This would mark the beginning of a very important business relationship with Hilton, whose vast hotel holdings included Manhattan’s Waldorf-Astoria, but, most significantly, the place that Kay would immortalize as the home of Eloise: The Plaza in New York. A native of San Antonio, New Mexico, Hilton was born on Christmas day in 1887. He bought his first hotel in 1919, the Mobley in Cisco, Texas, and built the Dallas Hilton in 1925. The Hilton Hotel Corporation was incorporated in 1946, the same year he divorced his second wife, Zsa Zsa Gabor, a high-profile celebrity marriage that generated an ocean of gossip column ink. His son from his first marriage, Conrad “Nick” Jr., continued the tradition with a brief marriage to

Elizabeth Taylor (1950-51) and his great-granddaughter, Paris Hilton, has the dubious distinction of keeping the family name current in the tabloids. The Palmer House (at State and Monroe Streets) had been a Chicago landmark since it was first constructed in 1871 by Potter Palmer, described in Conrad Hilton's memoir as "an eccentric and thorough business genius" whose pioneering chain of dry goods stores were bought out by Marshall-Field and Levi Z. Leiter. Rebuilt and expanded in 1927, the Palmer House became the essential destination for visiting Presidents and the upper crust. When Hilton bought it in the 1940s, he was unprepared for the local snobbery he would face. In his memoir, Hilton wrote: "The lorgnettes of the socially elite made me feel not so much like Genghis Khan as like a large bug under a small diamond microscope. They were waiting for me to violate Tradition... I committed the gigantic *faux pas* of ordering [that chocolate ice cream be] replaced on the menu with strawberry and mocha. After an elderly, shocked captain, irate customer, and a horde of disappointed children had showed me the error of my way, I retreated as gracefully as I could, renounced variety for tradition and we all went back to eating chocolate ice cream." One can only imagine the shockwaves that rippled through that staid institution when Kay and her trio hit the stage. It's a wonder that the stuffy maître d', Fritz, didn't have them thrown out on their ears. But somehow, Kay cast a magic spell over the stodgy aristocracy and left them wondering if maybe they shouldn't just give strawberry and mocha a try, too. The critics were blown away. "It's a bundle of entertainment with an H-bomb kick!" noted *Chicago Sun-Times* critic Charlie Dawn. "La Thompson's first engagement in the green-and-gold Empire Room is, of course, attracting capacity crowds. Her teammates in the new Chicago appearance are Buzz Miller, George Martin and Jonathan Lucas, who step high, wide and handsome in order to keep up with the effervescent Kay. And their comedy, dramatic ability and timing make the Thompson creations real masterpieces." Another local critic was at a loss for words, insisting that Kay was "indescribable." In attempting to make sense of it all, he wrote, "The lady herself is a veritable whirlwind of energy and mistress of many talents, including song and skit writing, singing and dancing... Miss Thompson has built in a few short years the kind of reputation most café entertainers strive for decades to achieve, and if you want to see how she did it, call Fritz for a table." For the two nightly shows at 8:30 and midnight, Eddie O'Neal's twelve-piece orchestra played backup, with Joe Karnes at the keyboard. Providing extra kicks on the bill were George Prentice and his Punch and Judy puppets, plus eight Merriel Abbott Dancers with their appropriately-themed specialty number, "Atomic Energy." And it was SRO for four solid weeks. "While bistro business is tottering throughout the country," reported *Variety*, "this hotel... [is] piling up all-time high grosses." Kay may have made a return appearance on *Garroway at Large* in February or March 1951 (unverified). [Dave Garroway would close up shop in June, move to New York and, on January 14, 1952, start his hosting gig on a brand-new series called *The Today Show* (NBC-TV).] Kay also saw her other local broadcaster pal, Mike Wallace. In 1949, Wallace had married actress Buff Cobb, the former wife of Hollywood lawyer, Greg Bautzer (the model for the lawyer in *Eloise*). They had met a couple of years earlier when Wallace interviewed Cobb on his radio show *Famous Names* promoting her co-starring role in the Chicago tryout of Noël Coward's *Private Lives* starring Tallulah Bankhead (staged by Martin Manulis, later the producer of CBS-TV's *Playhouse 90*). "Buffy and I were an unlikely couple," admitted Wallace who was ten years her senior. "She was cute as the dickens and I was a possessive, jealous husband. We did a late-night radio show on WMAQ

called *The Chez Show* [6/4/1950-5/1951] which originated out of the Sapphire Room of the Chez Paree nightclub [610 N. Fairbanks, Chicago]. I remember that we interviewed Kay Thompson on that show.” (Like Garroway, Wallace was just months away from making the leap to network television in New York.) Kay’s month-long triumph in Chicago came to a close on March 21, 1951. *Variety*, 2/28/1951; *Chicago Sun-Times*, circa 2/23/1951; Hilton, Conrad. *Be My Guest*. New York: Prentice Hall Press, 1957, page 214; from a review of Kay Thompson’s Palmer House engagement in an unidentified Chicago publication, circa 2/1951, from George Martin’s scrapbook, courtesy of George Martin; and, from the author’s interviews with George Martin and Mike Wallace.

184 *at the London Palladium*: After her month-long triumph in Chicago came to a close on March 21, 1951, Kay agreed to a return engagement in London at the Café de Paris starting April 9 for six weeks, again accompanied by the Sydney Simone Orchestra. It was a testament to Kay’s London popularity because only six months had gone by since her first engagement at the club. For her “back-by-popular-demand” gig, her fee was raised from £715 to £750 (\$2,100)—though it was again publicized as £1,000 (\$2,800). However, this wasn’t about the money; Kay needed to be in London for another reason. It just so happened that Sid Luft had gotten a booking for Judy Garland to do a month of shows at the London Palladium (8 Argyll Street in the West End), perhaps the most famous variety theater in the world, starting on the exact same date as Kay’s gig at Café de Paris (about half-a-mile away in Piccadilly Circus). For those who were fans of both ladies, it was practically like a double-bill: see Judy in the evening, grab a late-night supper, then be entertained by Kay at midnight. Whether this was an incredible coincidence or a cooperative arrangement, the result meant that Judy would have the invaluable creative and emotional support of Kay, her most trusted ally. “[Judy] telephoned Kay long distance the other evening to say she was ‘scared stiff just thinking about it,’” reported the *Chicago Daily Tribune* on March 21, 1951 (the last day of Thompson’s gig in the Windy City). But Judy needed even more convincing. Sid arranged for Judy to have lunch with Fanny Brice who assured her that London audiences would adore her. (Sadly, Brice died just weeks later on May 29, 1951.) Danny Kaye also filled Judy’s ears with the same encouragement. She reluctantly agreed to give it a go, but it would not be smooth sailing. Unlike the worldly Kay Thompson, Judy had never traveled abroad before. With the exception of her childhood vaudeville performing and a handful of promotional appearances to sing a few songs before movies or on USO tours during the War, Judy had little experience as a headliner. “She had really concertized only once,” wrote Garland biographer Gerold Frank, “and that was in July 1943 at Robin Hood Dell, in Philadelphia, with the Philadelphia Orchestra [conducted by André Kostelanetz], and she had been so nervous.” Recalling that night, Judy said: “I could almost have died.” Ever since Danny Kaye’s phenomenally successful run at the London Palladium in 1948, the red carpet had been rolled out for a steady stream of Hollywood stars with stellar results. In 1951, before the booking of Garland, the venue had already played host to Donald O’Connor (supported by the Bernard Brothers and Pat Kirkwood, the British star of MGM’s *No Leave, No Love*) and Hoagy Carmichael. Danny Kaye (supported by Peter Sellers) and Red Skelton were on the calendar to follow that summer. As was standard at the Palladium, the main attractions would be preceded by an exhaustive vaudeville-style parade of opening acts. The warm-ups for Judy would include

the Palladium Girls (London's equivalent to the Radio City Music Hall Rockettes), El Granadas & Peter (a daredevil act on ropes and unicycles), Tony Fayne & David Evans (comic impressionists), the Bedini Troupe (five acrobats), Max Bygraves (stand-up comedian), the Debonaires (an impressionistic dance troupe who, like Kay's dancer Jonathan Lucas, had performed in the London stage production of *Touch and Go*), and Frances Duncan (high-wire aerialist). Music would be provided by the Woolf Phillips Skyrockets Orchestra. The top-heavy line-up may have been a comfort to Judy; it took some of the responsibility off her shoulders and was a familiar reminder of her early days on the vaudeville circuit. With some help from Charles Walters and Oscar Levant, Roger Edens put Judy's act together and he composed a special opening number entitled "At Long Last I'm Here." The rest of Judy's repertoire consisted mainly of standards and movie favorites including "You Made Me Love You," "Get Happy," "Limehouse Blues," "Just One of Those Things," "Embraceable You," "Easter Parade" and, of course, "Over the Rainbow." Judy wanted Roger to go with her to London but now that she was no longer under contract to MGM, the studio had no intention of letting Edens take a leave-of-absence to assist its fallen star. Besides, Roger was immersed in finishing *Show Boat* and *An American in Paris*, in addition to preparations for *Singin' in the Rain* and *The Belle of New York*; he simply could not leave Arthur Freed in the lurch. Garland biographer Gerold Frank wrote: "Before she left the States, [Judy] had gone over to show Vincente [Minnelli] her entire Palladium routine." The timing was bittersweet because on March 23, 1951, Judy had appeared in court to file for divorce from Vincente (decreed a year later on March 6, 1952). "Though their lives would be separated from now on, save where they were brought together by their little daughter, they would remain friends. He was flattered that she had come to ask his judgment on her act, and he thought it excellent." Minnelli did make one suggestion. "People have always said you're the greatest entertainer since Jolson," he told Judy. "Why don't you sing one of his songs? It'll give them some basis for comparison." Vincente recommended "Rock-a-Bye Your Baby with a Dixie Melody" (Jean Schwartz-Sam Lewis-Joe Young). "Judy thanked me," Minnelli wrote in his memoir, "and went on to include the song in her act. It was the final bit of professional advice I gave her." It had to be a relief for all concerned that Kay would be with Judy in London to coach and calm the nerve-wracked star. Though Kay volunteered her time and would show nothing but outward support for Judy, she must have been a little taken aback when she learned just how much Judy would be earning. "Judy was paid \$20,000 a week—\$80,000 total," noted Garland biographer Scott Schechter, "infinitely more than the approximately \$6,000 per week she was receiving from MGM by the time she left the studio." Granted, the 2,300 seating capacity at the Palladium dwarfed the Café de Paris, but even so, it was a lot of dough. Compared to Kay's measly one show per night, Judy would have to work a lot harder for her money, committed to two thirty-five-minute shows nightly at 6:15 and 8:30, six nights a week, plus afternoon matinees on Wednesdays and Saturdays. And, more so than Kay, Judy was in desperate need of the cash. "By the time Judy and Vincente separated, both were broke," Gerold Frank pointed out, "and Judy, in addition, owed nearly \$60,000 in back taxes for 1948 and 1949 and was making monthly payments on that debt." For a personality as fragile as Garland's, this period of her life was not an easy one. Seven days after officially filing for divorce from Vincente Minnelli, Judy left her five-year-old daughter, Liza, in Vincente's care to board the *Ile de France* on March 30, 1951, bound for London. Though Garland had begged Sid Luft to travel with her, business obligations

in Los Angeles forced him to remain at home. So, instead of a romantic cruise, Judy would have to make the best of it with her entourage. She was accompanied on the voyage by her loyal secretary, Myrtle Tully; her indispensable MGM make-up wizard, Dorothy “Dottie” Ponedel; and her accompanist, Buddy Pepper. Though it has never been confirmed, circumstantial evidence suggests that Thompson may have been on that boat, too. Kay’s dancer, George Martin, recalled that he, Buzz Miller, Jonathan Lucas and accompanist Joe Karnes, sailed to London “on the *S. S. Washington*.” George was certain that Kay did not travel with them. Kay had been known to fly to Europe when her schedule was jammed, but after she wrapped Chicago on March 21, Kay was footloose and fancy-free for 18 days before her opening in London on April 9—ample time for a relaxed 6-day cruise across the Atlantic. One can only guess that Judy would have begged Kay to travel with her, especially in light of the fact that Sid Luft was unable to do so. If true, the lid may have been kept on tight to avoid the sort of lesbian gossip mongering that had erupted in the past. Arriving on April 5, Judy and her entourage checked into the Dorchester. Officially, Kay did not have a room at the Dorchester, but considering the amount of time she spent there with Judy, the hotel staff must have assumed she did. Before jumping to any wild conclusions of clandestine romance, it should be pointed out that at this particular time, Judy was hopelessly infatuated with Sid Luft and, after badgering him to join her, he flew to London two days before her opening. What Kay was doing with Judy, day in and day out, was rehearsing. And for once, there was plenty of quality time to do so. Being away from home, Judy had none of the usual distractions. And there were not too many cooks in the kitchen. The well-meaning guidance and direction of MGM’s chefs—Roger Edens, Kay Thompson, Charles Walters, Vincente Minnelli, Arthur Freed, et al—could, at times, be overwhelming. Holed up in the Dorchester, cut off from the rest of the world, Kay had Judy’s rapt attention all to herself and she made good use of the precious time. Kay drilled her on memorization of the lyrics and had her go over the songs time and again, fine-tuning the phrasing, coaching her on the art of subtlety. “Judy just had a big voice,” Rex Reed was quoted in *Vanity Fair*. “Kay softened the tones and made her hold certain notes longer. She is the one who put the sob in her voice. Judy was always running out of steam on notes and she would have to catch her breath. She’d say, ‘Oh, God, I ruined it.’ And Kay would say, ‘You didn’t ruin it—use it!’” But the sessions were not only about vocals. Just as Kay had taught Judy how to move in the “Madame Crematante” number for *Ziegfeld Follies*, she gave Judy lessons on what to do with her hands and how to move about the stage. “You could see Kay Thompson’s style like a shadow print in a Garland performance,” concluded Marie Brenner in *Vanity Fair*. “There was the hand on the hip—a gesture Liza Minnelli later adopted as well. Thompson had a distinct bow—one arm perpendicular, the other behind her back—which Garland used.” Lorna Luft recalled: “They stole from each other. I don’t know if it was actually stealing or just admiration. You can’t just copy someone, which we’ve seen people do. But my mother had this unique, unbelievable talent of putting her entire body into songs which nobody did at the time, right? But Kay had the ability to take whatever she would do and stylize it. Or she would watch Kay’s stylization of whatever. They were the Presidents of each other’s fan club. They admired each other’s talent. Kay was not as good a singer as my mother, so she admired that. My mother admired how Kay could put a song together, play the piano, and move about the stage. I think my mother also envied Kay’s body type and height.” The osmosis did not happen overnight. Kay’s modifications were a work-in-progress, but

Judy absorbed enough pointers to meet the Palladium challenge. Kay had rented the same flat she occupied the previous fall on Chesham Place. Of course by settling into an apartment rather than the Dorchester, Kay would be saving on expenses but there may have been another prudent reason for doing so: limiting Judy's access to her. Judy was needy to the extreme and Kay certainly knew from experience just how all-consuming she could become. There were distinct advantages to remaining at arm's length and the geographic separation may have provided a welcome escape for Kay, whenever "the drapes were on fire." It was a longstanding tradition at the Palladium that the outgoing headliner would welcome the incoming star on his or her final night. So, on Saturday, April 7, Hoagy Carmichael introduced Judy Garland, who nervously peered out over the welcoming roar of the crowd from the regal safety of her box seat (with just-arrived Sid Luft by her side). Carmichael invited her to come down onto the stage and perform "Judy" (Hoagy Carmichael-Sammy Lerner), the 1934 song from which Frances Gumm had chosen her stage name. But Judy had a case of the jitters and demurred. Her British subjects would have to wait. Both the Palladium and the Café de Paris were dark on Sundays, a day that was supposed to be for rest in deference to the Sabbath. For Judy, though, the waiting turned into a full-blown anxiety attack. Kay tried to get her to rehearse but it was useless. "I kept rushing to the bathroom to vomit," Judy later recounted. "I couldn't eat, I couldn't sleep, I couldn't even sit down." By the time the big day arrived, neither Judy nor Kay had gotten a wink of sleep and there were concerns that Judy would not be able to pull herself together. Even though Kay had her own midnight opening at Café de Paris to worry about, with her own stage fright to overcome, Judy dragged Kay to the Palladium and made her promise to stand in the wings for moral support—throughout *both* of the evening's performances. Dottie Ponadel would also be in the wings on standby, make-up at the ready in case touch ups were needed. Sitting behind a grand piano, Buddy Pepper would be stationed right on stage, a security blanket never more than just a few feet away. Sid Luft and Myrtle Tully sat in a box overlooking the proscenium, armed with a megaphone from which to shout encouragement. No matter where she turned, Judy would be able to find the reassuring faces of her extended family. "I think I shall be alright," Judy told Kay and the others before going on. "I've got the order of the songs. I know the words and so long as I don't fall down I shall be all right." Famous last words. "Just after the fourth number, she twirled to make a brief exit," wrote Gerald Clarke. "As she turned, she tripped and fell – landing smack on her backside." Kay and everyone in the Palladium gasped and there was a sinking feeling that this would be the end of it all—not just this concert but of Judy's ability to ever get back up on her feet again. The excommunication from MGM, the IRS breathing down her neck, two divorces, post-partum depression after the birth of Liza, the pills, the suicide attempt... Was this to be the scene of Judy's ultimate and final downfall, literally and figuratively? So much negative publicity swirled around Judy at that time, the expectations of the ticket holders had to include the possibility of witnessing an embarrassing public meltdown. And for a brief instant, it seemed they'd be getting their money's worth on that score. "She looked up and her eyes met Sid's with the unspoken 'Oh God, Sid, help me!'" explained Gerold Frank. "Sid immediately shouted from his box seat out front, 'You're great, baby. You're great!'" noted Anne Edwards. "And Kay Thompson, who was standing at the side of the stage, screamed, 'Get back up! They love you!'" Gerald Clarke added: "Seeing that she was hurt only in her dignity, Pepper let out a whoop of laughter as he rushed to pick her up, and Judy laughed with him." The audience

nervously began to chuckle, unsure of what would happen next. As the titters died down, however, Judy turned toward the auditorium, shrugged her shoulders and said with a grin, “That’s probably one of the most ungraceful exits ever made.” Never had an ad-lib been more exquisite. The entire crowd exploded with laughter and applause—but more than that, it fell head over heels in love with a survivor. It was a defining moment, a major turning point of Judy’s life. From that moment on, she had them in the palm of her hands—not only 2,300 spectators but critics from every major newspaper in the land. As the concert continued, Judy’s anxiety gradually subsided and with each song, her confidence strengthened. To the astonishment of everyone in that theater, Judy was not like the characters she had played in her MGM movies. This was not a tightly controlled and scripted Judy Garland, lip-synching to pre-recordings, only using snippets from the best take. Up on that stage was a real person, unashamed of what made her human. So what if she was plump? So what if she was nervous? So what if she fell on her ass? The most extraordinary gift that Judy had—her ability to interpret a song with absolute gut-wrenching conviction—was now being unleashed in its rawest form, for the very first time: live, alive, and hair-raising, every emotion conveyed so convincingly that the audience simply had no choice but to surrender. By the time she climaxed with “Over the Rainbow,” London was simply over the moon for Judy Garland. The thunderous applause that quaked inside the Palladium was seismic. Fueled by audience approval, Judy got through her second show with a bit more confidence and grace. “When it was all over,” wrote Gerold Frank, “she had said to her audience, very simply, when they allowed her to be heard: ‘This is the greatest night of my life. You have made it so.’” A collective sigh of relief could be felt all around. “She had made good, and they had so feared she might not,” added Frank. “When Sid held her in his arms, she was so wet, so exhausted, she had given so much of herself, that, after her final bow, he almost had to carry her to her dressing room.” Up until then, ticket sales for the balance of the month had only been moderate. But once the rapturous reviews hit the following morning and word began to spread, the entire run was sold out within three days. Walter Winchell informed his readers in the United States, “Kay Thompson, Judy Garland’s best pal, was with her at her London premiere—in the wings—which explains why Judy wasn’t too scared. Kay reports from London: ‘She outdid and outsang herself. They adore her. A magic night!’” Judy retired to her room at the Dorchester, took a hot shower and crawled into bed. After all that had gone down, one might have expected Judy to collapse from mental and physical exhaustion. But after a brief catnap, she threw back the bedclothes, hopped up and got herself all dolled up. The night was young and she had a favor to return. With Sid Luft in tow, Judy sashayed into the Café de Paris just before midnight to a standing ovation. “Perhaps the biggest applause ever given to anybody was accorded to Judy Garland when she came down the famous stairs,” wrote Charles Graves, “not to act in cabaret, but as a guest.” This little shrimp of an American would now and forever be treated like British royalty. She waved and smiled and took her ringside seat but now it was Kay’s turn to shine and boy, did she. The ante had been upped and Kay was not about to let her show be an anticlimax to this historic night. Tickled pink, Kay and Judy were photographed backstage by John Heddon, the house photographer. He caught the two of them laughing uproariously in front of a basket of roses with a banner that read, “Welcome Back, Kay.” Louella Parsons reported: “Two gals but with a single thought. Kay Thompson cables me ‘Judy Garland took London by storm.’ Judy cables, ‘Kay took London by storm.’ Well, I’m glad for both girls.” *Variety* raved: “The success of Kay

Thompson's return engagement here has eclipsed her earlier triumph. A packed house, including many of the leading show biz names, gave her a powerful sendoff after a performance rich in artistry, graceful in rhythm and reaching its peak in sophistication and polish. For current engagement, the chanteuse has been booked for six weeks, but if opening night reaction is a criterion she could pack the café for many weeks more." Which is exactly what happened. Six weeks turned into seven, then eight, and finally nine weeks—plus two more days beyond that—until the next scheduled performer, Beatrice Lillie, could be politely bumped no further. "The achievements of Miss Thompson are due in no small part to the thought and skill that went into the operation of her act," the review in *Variety* added. "Each number was, in itself, a complete and polished production with the songstress, of course, dominating the scene, gliding across the floor with incredible ease, and always magnificently supported by the trio of dancers, Jonathan Lucas (a hit in the London production of *Touch and Go*), Buzz Miller and George Martin. Each number clicks with every nuance being given the right shading, and every song brimming with sparkling good humor." Likewise, *The Hollywood Reporter* proclaimed Kay "a big hit at the Café de Paris in London." Just a few of the who's who that succumbed to Kay's charms included Marlene Dietrich, Charlie Chaplin, Laurence Olivier and Vivien Leigh, Douglas Fairbanks, Jr., and wife Mary Lee Epling, Bob Hope (who opened at Prince of Wales Theatre on April 24), Orson Welles (in London for a series of commercial broadcastings), Danny Kaye (who followed Garland at the Palladium on May 7), Peter Sellers (Danny's opening act), Beatrice Lillie, Charles Laughton and Elsa Lanchester (who would headline the Café de Paris starting October 1), John Mills and Mary Hayley Bell, Rex Harrison and Lilli Palmer, Barron Polan and fiancée Julie Wilson (currently in the London production of *Kiss Me, Kate*), Otto Preminger (who would later direct Kay in *Tell Me That You Love Me, Junie Moon*), and Fred Finklehoffe (the MGM writer who had briefly dated Judy, just prior to Sid Luft). Bette Davis, who had seen Thompson and the Williams Brothers at Ciro's in 1947, brought along her new husband, Gary Merrill, to catch Kay and her trio at Café de Paris. Davis was particularly curious to see "The Lives and Loves of Madelaine d'Esprit" (Kay Thompson), the number that Hedda Hopper had declared "a murderous burlesque on both Bette Davis and Tallulah Bankhead." Apparently, Bette was highly amused because, after that, the passing social acquaintance she had with Kay blossomed into a real friendship. (Bette would recruit Kay to coach her for her Broadway debut in *Two's Company* in 1952.) That same April 1951, a press conference was held in London for the commencement of production on *The African Queen* (United Artists, 1951). Stars Humphrey Bogart and Katharine Hepburn were accompanied by their better halves, Lauren Bacall and Spencer Tracy, along with director John Huston. All five of them showed up to cheer Kay at Café de Paris just prior to their departure for jungle locales in Uganda and the Republic of Congo. Spencer Tracy stayed behind in London and returned to the Café de Paris several more times (at least once accompanied by MGM executive Ben Thau). In his scrapbook, George Martin has a photo of Tracy in Kay's dressing room. When Kay and her trio finally ended their smashing nine-weeks-and-two-days run at the Café de Paris on June 12, 1951, it went down in the history books as the longest engagement of any Café headliner since before the War. *Hollywood Reporter*, 4/19/1951; *Variety*, 4/18/1951; *Vanity Fair*, 12/1996; *Los Angeles Times*, 10/29/1949; *San Antonio Times* (San Antonio, Texas), 4/13/1951; *Nevada State Journal* (Reno, Nevada), 5/12/1951; *Daily Express* (London), 4/10/1951; Graves, Charles. *Champagne and*

Chandeliers: The Story of the Café de Paris. London: Odhams Press Limited, 1958, pages 151, 169, 188; Frank, Gerold. *Judy*. New York: Harper & Row, 1975, pages 305, 307, 312, 315-316; Clarke, Gerald. *Get Happy: The Life of Judy Garland*. New York: Random House, 2000, page 292; Edwards, Anne. *Judy Garland*. New York: Simon & Schuster, 1974, page 126; Shipman, David. *Judy Garland: The Secret Life of an American Legend*. New York: Hyperion, 1992, page 274; Schechter, Scott. *Judy Garland: The Day-By-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 170; Minnelli, Vincente, with Hector Arce. *Vincente Minnelli: I Remember It Well*. Garden City: Doubleday, 1974, page 249; Lesley, Cole. *Remembering Laughter: The Life of Noël Coward*. New York: Knopf, 1976, page 297.

185 *the Chesham Place flat*: Lesley, Cole. *Remembering Laughter: The Life of Noël Coward*. New York: Knopf, 1976, page 297.

185 “*Judy just had a big*”: *Vanity Fair*, 12/1996.

185 “*There was the hand on the hip*”: *Ibid*.

185 “*I’ve got the order*”: Shipman, David. *Judy Garland: The Secret Life of an American Legend*. New York: Hyperion, 1992, page 274.

185 “*Just after the fourth*”: Clarke, Gerald. *Get Happy: The Life of Judy Garland*. New York: Random House, 2000, page 292.

185 “*Get back up!*”: Edwards, Anne. *Judy Garland*. New York: Simon & Schuster, 1974, page 126.

185 “*That’s probably one of the most*”: *Daily Express* (London), 4/10/1951.

185 *to a standing ovation*: Graves, Charles. *Champagne and Chandeliers: The Story of the Café de Paris*. London: Odhams Press Limited, 1958, page 188.

185 “*The success of Kay*”: *Variety*, 4/18/1951.

185 *his fiancée, Julie Wilson*: Kay adored Julie Wilson and was a big supporter of her career. “Barron Polan’s Midas touch is operating again,” wrote Edith Gwynn in *The Hollywood Reporter*, 6/10/1948. “He and Kay Thompson saw a luscious-looking singer, one Julie Wilson, while they were in Florida, and Barron’s raves have caused Sam Goldwyn to send for her. She’s here [in Hollywood] now and will be extensively tested (with Gregg Toland at the camera) next week.” “I met Kay Thompson in 1948 when I was 23,” Wilson recalled in a 2004 interview with the author. “Barron Polan was handling Kay and the Williams Brothers. When they started, they had that enormous success and they just slayed everybody, they were just so fantastic, so sensational. I was working in a little club called Mama Kelly’s in Miami when Kay Thompson and the Williams Brothers were next door at the Copa. I met Kay but I never got to see her act in Miami because I was always working at the same time. I didn’t get to see her act until later when Barron took me to see Kay and the Williams Brothers perform in New York.

By then, he was representing me and about ten other women. Barron got me a movie test with Sam Goldwyn. I was in New York at the time and I was scared out of my wits. Before I left to go to Hollywood, Kay took me to the garment district—she had an ‘in.’ I mean, she was the Queen of New York, they might as well have given her the city. In we swept to this manufacturer and they treated Kay like a queen. They brought out the clothes and Kay immediately spotted one and said, ‘Yes, that’s for you.’ It took her less than two minutes to make up her mind—a very chic navy and white dress. She actually bought me that dress to wear for Sam Goldwyn and then took me to Grand Central Station and put me on the train to go to California. It was unbelievable that she would take the time out of her life to do all that and go see me off. Barron’s sister, Connie—she was married to the producer Jerry Wald—was very kind to me, too. She loaned me earrings to go with the dress that Kay bought for me, to wear to my meeting with Sam Goldwyn. The secretary at the desk whispered, ‘Take off the earrings. Sam Goldwyn hates earrings.’ I always had my hair up, tight and sleek. They made me wear it down for the screen test.” Behind the camera was Gregg Toland, the great cinematographer who won an Oscar for *Wuthering Heights* (United Artists, 1939). Julie’s screen test would turn out to be one of his very last assignments; three months later, he would die of a sudden heart attack at age 44. Wilson fondly remembered, “Gregg Toland said to me, ‘You’re a young Joan Crawford.’ I thought, ‘Did he really say that to me? A girl from Omaha?’ It was terribly exciting. But when Sam Goldwyn saw the test, he said, ‘Oh, she’s another Gene Tierney. We don’t need another one. We’ve got one.’ And that was the end of that. Nothing happened. Barron was so busy, Kay was so hot, he had to go back to New York. He got Louis Schurr to look after me.” Throughout the years that followed, Thompson crossed paths with Wilson many times. For instance, in Chicago in December 1949, Kay invited Julie to play a part in a charity spoof of *South Pacific*, but it got canceled at the last minute when Mary Martin refused to allow her recordings from the Broadway show to be lip-synched. Then, in July 1961, Julie co-starred with Andy Williams in the summer stock production of *Pal Joey* for the Kenley Players theater circuit in Ohio. Kay was working behind the scenes ostensibly as Andy’s coach, but she had plenty of shrewd advice for Julie and the rest of the troupe, too. In the fall of 1991, Julie saw Kay for the last time at the premiere of *Stepping Out* (Paramount), starring Liza Minnelli. Wilson remembered the night well: “Liza came over to me and said, ‘Come on, Julie. You must say hello to Kay. I told her you were going to be here and she wants so much to see you.’ Liza’s so adorable and so warm. Very special. And it was such a thrill to see Kay. When she saw me, she threw up her arms and said, ‘Julie!’”

186 *the nephew of George Burns*: Rensin, David. *The Mailroom: Hollywood History from the Bottom Up*. New York: Ballantine Books, 2003, page 3.

186 *singing with Harry James*: *Hollywood Reporter*, 7/27/1951.

186 “*Brothers are re-teaming*”: *Daily Variety*, 7/10/1951.

186 *William Morris pitched*: *Los Angeles Times*, 7/26/1951.

186 “*The story line must be*”: *Los Angeles Times*, 7/27/1951.

186 *an audience of all-stars*: *Los Angeles Times*, 7/26/1951; *Screen Guide*, 11/1951; *Daily Variety*, 7/30/1951, 8/2/1951, 8/15/1951, and 8/20/1951; *Hollywood Reporter*, 8/8/1951. Other ringsiders included Joan Crawford and actor Russell Nype, Barbara Stanwyck, dancer-choreographer Roland Petit and Rita Hayworth (separated from Prince Aly Khan), Danny Kaye, Jeanette MacDonald, Dean Martin and Jerry Lewis, Maureen O'Hara, Zachary Scott, Danny Thomas, Peter Lawford, Debbie Reynolds and actor Craig Hill, Betty Hutton and Norman Krasna, Bob Alton, Roger Edens, Arthur Freed, Charles Walters, Don Loper, Ralph Blane, and Conrad Salinger.

186 “*Triumphant*”: *Hollywood Reporter*, 7/30/1951.

186 “*formed a mutual admiration*”: *Hollywood Reporter*, 8/8/1951.

187 *the surviving twenty-five-second clip*: Only a twenty-five-second clip of Kay Thompson and the Williams Brothers performing “Jubilee” (Kay Thompson) on *The Kate Smith Evening Hour* (NBC-TV, 9/19/1951) managed to survive. Producer John Sheinfeld of LSL Productions, in collaboration with Bobby Williams (Andy Williams’ son) of Blue Field Productions, located the clip among vintage kinescopes controlled by the Kate Smith estate. It was carefully restored for the A&E biography of Andy Williams, produced by LSL Productions and broadcast on the A&E Network on November 23, 2003. Traded among fans is a VHS cassette recording of Kay Thompson and the Williams Brothers performing “Louisiana Purchase” on *The Kate Smith Evening Hour* (NBC-TV, 12/12/1951), but the picture quality is extremely poor—several generations from the original source material that may no longer exist.

187 *three more shows*: *New York Times*, 9/20/1951.

187 “*The charade here is show*”: *New Yorker*, 10/20/1951.

187 “*only a handful of well-known*”: *Look*, 2/12/1952.

187 “*Judy’s Eight Boyfriends*”: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 172–73.

187 *dropped during rehearsals*: Frank, Gerold. *Judy*. New York: Harper & Row, 1975, page 330.

187 “*The demand for tickets*”: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 172.

187 *a special Tony*: *Ibid.*, page 176.

188 “*I remember once we were*”: *New York*, 11/30/2008.

188 “*At Le Louvre*”: From the author’s 2002 interview with Andy Williams. Claudine Longet was nine years old when Andy Williams observed her skating at Le Louvre in 1952. Conflicting published reports have listed Claudine Longet’s birthdate as January

29, 1941, or January 29, 1942. Both Claudine Longet and Andy Williams admitted in 1976 interviews for BBC Radio that, in fact, Claudine was born on January 29, 1943. For years, her age had been fudged by publicists to make her a year or two older than she really was because, when she first started dating Andy in August 1960, she was, in fact, only seventeen. *San Antonio Light* (San Antonio, Texas), 8/22/1960 and 10/25/1960; *Daily Record* (Stroudsburg, Pennsylvania), 12/31/1960.

189 *in ads for her dealer: Hollywood Reporter*, 9/28/1953 and 10/2/1953.

189 “*came back to the Café*”: Tynan, Kenneth. *Kenneth Tynan: Letters*. Edited by Kathleen Tynan. New York: Random House, 1994, pages 184–85.

189 *Philadelphia (at the Latin Casino): Zanesville Signal* (Zanesville, Ohio), 5/31/1952.

189 “*Frenchman Georges Champigny*”: *Newark Advocate and American Tribune* (Newark, Ohio), 5/9/1952.

189 “*I only know a few*”: *New York Daily Mirror*, 8/26/1956.

189 “*again have broken up*”: *Valley Morning Star* (Harlingen, Texas), 6/15/1952.

189 *in Jule Styne’s Hazel: Hollywood Reporter*, 6/12/1952 and 7/25/1952; *Pottstown Mercury-News* (Pottstown, Pennsylvania), 6/25/1952.

190 *celebrate her recent marriage: Hollywood Reporter*, 7/21/1952.

190 *were back on track: Hollywood Reporter*, 7/25/1952.

190 *a Diana Vreeland–assigned: Harper’s Bazaar*, 9/1952; *Daily Variety*, 9/2/1952.

190 *getting her hair done: Brown, Eve. The Plaza, 1907–1967: Its Life and Times*. New York: Van Rees Press, 1967, pages 96, 154.

190 *eyes on her eyelids: Post Standard* (Syracuse, New York), 7/18/1949.

190 “*subliminal flash-of-red*”: *Vanity Fair*, 12/1996.

190 *suffered a fatal heart attack: On May 28, 1951, Kay’s brother, Bud—or “Buzzie,” as Kay often called him—had suffered a heart attack at the age of 40. Although he would survive this one, it was an omen that he had inherited a bad heart from their father who had succumbed to heart failure at age 65 in 1939. After having served in the Coast Guard during the War, Bud was now the father of two children, a boy named Leo George Fink, III, and a girl named Dede. While still helping his mother run the Fink family pawnshop, Bud and his wife, Joyce, were living a quiet suburban life at 60 Loren Woods in Ladue, just outside St. Louis. Though saddened and concerned, Kay was across the Atlantic in the midst of an engagement at the Café de Paris in London. Prayers would have to suffice. The show had to go on. The following year, during Kay’s Persian Room gig at*

The Plaza in New York, Kay received word on Monday, October 6, 1952, that Bud had suffered a second heart attack—and this time it had been fatal. No one remembers if Kay canceled any performances in order to attend the funeral in St. Louis, but Bud’s ashes were placed next to his father at the Oak Grove Mausoleum. Bud had been helping his mother, Hattie, run the family pawnshop, L. G. Fink, Inc., but now with his passing, Hattie would be left to handle the business on her own. (By then, Hattie had sold the Fink family home at 17 Parkland Place for a smaller domicile at 212 N. Kings Highway Blvd.) St. Louis City Directory, 1952.

190 *a diva for the Washington Opera*: At the very same time that Kay was reinventing herself as a nightclub performer, her older sister, Blanche, was taking a stab at a singing career, too. After World War II, Blanche’s husband, Clement Hurd, had remained in the military, stationed in the Washington, D.C. area. The Hurd family had settled into a home at 203 North View Terrace in Alexandria, Virginia, on the west bank of the Potomac River, six miles south of the nation’s capital. Although her apron strings were still tied to the job of raising their Army brats, Julie, 11, and John, 8, Blanche briefly flirted with a career as an opera diva. In the summer of 1947, Blanche Fink Hurd auditioned for the Washington Opera Guild and won the leading soprano role of Lauretta in Puccini’s *Gianni Schicchi* which opened at Lisner Auditorium on January 18, 1948, featuring the Arlington Civic Symphony conducted by Van Lier Lanning. Assuming the stage name of “Blanche Alexander,” *The Washington Post* ran a Joan Crawford-esque photo of her dressed in black, arms folded across her chest, with a dozen bracelets worn over the sleeve on her right forearm. With no mention of “Fink” or even “Hurd,” the blurb also avoided any connection to Kay Thompson—a glaring omission given Kay’s high profile magazine spread in *Life* that very same week. Like her sister, Blanche apparently craved an independent theatrical persona, unencumbered by family ties. *Life Magazine*, 1/26/1948; *Washington Post*, 1/25/1948 and 1/27/1948.

190 *had moved to Alexandria*: *Polk’s St. Louis City Directory*. Taylor, Mich.: R. L. Polk & Co., Publishers, 1955.

190 *gigs in Cleveland and Boston*: *Hollywood Reporter*, 8/21/1952; a postcard advertisement for the gig in Cleveland, Ohio, from the author’s collection.

190 *Denver’s Bob Six*: Thomas, Bob. *I Got Rhythm! The Ethel Merman Story*. New York: G. P. Putnam’s Sons, 1985, page 134.

190 “*About the only things*”: Merman, Ethel, as told to Pete Martin. *Who Could Ask for Anything More: The Ethel Merman Story*. New York: Doubleday & Company, Inc., 1955, pages 224–25.

191 *boys played there January 1–10*: Julia Kanellos, hotel historian for Denver’s Brown Palace, unearthed a flyer for “Kay Thompson and the Williams Brothers” dated January 1–10, 1953.

191 “*especially if you squint*”: *San Francisco Chronicle*, 1/20/1953.

191 “*Spectacular Satirical*”: *San Francisco Chronicle*, 4/17/1953; *San Francisco Examiner*, 4/17/1953.

191 “*Thompson is maaad at*”: *San Francisco Examiner*, 4/17/1953.

191 “*has demanded that Carter stop*”: *Daily Variety*, 4/27/1953.

192 “*Carter had his own lawyer*”: *Gay News*, 12/15/1978.

192 *an A-list stampede*: *San Francisco Examiner*, 4/24/1953, 4/27/1953, and 5/2/1953. Other ringsiders included Gracie Allen, Jack Benny and Mary Livingston, Jerry Lewis, Pearl Bailey, Duke Ellington, Joe E. Lewis, and MGM’s Dore Schary.

192 *offers from top-tier venues*: *Evergreen*, March–April 1970; *New York Times*, 1/16/1971. “Lynne Carter and the Four Cartiers” appeared at Charlie Foy’s Supper Club in Los Angeles (6/5/1953–8/20/1953; 10/13/1954–11/2/1954), the Mocambo in Los Angeles (12/15–27/1953), the El Cortez in Las Vegas (11/1953), the Last Frontier’s Silver Slipper in Las Vegas (11/19/1954–12/16/1954), the Biltmore Room at the Cal-Neva in Lake Tahoe (8/22/1953–9/18/1953), La Vie En Rose in Manhattan (2/1954), the Loew’s State in Manhattan (early 1954), the Chase Hotel in St. Louis, the Adolphus in Dallas, the Copa in Pittsburgh, Long Island’s Town and Country Club, and the Chi Chi in Palm Springs (12/1953).

192 “*building a special stage*”: *Monessen Daily Independent* (Monessen, Pennsylvania), 6/13/1953.

192 *entertaining disabled veterans*: *Hollywood Reporter*, 6/23/1953.

192 *patient of Kay’s dentist*: *Daily Variety*, 6/26/1953.

192 *her objections had considerable merit*: *Daily Variety*, 6/8/1953.

192 *billboard to promote*: *Hollywood Reporter*, 1/9/1953.

192 “*double-barreled glitter*”: *Hollywood Reporter*, 2/6/1953.

192 *suit her loyal followers*: *Hollywood Reporter*, 2/6/1953; *Daily Variety*, 2/6/1953, 2/25/1953, and 2/26/1953; *Los Angeles Times*, 2/6/1953; *Pottstown Mercury* (Pottstown, Pennsylvania), 2/14/1953; *Lethbridge Herald* (Lethbridge, Canada), 3/9/1953.

193 “*She was a genius*”: From the author’s 2002 interview with Randall Wallace; *Classic Images*, 12/2002.

193 *supposed to kick off*: *Hollywood Reporter*, 6/11/1953.

193 “*Thompson has cancelled*”: *Pottsville Mercury-News* (Pottsville, Pennsylvania), 9/4/1953.

- 193 *secretly developing*: *Hollywood Reporter*, 11/12/1953.
- 193 “*minutes before the sign went up*”: *Daily Variety*, 12/11/1953.
- 194 *threatened to file an injunction*: *Hollywood Reporter*, 12/11/1953.
- 194 *all references to Kay*: *Hollywood Reporter*, 12/18/1953.
- 194 *everyone knew exactly who*: *Daily Variety*, 12/17/1953; *Hollywood Reporter*, 12/21/1953.
- 194 *opened toute seule in*: *Daily Variety*, 12/31/1953; *New Yorker*, 1/2/1954.
- 194 *one-woman playlet*: *San Francisco Chronicle*, 5/25/1954.
- 194 “*As soon as she stepped*”: *Time*, 2/8/1954.
- 194 “*was suhWOONING over*”: *Times Recorder* (Zanesville, Ohio), 1/15/1954; *Hollywood Reporter*, 1/14/1954; *Monessen Daily Independent* (Monessen, Pennsylvania), 1/14/1954.
- 194 “*One keeps wishing*”: *New Yorker*, 1/16/1954.
- 194 *talk of yet another*: *Hollywood Reporter*, 2/11/1954.
- 194 “*are making so much moo*”: *Hollywood Reporter*, 3/8/1954.
- 195 *Titled Kay Thompson Sings*: *Daily Variety*, 11/18/1954; *Billboard*, 11/6/1954. Although the title on the LP’s jacket was *Kay Thompson*, the title on the vinyl label was *Kay Thompson Sings* (MGM Records, E-3146).
- 195 “*whose usual métier*”: *New York Times*, 2/6/1955.
- 196 *reviews were bleak*: *Chicago Daily Tribune*, 3/21/1954.
- 196 “*interminable yakkity-yak*”: *Daily Variety*, 4/23/1954.
- 196 *publicity shot pose*: *San Francisco Examiner*, 5/15/1954.
- 196 *Lynne brazenly showed up*: *San Francisco Examiner*, 5/22/1954.
- 196 *Mary Martin as Peter Pan*: Retired San Francisco record store owner Randall Wallace recalled, “Lynne Carter’s next target at The Beige, after the whole Kay Thompson thing died down, was *Peter Pan*, the Mary Martin version, which had a tryout here in San Francisco at the Curran before going to L.A. and then Broadway. When Peter had to fly across the room, they had a cargo hook and Lynne would climb a ladder. There

were pictures of other drag queens on the wall and Lynne would fly by and draw moustaches on their faces. He was a remarkably funny performer.” NOTE: *Peter Pan* with Mary Martin played at the Curran Theatre in San Francisco starting 7/19/1954 for four weeks; then went to L.A. at the Philharmonic Auditorium around 8/20/1954; and then to Broadway 10/20/1954.

196 *London for a monthlong gig: Hollywood Reporter*, 10/4/1954.

196 *introduced her to a British gentleman: Methuen, Paul. Memoirs without a Diary*. Crooktown, UK: The Memoir Club, 1998, pages 104, 111.

197 *extended her stay: Hollywood Reporter*, 10/25/1954.

197 *Kay got her fourth: Hollywood Reporter*, 11/26/1954; *Syracuse Herald-Journal* (Syracuse, New York), 11/24/1954.

197 “*the severance of the Williams Brothers*”: *Miami Herald*, 1/11/1955.

197 *canned her agent: Hollywood Reporter*, 1/18/1955.

197 “*With these words*”: *New Yorker*, 11/20/1954, 11/27/1954, and 12/4/1954.

198 “*blonde widow-spider*”: *Variety*, 11/24/1954.

198 *sixty-six-year-old mother: Age correction: Based on the corrected birth year of Hattie Fink (born on August 6, 1886; not 1888, as previously thought), she would have been sixty-eight years old when she died on December 26, 1954. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.)*

198 *Hattie passed away: Age correction: Harriet “Hattie” Adelaide Tetrick Fink (Kay Thompson’s mother), born August 6, 1886; died December 26, 1954 (at age sixty-eight), in Alexandria, Virginia, near Washington, D.C., where her daughter Marion Doenges was residing. She was buried without a head stone at Mount Comfort Cemetery, Arlington, Virginia. (Additional genealogy research courtesy of Jeffrey George Fink Sr.—Kay Thompson’s nephew; son of Kay’s brother Leo “Bud” George Fink Jr.)*

198 *Balmoral Hotel in Miami Beach: New York Times*, 1/9/1955.

199 *accompanying Mae West: Day, Barry. The Letters of Noël Coward*. New York: Knopf, 2007, page 588.

199 *pulled his back out: Methuen, Paul. Memoirs without a Diary*. Crooktown, UK: The Memoir Club, 1998, pages 114–15.

199 *nearly went bankrupt: Coshocton Tribune* (Coshocton, Ohio), 3/13/1955.

199 *star-studded benefits*: Ibid.

199 *swore they would be her last*: *Hollywood Reporter*, 3/8/1955.

199 *Ringsiders included*: *Hollywood Reporter*, 3/10/1955. Other ringsiders included Jane Russell, Esther Williams, Dick Powell, Agnes Moorehead, Rock Hudson and wife Phyllis Gates, Vera Miles and Gordon Scott, Barbara Rush, Kaye Ballard, Robert Stack, Jeff Chandler, Charles Coburn, Louis B. Mayer, Arthur Freed, Roger Edens, Don Loper, Ross Hunter, and Mel Brooks.

199 *late-night social gatherings*: *Oakland Tribune*, 11/11/1956.

200 “*If the light over*”: Bacall, Lauren. *By Myself*. New York: Knopf, 1978, pages 220–22.

200 *The “chosen few” included*: *Oakland Tribune*, 11/11/1956; Fishgall, Gary. *Gonna Do Great Things: The Life of Sammy Davis, Jr.* New York: Scribner, 2003, page 114; Wayne, Jane Ellen. *The Leading Men of MGM*. New York: Carroll & Graf, 2004, page 346; Bacall, Lauren. *By Myself*. New York: Knopf, 1978, pages 220–22; Lazar, Irving, with Annette Tapert. *Swiftly: My Life and Good Times*. New York: Simon & Schuster, 1995, page 160; Quirk, Lawrence J., and William Schoell. *The Rat Pack: Neon Nights with the Kings of Cool*. New York: Avon Books, 1998, page 61.

200 “*Bogie ran with the idea*”: *Phoenix*, 7/2–9/1998.

200 “*and old Humpty Bogus*”: Spada, James. *Peter Lawford: The Man Who Kept the Secrets*. New York: Bantam Books, 1991, pages 205–6. After the publication of *Kay Thompson: From Funny Face to Eloise*, an alternate source surfaced with a lengthier and more amusing variation of Kay’s quote about being a charter member of the Holmby Hills Rat Pack: “We were all terribly young and terribly witty and terribly rich and old Humpty Bogus was the clan leader, except he didn’t wear a white robe.” Porter, Darwin, and Danforth Prince. *Frank Sinatra: The Boudoir Singer*. Staten Island, New York: Blood Moon Productions, Ltd., 2011, page 261.

200 *solo act to the Shamrock*: *Hollywood Reporter*, 6/14/1955.

200 *enlisted agent Wynn Rocamora*: *Hollywood Reporter*, 11/17/1955.

200 *Mattis ended up choreographing*: *Hollywood Reporter*, 10/26/1955.

201 *new dancer, Paul Burton*: *Hollywood Reporter*, 11/7/1955.

201 *that same Milton Berle Show*: Originally, Gloria DeHaven was scheduled to be one of the guest stars on *The Milton Berle Show* (NBC-TV, November 8, 1955). However, it was reported that DeHaven was unhappy with the material she was given. When she was a no-show at one of the rehearsals, it was later discovered she had boarded a plane for Florida. When she was finally tracked down in Miami by the media for comment, she

accused Berle of “hogging the spotlight.” In desperate need of a fast replacement, Berle called his friend Kay Thompson to step in. Kay had been a guest on Berle’s show twice before; he knew he could count on her to pull it together in a hurry. When the author of this book questioned DeHaven in 2004 about this sequence of events, she had no memory of it at all. “I don’t believe that,” DeHaven responded. “That really isn’t me. I’d hate to have that rumor hanging around. I was a very good friend of Milton’s till the day he passed away. Even the description and words aren’t me.” Nevertheless, a multitude of press reports at the time tell a different story. An AP wire service report read as follows: “Was Gloria DeHaven fired from tonight’s Milton Berle show? ‘No,’ said her agent. The blond actress and Mr. Berle cancelled the date ‘because the part wasn’t important enough.’ But the comedian’s office said yesterday he fired Miss DeHaven and engaged singer Kay Thompson when Miss DeHaven failed to show for rehearsals of the color show. The agent said Miss DeHaven was ill in New York, arrived here [in Los Angeles where the Berle show was being produced] Wednesday afternoon and was given a copy of the script. She left for Miami last Friday.” As additional evidence, the author has obtained an original copy of the official NBC-TV rehearsal schedule for this November 8, 1955, installment of *The Milton Berle Show* that features Gloria DeHaven’s name throughout as one of the guest stars that week. The entire cast was scheduled for a read-through of the script on Tuesday, November 1, 1955 – so, according to her agent’s admission that DeHaven did not arrive in Los Angeles from New York until Wednesday, November 2, she had already missed this initial read-through rehearsal. A Berle-DeHaven comedy sketch was scheduled for a rehearsal on Wednesday, November 1, from 2:00 to 4:00 PM. It is not known if DeHaven’s arrival from New York that Wednesday afternoon was early enough to make it to the rehearsal on time. Her agent’s statement that she was “given a script” on Wednesday afternoon suggests that an actual rehearsal was not conducted. The same Berle-DeHaven sketch was also scheduled to continue rehearsal on Thursday, November 3, from 10:00 to 11:30 AM. It is not known if DeHaven showed up for this rehearsal. On Friday, November 4, DeHaven did not show up for rehearsal and, instead, boarded a plane for Miami. With only four days of rehearsal left before the live broadcast on Tuesday, November 8, 1955, Berle and his producers fired DeHaven and drafted Kay Thompson into service. *Toledo Blade*, 11/8/1955; *Hollywood Reporter*, 11/8/1955; *New York Times*, 11/8/1955; *Daily Variety*, 11/9/1955. Rehearsal schedule from the author’s collection.

201 “a wicked takeoff”: *Hollywood Reporter*, 11/8/1955. The Milton Berle-Kay Thompson sketch spoofed a recently broadcast special pairing Noël Coward and Mary Martin entitled “Together Again... For the First Time.” The lampoon, scripted by Gore Vidal, went as follows:

ANNOUNCER: “The Hupmobile Motor Company Proudly Presents Mr. Milton Berle and Miss Kay Thompson in a 76-minute Spectacular, ‘Alone Together with We and Him and Them and She and Us and It and Her and They and He and You-All and the Music!’ And now your host for Hupmobile, that international mediator of charm, ambassador of suavité and savoir faire, the inimitable Mr. Milton Berle.”

BERLE (leopard jacket, cigarette holder, British accent): “Miss Thompson and I are here to entertain you for 76 minutes. It will be interesting to see how Miss Thompson fills up her six minutes.”

Perching himself effeminately on the edge of a sofa, Berle then sings “Mad Dogs and Englishman” (Noël Coward).

BERLE: “Since, my dear Miss Thompson, we are out here together, shall we sing that charming little ditty I composed called ‘The Amorous Percolations of Passionate Penelope.’”

THOMPSON: “Do you think they’ll understand it?”

BERLE: “Who cares. We will.”

During the number, Kay interjects with screechy, high-pitched verses of “My Heart Belongs to Daddy” and “Barney Google.”

They end with “It’s De-lovely.”

BERLE: “There will be a 30-second lapse while Miss Thompson and I collapse.”

201 *writer named Gore Vidal: Daily Variety, 11/9/1955.*

201 *“impressed with Bob Wells’ lyrics”:* *Daily Variety, 11/14/1955.* What really tickled Kay’s funny bone was Bob Wells’ “Somewhere Over at Metro,” a Judy Garland takeoff that was the highlight of a new burlesque called *Good-bye Broadway, Hello Gimp*. With arrangements by Buddy Bregman, the forty-five-minute musical revue had opened at Ciro’s on November 3, 1955, with Kay leading the applause.

202 *Southern minstrel theme: Hollywood Reporter, 11/12/1955.*

202 *“an act of this kind needs”:* *Daily Variety, 11/21/1955.*

202 *“That’s how it was with Eloise”:* Lyrics from an early version of the “Eloise” song by Kay Thompson and Robert Wells, dated 11/7/1955. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.

PART FOUR: THE *ELOISE* AND *FUNNY FACE* REVOLUTION

Chapter Eight: A Star Is Born

205 *“The Alice in Wonderland”:* *Los Angeles Times, 6/3/1956.*

205 “*I was shoved*”: Ibid.

205 “*Look Kay, Eloise*”: *McCall’s*, 1/1957.

205 “*There’s nothing to write*”: *New York Herald-Tribune*, 10/12/1958.

205 *persona of her alter ego*: Anecdotes abound about Kay Thompson’s many inspirations for Eloise, including the establishment of the character’s name and her association with The Plaza Hotel. Kay and her first husband, Jack Jenney, were habitués of New York’s café society in the late-1930s and one of their favorite hangouts was the Persian Room at The Plaza. One of the most posh hotels in Manhattan, The Plaza was, and still is located on the edge of Central Park at the corner of Fifty-ninth Street and Fifth Avenue. Its doors opened in 1907, two years before Kay was born, and quickly became a symbol of New York, a place to see and be seen. The Persian Room was opened in 1934, in response to the end of Prohibition, quickly establishing itself as one of Manhattan’s top nightspots. In the 1950s, Kay would take the stage in the Persian Room on many a night, but back in 1937, Kay was living it up on the other side of the footlights, enjoying the entertainment of the DeMarcos, a husband and wife dance team, and the popular orchestras conducted by Emil Coleman (Kay’s maestro during her 1936 gig at the St. Regis) and Eddy Duchin. In an interview for this book, Gary Stevens, Kay’s publicist in the late-1930s, recalled, “After the Eloise book came out [in 1955], I happened to run into Kay one day in the lobby of The Plaza. We sat down in the Palm Court and had some tea and crackers and stuff, and I thought I’d only spend 15 minutes but I must have been with her an hour, just kicking things back-and-forth.” Reminiscing about old times, Kay recalled one night at the Persian Room in 1937 when she and Jack Jenney had come to hear Eddy Duchin’s band. “She told me there was this irate little girl sitting near them who was causing a lot of trouble with her parents. When Kay overheard that the girl’s name was Eloise, she remarked, ‘They should have named her *Hell-oise*,’ because she was raising so much hell.” Considering the mound of evidence that Kay’s alter ego had been brandishing the name of Eloise from as far back as the late-1920s, this story smells a bit fishy. Although it is entirely possible that outside influences contributed to cementing the moniker of Eloise, its main derivation comes from Kay’s middle name, “Louise.” Gathje, Curtis. *At The Plaza*. New York: St. Martin’s Press, 2000. Pages 62-67.

206 *a Richard Avedon session*: Richard Avedon was so taken with Hilary Knight’s fan, he subsequently commissioned Knight to create a similar one in red feathers for model Carmen Dell’Orefice to hold in a 1954 advertising campaign for red fingernail polish by Revlon; Avedon also got Knight to decorate a Christmas tree for a fashion spread in *Harper’s Bazaar* featuring model Sunny Hartnett—who would later appear in the “Think Pink” montage for *Funny Face*.

206 “*shove them under my door*”: *Vanity Fair*, 12/1996.

206 “*He seemed terribly impressed*”: *McCall’s*, 1/1957.

- 206 “*I attribute any abilities*”: Kingman, Lee, Joanna Foster, and Ruth Giles Lontoft, compilers. *Illustrators of Children's Books 1957–1966*. Boston: The Horn Book, Inc., 1968.
- 206 “*The prissy one Kay*”: Thompson, Kay. *Kay Thompson's Eloise: The Absolutely Essential Edition*. Drawings by Hilary Knight; scrapbook section by Marie Brenner and Hilary Knight. New York: Simon & Schuster, 1999, page 78.
- 206 “*So I wrote twelve lines*”: *McCall's*, 1/1957.
- 207 “*children using damask curtains*”: Thompson, Kay. *Kay Thompson's Eloise: The Absolutely Essential Edition*. Drawings by Hilary Knight; scrapbook section by Marie Brenner and Hilary Knight. New York: Simon & Schuster, 1999, page 78.
- 207 “*That Christmas*”: *McCall's*, 1/1957.
- 207 “*We started working on*”: *In Theater*, 4/26/1999.
- 207 *envisioned her as a brunette*: *Publishers' Weekly*, 5/12/1969.
- 207 “*wiry*”: *European Stars and Stripes* (Darmstadt, Germany), 6/16/1987.
- 208 “*a rawther large stomach*”: *TV Times* (London), 12/28/1958.
- 208 “*Oooooooooo I absolutely love*”: *Ibid.*
- 208 “*Ideas popped out*”: *Troy Record* (Troy, New York), 8/24/1961. In November 1955, Kay gave some of her early discarded notes to lyricist Robert Wells to use as inspiration for the “Eloise” song in November 1955. After Wells died, this cache of original material was acquired by Daryl and Joan Denise Hill, the Literary Lion Collection.
- 208 *Some of those discarded bon mots*: From early drafts and notes for *Eloise* by Kay Thompson, circa 2/1955. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.
- 208 “*Eloise is me*”: *Vanity Fair*, 12/1996.
- 208 “*Understand me, she's*”: *Los Angeles Times*, 6/3/1956.
- 209 “*You can set your watch*”: From early drafts and notes for *Eloise* by Kay Thompson, circa 2/1955. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.
- 209 *eight neighborhood boys*: *Ibid.*
- 210 “*I took three months off*”: *McCall's*, 1/1957.

210 “*D. D. brought*”: *In Theater*, 4/26/1999. In appreciation of D. D. Ryan’s invaluable contribution to the creation of *Eloise*, Hilary included a little drawing on page 13 of the book with D. D. and her husband, Johnny Ryan, standing in the lobby by the elevators. In later editions, he added their children. John Barry Ryan was the stage manager for several Broadway shows, including *Mr. Wonderful* (1956–1957), starring Sammy Davis Jr., for which Kay Thompson served as a creative consultant for producer Jule Styne.

210 “*recognized and understood*”: *McCall’s*, 1/1957.

210 *the contract called for*: Dated June 15, 1955, the *Eloise* contract between Simon & Schuster, “hereafter called the ‘Publisher,’” and Kay Thompson and Hilary Knight, “hereafter called the ‘Author,’” set forth “a catalog retail price of not less than \$2.75 for the trade editions.” (It ended up with a \$2.95 price tag.) An advance of \$1,000 was granted against future royalties: 10 percent of the retail price for the first 5,000 copies; 12.5 percent for the next 5,000; and 15 percent “for all copies sold thereafter, less returns.” The final manuscript was due by July 30, 1955, described as “approximately 22 pages of typed text, including illustrations for each page.” (The final book contained 65 pages.)

211 *conservative 7,500 copies*: *Chicago Daily Tribune*, 4/29/1956.

211 *ran a spread*: *Life*, 12/12/1955.

211 “*Congratulations. You are*”: Telegram from Kay Thompson to Larry Vinick, dated 12/8/1955. Courtesy of the Larry Vinick Collection. According to Wikipedia, “The Edict of Nantes was issued on April 13, 1598, by Henry IV of France to grant French Protestants (also known as Huguenots) substantial rights in a nation still considered essentially Catholic.”

211 *campaign for Kalistron*: *New York Times*, 12/6/1955.

211 *gushing reviews*: *Chicago Daily Tribune*, 4/29/1956.

211 “*the Alice in Wonderland*”: *Los Angeles Times*, 6/3/1956.

212 “*Mr. Knight’s drawings*”: *New Yorker*, 12/31/1955.

212 *She was also joined*: *Newark Advocate* (Newark, Ohio), 1/5/1956.

212 “*Frankly, I adore Eloise*”: *Publishers’ Weekly*, 1/28/1956.

212 “*Booksellers were angry*”: From a Simon & Schuster trade ad for *Eloise*, unidentified publication, circa 2/1956.

212 *15,000 was hitting*: *Chicago Daily Tribune*, 4/29/1956.

212 “*All the children who*”: *New Yorker*, 5/12/1956.

213 “*After the first book*”: *TV Times* (London), 12/28/1958.

213 “*as many of the phone calls*”: *Publishers’ Weekly*, 5/12/1969.

213 “*The success of Eloise*”: *New Yorker*, 5/12/1956.

213 “*letters addressed to Eloise*”: *Los Angeles Times*, 6/3/1956.

213 “*How much did you pay*”: *Publishers’ Weekly*, 5/12/1969.

213 *got free accommodations*: *Cue*, 11/17/1956.

214 *posters by the likes of*: Observed on Kay Thompson’s walls in her suite at the Plaza were the following: 1893 French poster of singer Jane Avril performing at the Jardin de Paris music hall painted by Henri de Toulouse-Lautrec and an 1894 French poster, “*Ambassadeurs, Yvette Guilbert: Tous les Soirs,*” of singer Yvette Guilbert on stage at Les Ambassadeurs music hall in Paris painted by Theophile-Alexandre Steinlen.

214 “*These are odds and ends*”: From the Kay Thompson interview on *Person to Person with Edward R. Murrow* (CBS-TV, 11/9/1956) guest hosted by Jerry Lewis. Courtesy of the CBS News Archive.

214 “*People love to play kid*”: *Oakland Tribune*, 11/11/1956.

214 “*penetrated the four corners*”: *Ibid.*

214 “*People are frightened*”: *Oakland Tribune*, 11/11/1956.

214 “*Thus the idea of the Tricycle*”: Gathje, Curtis. *At the Plaza: An Illustrated History of the World’s Most Famous Hotel*. New York: St. Martin’s Press, 2000, page 113.

215 *Jayne Mansfield and*: *Ibid.*

215 “*The combined success*”: *New Yorker*, 5/12/1956.

215 *executive chef, Humbert Gatti*: *New Yorker*, 5/12/1956; *New York World Telegram and Sun*, 12/6/1960.

215 “*Kiddie Kar Cocktail*”: Quoted from the Eloise Menu, issued by the Plaza Hotel, circa 1956. From the author’s collection.

215 “*The pièce de résistance*”: Gathje, Curtis. *At the Plaza: An Illustrated History of the World’s Most Famous Hotel*. New York: St. Martin’s Press, 2000, page 113.

215 “*must have set Escoffier*”: *New Yorker*, 5/12/1956.

215 “*by appointment only*”: *Cue*, 11/17/1956.

215 “*Eloise, of course*”: *European Stars and Stripes* (Darmstadt, Germany), 6/16/1987.

215 “*Kay Thompson hit the*”: *Syracuse Herald-American* (Syracuse, New York), 2/12/1956.

216 “*Kay Thompson’s heroine*”: *New York Times*, 5/6/1956 and 8/5/1956.

216 *from both demographics*: From 130,000 copies of *Eloise* sold during the first year of publication, based on the contractual terms of the *Eloise* agreement with Simon & Schuster, the royalties for Kay Thompson and Hilary Knight would break down roughly as follows: First 5,000 copies x \$2.95 retail cover price x 10 percent = \$1,475. Second 5,000 copies x \$2.95 x 12.5 percent = \$1,843.75. Next 120,000 copies x \$2.95 x 15 percent = \$53,100. Subtotal: \$56,418.75. Kay Thompson received 66.66 percent = \$37,608.74; Hilary Knight received 33.33 percent = \$18,804.37. After deducting Barron Polan’s 10 percent agent commission, Kay’s net was \$33,847.87; Hilary’s net was \$16,923.93.

216 “*Here’s what he likes*”: Thompson, Kay. *Eloise*. Drawings by Hilary Knight. New York: Simon & Schuster, 1955, page 51.

216 *next to her handsaw*: *Ibid.*, pages 20, 51, and 60.

216 “*Do you know she asked*”: *New York Times*, 5/1/1969.

216 Kay’s feigned innocence: Kay Thompson also defended her creation thusly: “Eloise is not likely to make little girls more remarkably fiendish than they already are. That isn’t possible.” *Lancaster News* (LancasterOnline.com), Lancaster, Pennsylvania, 4/14/2013.

216 *flushing a toilet*: Thompson, Kay. *Eloise*. Drawings by Hilary Knight. New York: Simon & Schuster, 1955, page 41.

217 *Texas had banned*: From “Banned Books,” 9/30/2008 (www.bookkids.wordpress.com/2008/09/30/banned-books-recent-bannings/).

217 “*My mother knows Lilly*”: In the original text of *Eloise*, Lilly was misspelled as “Lily.” To avoid further proliferation of the error, the author has used the correct spelling. In her day, Lilly Daché (1898–1989) was the foremost ladies’ hat designer in the world, with Marlene Dietrich among her legion of notable clients. She retired in 1968 and closed her New York salon on East Fifty-sixth Street that same year. As a result, the reference to her in *Eloise* was changed to Coco Chanel in 1983.

217 *Los Angeles recording session*: The first version of the “Eloise” song (Kay Thompson–Robert Wells) was recorded in Los Angeles on December 2, 1955, arranged and conducted by Buddy Bregman, featuring Kay Thompson and backup singers Don Williams, Bill Norvas, Gordon Thorin, and Paul Burton. This early version was dropped

and subsequently revised and rerecorded for Cadence Records by arranger-conductor Archie Bleyer in New York in January 1956. The first version has never surfaced and does not appear to have survived. However, the Los Angeles–Bregman session of Cole Porter’s “Just One of Those Things” (also recorded on December 2, 1955) appeared on the B-side of Cadence Records’ “Eloise” single, released on March 3, 1956. Much of this information was verified from a cache of Thompson notes and manuscripts that Robert Wells kept on file. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.

218 “*Dear Archie*”: From a cache of Thompson notes and manuscripts that Robert Wells had kept on file. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.

218 “*Who is the little girl*”: Excerpt from the lyrics to “Eloise” (words and music by Kay Thompson and Robert Wells), published by Kay Thompson Music, Inc., ASCAP, copyright 1956. The song was recorded on Cadence Records in January 1956. Transcribed precisely from the record, the entire lyrics are as follows:

ELOISE

(Kay Thompson-Robert Wells)

CHORUS: Eloise... Eloise... Eloise... Eloise... Who is the little girl who lives at the Plaza in New York?

ELOISE: That’s me, Eloise. I’m six. I live on the top floor.

CHORUS: Who is the little girl who knows everybody’s business in New York?

ELOISE: I spend an enormous amount of time in the lobby. I have to see what’s going on there.

CHORUS: Who’s on the telephone most of the day?

ELOISE: I have to call room service a lot and tell them to charge it please and thank you very much.

CHORUS: Who’s in and out and up and down and in everybody’s way?

ELOISE: That’s what Mr. Salomone says and he ought to know—he’s the manager for Lord’s sake.

CHORUS: Who’s up at break of day creating a terrible racket in the halls?

ELOISE: Sometimes I take two sticks and skidder them along the woodwork.

CHORUS: Who has a lov-e-ly way of writing her name in lipstick on the walls?

ELOISE: My mother is 30 and wears a 3½ shoe.

CHORUS: Who's the little darling who'll drive you out of your head but you love her just the same?

ELOISE: After all, I'm only six.

CHORUS: Who's the little girl who's only good when she's in bed? Eloise is her name!

ELOISE: That's me Eloise.

CHORUS: Eloise... Eloise... (continues crooning "Eloise..." softly underneath)

NANNY: Eloise...?

ELOISE: That's Nanny, she's my nurse. She's English and wears tissue paper in her dress—and you can hear it.

NANNY: Eloise? What are you doing?

ELOISE: Here's the thing of it. I have to open that window wider because there's this pigeon who keeps hanging around out there and I'm going to sklonk him in his head.

NANNY: Eloise? What are you doing, doing, doing? Come in off that ledge my dear and close the windows at once—before we all freeze, freeze, freeze.

ELOISE: Nanny? Actually, I am rawther tired, tired, tired.

NANNY: Good night, my dear.

ELOISE: Good night, Nanny.

NANNY: Good night, Eloise.

CHORUS: Eloise...Eloise... (continues crooning "Eloise..." softly underneath)

ELOISE: Oh my lord. There's so much to do. Tomorrow I think I'll pour a pitcher of water down the mail chute.

CHORUS: Eloise!

ELOISE: That's me. Eloise!

218 rose to No. 39: *Billboard*, 3/17/1956 and 3/24/1956; Whitburn, Joel. *The Billboard Book of Top 40 Hits*, 3rd ed. New York: Billboard Publications, 1987, page 304. "Eloise" was No. 39 for two consecutive weeks.

218 “*sold out absolutely all*”: *Publishers’ Weekly*, 12/16/1957.

218 *eradicated Polan*: From an *Eloise* book publishing contract addendum dated 3/14/1956.

219 *Freeman’s 1951 advertising caricature*: Up until 1951, display ads for Kay’s act had either featured a photographic image or, in some cases, just simply her name in plain lettering. With so much creativity invested into the act itself, it is hard to imagine that Kay had any approval over ads devoid of any creative graphic design. Finally, for her Mocambo gig in L.A., Kay took charge and developed a print campaign with outstanding visual flare. Newspaper and trade magazine ads suddenly featured a stylish caricature of Kay by fine artist and theatrical illustrator Don Freeman (1908-1978). Born in San Diego, Freeman grew up in Chula Vista, California, and then spent four years of his schooling in St. Louis, Missouri, where he graduated from Principia High School, a Christian Science institution. In a 2006 interview for this book, his son, Roy Freeman, explained: “His Aunt and her family were strongly into Christian Science and I suspect they exerted pressure on him to go to Principia. Don was never really taken by it and he was largely rejected by his Aunt’s family for his sketches of down-and-out life in New York in the 1920s and 30s.” Because a central principal of Christian Science is focusing on the positive, Don’s negative imagery was deemed offensive. “However,” Roy added, “he occasionally did artwork for the *Christian Science Monitor*, especially in the 1950s.” Though Kay was a year younger, attended a different high school, and had not yet embraced Christian Science, it is possible that she could have crossed paths with Don during her Kitty Fink days in St. Louis. But Roy has never heard nor come across evidence of any connection from that early period. What may have brought Kay and Don together was a common interest in music. Don was a trumpet player and, after returning to California, he played professionally. But his real love was drawing and he eventually made his way to New York to study at the Art Students League under John Sloan and Harry Wickey. In a 1963 interview, Don Freeman recalled: “Having come from California as a dance band musician, I managed to study art in the daytime while playing trumpet in night clubs and at Italian wedding receptions at night. Gradually I was able to earn a living by sketching my impressions of the Broadway shows for the *Herald Tribune* and *The New York Times* drama sections. I suspect the then-terrifying fact that I left my trumpet in the subway one night (because I was so engrossed in sketching the people sitting opposite me) had a lot to do with my turning to drawing as a means of making a livelihood!” Freeman became most famous for his iconic posters to some of the most memorable Broadway shows, including *The Time of Your Life* (Booth Theatre, 1939), *The Skin of Our Teeth* (Plymouth Theatre, 1942), *A Streetcar Named Desire* (Ethel Barrymore Theatre, 1947), *Finian’s Rainbow* (46th Street Theatre, 1947), and *High Button Shoes* (Century Theatre, 1949). He also illustrated covers for such books as *The Human Comedy* (Harcourt, Brace & Co., 1943) by William Saroyan, and *Persona Grata* (Putnam, 1954) by Cecil Beaton and Kenneth Tynan. For Kay Thompson’s Mocambo advertisements, Freeman’s drawing depicts Kay head-to-toe in profile, arms raised to the heavens and her legs prancing forward like a gazelle in spike heels. The artist placed her right arm and left leg straight up and down but her other limbs were angled forward so that her entire body formed the letter “K,” the initial of her first name. Freeman had a remarkably keen eye for

Thompsonian traits, including those impossibly long talons extended even further by dagger-like fingernails; her body vacuum-packed into a charcoal cat suit black-belted even tighter at the waist; and her severe, yanked-back chignon that transformed her head into the shape of a football—or that of an H.R. Giger alien insect. Her expression was haughty, with sealed eyelids and a seething, clinched smile. The only thing soft in sight was the ubiquitous chiffon scarf that dangled from the back of her hairdo, cascading all the way to the floor. If ever there were a drawing that captured the unique essence of Kay Thompson, this was it. The style of the illustration, including the graphics of the lettering for “...ay Thompson,” were modeled after the nineteenth-century theatrical posters by Henri de Toulouse-Lautrec (1864-1901), yet nothing seemed old-fashioned about the turbo-charged movement and energy that leapt right off the paper. According to correspondence Roy Freeman found in his father’s papers, Kay had first met Don Freeman in 1948 when he did drawings of her act with the Williams Brothers at Le Directoire in New York. On April 15, 1948, Kay sent a telegram that read: DEAR DON, IF YOU NEED ANY TYPE PERMISSION TO USE THE SKETCHES IN THE TIMES, YOU HAVE IT BROTHER. LOVE AGAIN, KAY THOMPSON. Unfortunately, none of these illustrations appear to have made it into *The New York Times* and Roy has not located any of them among his father’s archives. The “K” drawing that has survived was originally commissioned for Kay’s Paris engagement at Les Ambassadeurs in June 1950. On a piece of stationery from the Royalton Hotel, 44 West 44th Street in New York, Don wrote, “Kay Thompson called and is anxious to have me make her a color poster for her use on her Paris engagement. I shall get to that next week.” In a follow-up letter dated May 23, 1950, Don updated his progress: “I have finished Kay T’s poster and I think it is a lulu. I will deliver it tomorrow. She was swell when I saw her last week.” And later, an undated letter concludes, “Kay Thompson’s agent called to say he was mailing me the check due me.” However, advertising cards and newspaper ads for Kay’s Paris engagement did *not* feature Freeman’s illustration; instead, a photographic image of Kay was used. The art may have been displayed at the French nightclub but the first time the caricature surfaced in print ads was for Kay’s Mocambo engagement in January 1951. Then, the “K” drawing was marketed as a high quality stone lithograph (12 x 18 inches), produced in 1951 by Lynton Richards Kistler (1897-1993) of Kistler of Los Angeles, the renowned fine art lithographer. Each stone lithograph was authenticated with Kistler’s blind embossed stamp; individually numbered in pencil; and signed in black ink by the artist Don Freeman. The illustration was printed on thick fine art paper in a limited run of 200—though within those numbers are variants of paper stocks (cream, gray, yellow, lavender) and ink colors (black, red, lavender). [A limited quantity of these extremely rare, vintage originals are available from the author, acquired from the Don Freeman Estate, at www.kaythompsonwebsite.com/collectibles.htm.] Another Don Freeman caricature of Kay appeared on advertising cards and newspaper ads for her April 1951 gig at Café de Paris in London. Illustrated in black, white, and red, the image was head-to-thigh, with Kay’s arms up in the air in a V formation. Freeman’s signature was prominently printed at the bottom of the image. However, when the image was reused for the jacket cover of Kay’s 1954 MGM Records LP, *Kay Thompson Sings*, Freeman’s signature was dropped and he received no additional compensation for its re-use. *Hollywood Reporter*, 1/8/1951; *Daily Variety*, 1/8/1951; Suskin, Steven. *A Must See! Brilliant Broadway Artwork*. San Francisco: Chronicle Books, 2004, pages 24, 68-69; telegram from Kay Thompson to Don Freeman, dated 4/15/1948, and, excerpts of Don

Freeman letters were provided by his son, Roy Freeman, courtesy of the Don Freeman Estate; and, from a profile of Don Freeman on The Sullivan Goss, An American Gallery website at: www.sullivangoss.com/DonFreeman.

219 “*I wouldn’t put anything*”: *Tattler and Bystander* (London), 5/8/1957.

219 “*magazine piece on ‘Eloise in Hollywood’*”: Eight years after Kay Thompson’s death, Simon & Schuster used the germ of Thompson and Hilary Knight’s aborted magazine spread idea for “Eloise in Hollywood” (aka “Eloise at Paramount”) and published *Kay Thompson’s Eloise in Hollywood* (New York: Simon & Schuster, 2006), with original text by J. David Stem and David N. Weiss, the team who wrote *The Rugrats Movie* (Paramount, 1998) and *Shrek 2* (DreamWorks, 2004). Although Knight gamely completed the cover and worked for several months illustrating the project, the preverbal “creative differences” with Thompson’s estate led to the book being completely redrawn by artist-for-hire Ted Enik “based on the art of Hilary Knight”—a credit that alerted critics and consumers to the sleight of hand. Although Knight’s cover art was utilized, without the unique magic of the Thompson-Knight brain trust, the book did not sell as well as expected.

219 *to just one European: Hollywood Reporter*, 4/25/1956; *Nevada State Journal* (Reno, Nevada), 5/27/1956; *Los Angeles Times*, 6/3/1956.

220 *animated Eloise featurettes: Washington Post–Times Herald*, 12/5/1955.

220 *a live-action, feature-length: TV Times* (London), 12/28/1958.

220 “*Her choice to play*”: *Los Angeles Examiner*, 12/22/1955.

220 “*take her to cocktail*”: From an Associated Press photo caption dated 6/10/1954.

220 “*sneaked her into Ciro’s*”: Morley, Sheridan. *James Mason: Odd Man Out*. New York: Harper & Row, 1989, page 116.

220 “*did a burlesque dance*”: *Daily Variety*, 9/30/1957.

220 “*the Portland Clause*”: Mason, James. *Before I Forget*. London: Hamish Hamilton, 1981, page 254.

220 *series Baby Snooks: Ibid.*, page 264.

220 *pitched the idea to Twentieth: Chronicle-Telegram* (Elyria, Ohio), 1/14/1956.

220 “*kiddie pix don’t make*”: *Daily Variety*, 1/25/1956 and 5/23/1956.

220 *musical starring Portland*: Aside from his history with Thompson, Bill Spier had a close friendship and professional relationship with James Mason and his family. Spier directed and produced *The James and Pamela Mason Show* (NBC Radio, 1949). Spier

also directed *Lady Possessed* (Republic Pictures, 1952) starring James Mason and wife, Pamela Kellino Mason (along with Spier's wife, June Havoc), from a screenplay by Pamela (based on her novel *Del Palma*) and produced by the Masons' production company, Portland Pictures, named after their daughter, Portland Mason.

221 *record-breaking \$15,000: Daily Variety*, 7/2/1956.

221 *sequels and a spin-off: Daily Variety*, 12/7/1956; *McCall's*, 1/1957.

221 "what in the world they were": *Cue*, 11/17/1956.

221 *fixed at \$175,000: Daily Variety*, 3/26/1956; *Hollywood Reporter*, 7/24/1956 and 10/11/1956. To put those budget numbers in perspective, original A-list television specials in those days (such as the monthly *Ford Star Jubilee* spectacles) cost anywhere from \$300,000 to \$400,000. Even the broadcast rights to existing theatrical movies—a brand-new, previously untapped avenue of programming—had climbed as high as \$225,000, the record-breaking amount established by CBS for its upcoming November 3, 1956, television premiere of *The Wizard of Oz* (MGM, 1939).

222 *ceiling of \$10,000: Hollywood Reporter*, 10/8/1956.

222 *divvy up the season: Daily Variety*, 6/27/1956.

222 *Ralph Nelson, who would: Earlier that same year, Ralph Nelson was the technical director of General Electric Theatre's Judy Garland Musical Special (CBS-TV, 4/8/1956), for which Richard Avedon was the creative director and for which Thompson, Roger Edens, and Leonard Gershe served as uncredited creative consultants.*

222 "Bill Spier, Miss Thompson's ex": *Hollywood Reporter*, 7/19/1956. Nearly a month later, on 8/17/1956, a publicity photo was taken at a CBS-TV rehearsal hall showing Kay Thompson pretending to be Eloise, crawling on the floor under a table, with *Playhouse 90* producer Martin Manulis (squatting beside her) and Kay's ex-husband William Spier (seated in a folding chair). At that time, Spier was still writing the script for the *Playhouse 90* adaptation of *Eloise*—though, by the end of the month, Spier's script would be rejected by Thompson. He would be replaced on September 1, 1956, by Oscar-nominated screenwriter Leonard Spigelgass.

222 "so crazy": *Los Angeles Times*, 9/20/1956.

222 *dispatched to newspapers: Hammond Times (Hammond, Indiana)*, 11/15/1956.

222 *compose all the songs: New York Times*, 8/8/1956.

223 *given just three weeks: New York Times*, 8/8/1956; *Hammond Times (Hammond, Indiana)*, 11/15/1956.

223 was hired for \$10,000: *New York Times*, 9/1/1956; *Daily Variety*, 9/4/1956; *Hollywood Reporter*, 8/31/1956 & 9/4/1956. On Friday, 8/31/1956, *The Hollywood Reporter* announced: “Leonard Spigelgass flies to Honolulu Sunday for a two-week vacation.” That vacation never happened because Spigelgass was suddenly drafted into service for *Eloise*. On Saturday, 9/1/1956, *The New York Times* reported: “Leonard Spigelgass, movie writer, has been signed by the Columbia Broadcasting System to write a television adaptation of *Eloise*. The book by Kay Thompson deals with the adventures of a small girl and will be presented as part of the *Playhouse 90* series of 90-minute shows. Mr. Spigelgass, a movie writer for 28 years, is winding up an 8-year contract with MGM. He recently completed the script of the comedy *Ten Thousand Bedrooms* [a Dean Martin movie] for the studio.” Spigelgass had also recently finished collaborating with *Funny Face* writer Leonard Gershe on the screenplay to *Silk Stockings* (MGM, 1957). On 9/4/1956, *Daily Variety* reported: “Leonard Spigelgass was assigned over the weekend by producer Martin Manulis to adapt Kay Thompson’s novelette, *Eloise*, for the CBS-TV *Playhouse 90* teleseries. Assignment is second for the former Metro scripter from CBS-TV, having written a *Climax!* last year.” Spigelgass’ installment of *Climax!* was “A Man of Taste,” broadcast 12/1/55, directed by John Frankenheimer, produced by Martin Manulis. Spigelgass was currently on the board of the Writers Guild of America and ran for its presidency in the Spring of 1956—but lost. He was a Best Screenplay Oscar nominee for *Mystery Street* (MGM, 1950) and was nominated for WGA Awards for his screenplays to *I Was a Male War Bride* (Twentieth Century-Fox, 1949), *A Majority of One* (Warner Brothers, 1961) and *Gypsy* (Warner Brothers, 1962). He was also the head writer on eleven annual Academy Awards ceremonies. Among his many credits, it is of particular significance to note that Spigelgass wrote *Deep in My Heart* (MGM, 1954), directed by Stanley Donen and produced by Roger Edens—the same two men who had just completed filming *Funny Face* with Kay Thompson. Thompson had known Spigelgass socially for years, at least as early as March 1949 when they were both house guests at Blue Harbour, Noël Coward’s pied-à-terre in Jamaica.

223 “3:00 a.m. in the Persian Room”: Kay composed the following songs for the *Playhouse 90* adaptation of “Eloise” (in chronological order): “3:00 a.m. in the Persian Room,” performed by Thompson and the Four Singing Busboys (Don Williams, Bill Norvas, Hans Conried, and Joe Marino); “Oh, What a Love-a-ly Mawning,” performed by Evelyn Rudie, Mildred Natwick, and Hans Conried; “Johanna,” performed by Jack Mullaney; “What Is the Proper Way to Raise a Child?” performed by Thompson, Mildred Natwick, Louis Jourdan, Ethel Barrymore, Inger Stevens, Monty Woolley, Slapsie Maxie Rosenbloom, and Jack Mullaney; and “Eloise” (Kay Thompson–Robert Wells), performed by Thompson (as Eloise), Don Williams, Bill Norvas, and, briefly at the end, Evelyn Rudie (as Eloise).

223 rehearsals lasting twelve hours: *TV Radio Life*, 8/17–23/1957.

223 should have attentive parents: Another accommodation to Standards and Practices appears at the very end of the program when Eloise (Evelyn Rudie) walks down the long banquet table in the Persian Room and hugs a man and a woman—presumably, her parents—whom we only see from behind. The implication is that Eloise’s parents are very much back together and on active duty raising their daughter. This sort of

interference by Standards and Practices drove Kay to distraction—and she did everything in her power to downplay the moment by never actually identifying or revealing the faces of the parents. Years later, when a fan asked Kay if the two people who hugged Eloise at the end of the program were her parents, she shrugged (tongue firmly planted in cheek): “I have no idea. Standards and Practices put them there and, for all I know, they were a couple of child molesters.” This anecdote was related to the author by publicist John Springer who witnessed the conversation between Kay and an unknown fan.

223 *Ralph Nelson had to be replaced: Daily Variety*, 4/13/1956 and 10/18/1956.

224 *the father of a baby girl: Daily Variety*, 4/4/1956.

224 *Mildred Natwick jumped: Daily Variety*, 10/15/1956 and 10/18/1956.

224 *ongoing dispute with CBS: Coward, Noël. The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 2000, pages 313, 316, and 320. Champlin, Charles. *John Frankenheimer: A Conversation*. Burbank, Calif.: Riverwood Press, 1995, page 36.

224 “No worries”: From the author’s 2002 interview with Don Williams.

224 *to male bordellos: Hadleigh, Boze. The Vinyl Closet: Gays in the Music World*. San Diego, Calif.: Los Hombres Press, 1991, page 50.

224 *Marciano joined the cast: Daily Variety*, 10/4/1956.

224 *convicted of tax evasion: Winnipeg Free Press (Winnipeg, Canada)*, 3/28/1956.

225 *Others in the cast: Daily Variety*, 10/30/1956; Morehouse, Ward. *Inside the Plaza: An Intimate Portrait of the Ultimate Hotel*. New York: Applause, 2001, page 82.

225 *an uncredited cameo: Only fleeting glimpses of Eloise’s mother and father are shown in the Playhouse 90 presentation of “Eloise,” never revealing their faces. One shot follows them from behind as they stride through the lobby of The Plaza to board the elevator. Another is a second unit shot of the mother’s feet exiting a car at the entrance to the hotel. It was pre-filmed on a standing Hollywood backlot street set, then projected for live insertion during the broadcast. This practice of pre-filming insert clips was frequently utilized for establishing shots, close-up inserts, and other specialty angles that would otherwise have been impossible to achieve on a live show. Also of note, in the Playhouse 90 production of “Eloise,” the parents are referred to as “Mr. and Mrs. Devereaux,” the only time a last name for Eloise has ever been mentioned in any medium. Because Kay had creative control, it can only be assumed that she approved the name.*

225 *competition from Patty: New York Times*, 8/8/1956.

225 *brought their seven-year-old: Hollywood Reporter*, 9/27/1956.

225 “*L’Enfant Terrible*”: *Collier’s*, 9/28/1956.

225 *an open casting call*: *Daily Variety*, 9/21/1956.

225 *organized by Ethel Winant*: From the Archive of American Television interview with Martin Manulis, conducted on June 17, 1997, available on the website of the Academy of Television Arts and Sciences Foundation (www.emmys.tv/foundation/archive/index.php).

225 “*We’ve known the youngster*”: *Hollywood Reporter*, 11/23/1956.

225 *Rudie’s credits*: *Hollywood Reporter*, 8/20/1956.

226 “*I called her mother*”: *Los Angeles Times*, 11/18/1956.

226 *awarded the part*: *Daily Variety*, 10/25/1956.

226 *to the East Coast*: *Daily Variety*, 10/18/1956; *New York Times Magazine*, 10/28/1956.

226 *American Airlines comped*: The product placement “swap deal” with American Airlines required that a line of dialogue be added to the teleplay of the *Playhouse 90* production of “Eloise.” In the program, the family lawyer, Mr. Price (played by Bartlett Robinson), tells Eloise, “I’ve followed your instructions to the letter. I called the President of American Airlines and your mother and father are on the same plane.”

226 *The resulting spreads*: *Life*, 11/26/1956; *TV Guide*, 11/17/1956; *Cue*, 11/17/1956; *New York Times Magazine*, 10/28/1956.

227 “*dashed into the revolving*”: *TV Star Parade*, 2/1957.

227 “*I’m beginning to think*”: CBS-TV press release, dated 11/7/1956, regarding the casting of Evelyn Rudie in the *Playhouse 90* production of “Eloise.”

227 “*because Miss Thompson sent her*”: *Cue*, 11/17/1956.

227 “*what a shame it was*”: Ibid.

228 *Jerry Lewis had been recruited*: *Hollywood Reporter*, 11/12/1956.

228 “*sprightly*”: Ibid.

228 “*Do you remember Chicago*”: From the Kay Thompson interview on *Person to Person with Edward R. Murrow* (CBS-TV, 11/9/1956), guest hosted by Jerry Lewis. Courtesy of the CBS News Archive.

228 “*Oh Jerry, I do so*”: Ibid.

228 “*a booba da*”: Ibid.

228 “*Where did you find*”: Ibid.

228 “*I never expected*”: Lewis, Jerry, and James Kaplan. *Dean & Me (A Love Story)*. New York: Doubleday, 2005, page 293; Whitburn, Joel. *The Billboard Book of Top 40 Hits*, 3rd ed. New York: Billboard Publications, 1987, page 182. Jerry Lewis’s “Rock-a-Bye Your Baby” peaked at No. 10 on November 24, 1956, two weeks after his appearance with Kay on *Person to Person* (CBS-TV, 11/9/1956).

229 “*I’m still waiting for*”: From the author’s 2001 interview with Leonard Grainger.

229 *she plugged the imminent*: Aside from turning *Person to Person* into an Eloise infomercial, Kay aggressively promoted the character in other mediums. For example, the following press release, entitled “Eloise in Hollywood,” was personally written by Thompson and provided, free and clear, for publication in all media, as part of her own independent publicity campaign to promote the November 22, 1956, *Playhouse 90* presentation of “Eloise.” Many newspapers across the country took the bait, including *The Star-Ledger* (Newark, New Jersey), 11/18/1956. It is reprinted here in its entirety (in bold):

“Eloise in Hollywood”

This is me, Eloise. I am a nuisance at rehearsals. The producer said so. He ought to know. Mostly I live at the Plaza, but now I am in Hollywood. On Thanksgiving Day, we are doing the story that Kay Thompson wrote about me, and it is full of stars. I like Ethel Barrymore but I am going to do something about Monty Woolley. He has a beard. He likes me. I told him I would like him better without his beard. Now he does not like me quite so much. Mildred Natwick plays Nanny. She is my nurse. She says everything three times like “Eloise don’t be so messy messy messy!” Or “Eloise stop squirming squirming squirming!” Louis Jourdan is so-o-o handsome. He lives next door to me at the Plaza. Mr. Frankenheimer, he’s the director, says I’ll think I’m back at the Plaza when they finish building the scenery. I bet they don’t remember how many telephones there are in the lobby. I do, there are eight. Charlie Ruggles is one of my extremely favorites. He wears an old hat that I picked up at the costume department. He drives a horse and carriage in Central Park. I’m going to pick out the horses all the time for Ethel (that’s Miss Barrymore) but hers are all listed on a piece of paper so I really don’t see them, But she says that’s all right as long as they win. Maxie Rosenbloom has very long legs which are good for hanging on to, but Hans Conried is skinnier. Jack Mullaney is my tutor and he’s exactly the same, which is boring, boring, boring! Of course, my mostly friend is Kay Thompson. She understands me. She says that grownups are precocious. I do too. She lives on the other side of the suite at the Plaza. I look over her transom quite a lot, so she’s always giving me C-A-N-D-Y to keep quiet. I see quite a lot for a child of six. Weenie, my dog (he looks like a cat), and Skipperdee my turtle (he eats raisins),

came to Hollywood with me. Weenie got sick on the plane but I sat up with him in the ladies room. He didn't mind. Here's what I like about Television City. There's this big eye on the CBS building. I can make one eye like that, too, and Nanny says "Eloise what if your face freezes freezes freezes?" And I say "Not in Hollywood, for Lord's sake." Here's what I like, too. The hot dog stand where all the stars eat at rehearsal breaks. I unscrew the lids on the mustard squeezers and watch. I like rehearsals. Because you can just kind of skaggle around and waste a lot of time. Here's what I hate. All those pieces of script. Here's what I like to do. Ride on top of the cameras. You can see absolutely everything from up there. Cry for two minutes without stopping. If somebody times me. Sing. I'm a dramatic soprano, Kay says. I very seldom have a temper fit in Hollywood. But everyone else does. Everybody is quite nice—so far. Besides there is so much else to do do do. On Thanksgiving, the night of our show, I think I'll draw me, ELOISE, on the front of all the sets. Wouldn't that be annoying!

Regarding the above reference to Charles Ruggles: In the original *Playhouse 90*: "Eloise" teleplay, there was a Central Park horse and carriage driver who was to be portrayed by Ruggles. However, as rehearsals progressed, budgetary constraints dictated the elimination of several proposed exterior shots. Just days before the live broadcast, all the driver's scenes were cut. Instead, Ruggles was asked to play himself as a guest passing through the hotel lobby.

229 "No sooner was the dry run": *New York Times*, 5/25/2003.

230 "no TV series, nothing": Less than a month after Kay Thompson yanked the television series spinoff rights to *Eloise* from CBS-TV, *Billboard* reported that NBC-TV was negotiating with Thompson for a half-hour *Eloise* TV series, to potentially debut as early as spring 1957. With Evelyn Rudie receiving so much attention and acclaim for her live-action portrayal of Eloise, NBC floated the idea of doing a live-action series with Rudie as the star. Naturally, Thompson would hear none of it. She continued to insist that, if a series were to be produced, she herself would perform the voice for the character of Eloise or there would be no deal. It would have made sense to do an animated series with Thompson voicing the character—and United Productions of America (UPA), makers of the *Mr. Magoo* cartoons voiced by Jim Backus, were interested in doing just that. In fact, UPA approached Kay about the idea of doing cartoons of Eloise as early as December 1955, just weeks after the book had been published. But, sadly, no one could come to terms with Thompson's various demands so nothing ever came of it during her lifetime. After Kay's death, two Emmy Award winning live-action Eloise movies were produced for prime time broadcast on *The Wonderful World of Disney—Eloise at the Plaza* (ABC-TV, April 27, 2003) and *Eloise at Christmastime* (November 22, 2003), both starring Sofia Vassilieva as Eloise and Julie Andrews as Nanny. Then, the Starz Kids and Family cable network presented an Emmy Award winning series of six half-hour animated cartoons of *Eloise* (Starz Network, 2006-2007) featuring the voices of Mary Mouser as Eloise and Lynn Redgrave as Nanny. Additionally, the two ABC movies and the Starz cartoons have been successfully marketed on DVD. *Washington Post-Times Herald*, 12/5/1955; *Billboard*, 12/22/1956.

230 “*had to agree that*”: Ibid.

230 “*I am Eloise*”: *New York Times*, Ibid.

230 *the show went on*: Complete cast and credits for the *Playhouse 90* production of “Eloise” are as follows:

Cast

Evelyn Rudie	Eloise
Kay Thompson	Herself
Mildred Natwick	Nanny
Louis Jourdan	Himself
Ethel Barrymore	Herself
Monty Woolley	Himself
Slapsie Maxie Rosenbloom	Himself
Charles Ruggles	Himself
Conrad Hilton	Himself
Lennie Hayton	Himself, the Bandleader
Hans Conried	Rupert, the Room Service Waiter / Singing Busboy #4
Inger Stevens	Johanna, the Chambermaid
Jack Mullaney	Philip Sloane, Eloise’s Tutor
William Roerick	Mr. Salomone, Managing Director of The Plaza
Bartlett Robinson	Mr. Price, Eloise’s Lawyer
Mario Siletti	The Chef
Clancy Cooper	The House Detective
Samuel Colt	Melvin, the Bell Captain
Arthur Batanides	Photographer #1
Daniel Ross	Photographer #2
Don Williams	Singing Busboy #1
Joe Marino	Singing Busboy #2
Bill Norvas	Singing Busboy #3
Marion Marshall Donen	Mrs. Devereaux, Eloise’s Mother (uncredited)
June Lockhart	Guest hostess for <i>Playhouse 90</i>
Dick Joy	Announcer for <i>Playhouse 90</i>

Directed by John Frankenheimer

Produced by Martin Manulis

Adapted from Kay Thompson’s book by Leonard Spigelgass

Original Music and Lyrics by Kay Thompson

The “Eloise” song by Kay Thompson and Robert Wells

Music Arranged and Conducted by Lennie Hayton

Story Editor: Peter Kortner

Casting: Milo Frank and Ethel Winant

Assistant to the Producer: Russell Stoneham

Art Director: Robert Tyler Lee

Set Decorator: Buck Henshaw

Associate Director: Ron Winston

Technical Director: Brooks Graham
Lighting Director: Bill Grams
Cameramen: Bob Stone, Bob Dunn

Presented on CBS-TV, Thursday, November 22, 1956, 9:30 to 11:00 PM.
Performed live from CBS Television City in Hollywood.

230 *delayed West Coast broadcast*: “After we did a *Playhouse* live at six-thirty from California for the East,” director John Frankenheimer noted, “we’d go someplace to look at it when it was re-broadcast here at nine-thirty.” Up until videotape was introduced in March 1958, delayed broadcasts of live shows were done via the “kinephoto process.” In real-time, the live broadcast had to be captured on reversal-film by a 16mm camera aimed at a television screen. The camera had to be synchronized to the monitor’s scanning rate—otherwise, there would be a visible roll bar. Called “kinescopes,” these reels of film would be rush-developed on the premises at CBS, then threaded into a special projection system that allowed a television camera to capture the projected image for the delayed West Coast airing. *Playhouse 90* programs were divided into three reels so that while the first was being projected, the second and third ones were at staggered stages of being developed and dried. Practically dripping wet, these film prints were nicknamed “hot-kines.” (Frankenheimer remembers he could order private-use kinescopes of his shows for \$15.00.) The picture quality was not nearly as crisp as the original live broadcast but the networks did not seem concerned that West Coast viewers had to accept inferior images. Advertisers and network bosses were all based in New York, so that was where high resolution really mattered. Kinescopes were considered unacceptable for East Coast broadcasting—which is why the whole concept of reruns did not catch on until videotape made it possible to match live picture quality. “We had a [viewing] party after every show,” casting director Ethel Winant confirmed in 1996 at the William S. Paley Television Festival. “Sometimes at my house, sometimes elsewhere ... You want to know something? What was great about those days was, if the show was wonderful, it was a good party and we came back the next day and started a new show. If the show was terrible, we had a great party and came back the next day and started a new show.” Sources: Champlin, Charles, *John Frankenheimer: A Conversation*. Burbank, California: Riverwood Press, 1995, page 63. Excerpts from the Archive of American Television interview with John Frankenheimer, conducted 3/21/2000, available on the website of the Academy of Television Arts and Sciences Foundation (www.emmys.tv/foundation/archive/index.php). Excerpts from Ethel Winant’s comments during a videotaped seminar at the 1996 William S. Paley Television Festival archived at The Paley Center for Media (www.shemadeit.org/meet/summary.aspx?m=60).

230 “*Pretentious chaos*”: *New York World Telegram and Sun*, 11/24/1956.

230 “*Instead of worrying about*”: *New York Times*, 12/30/1956.

230 “*among the worst flops*”: *TV Guide*, 3/29/1958.

231 *26 million people*: *Time*, 12/24/1956. Trendex ratings as reported in *Daily Variety*, 11/26/1956. The *Playhouse 90* production of “Eloise” garnered a Trendex rating of 23

(23 percent of the 38 million households with TVs), which meant that 8.74 million households had tuned in. Because Thanksgiving brought families together, there were larger-than-normal groups of people gathered around many of those television sets. Conservatively figuring an average of 3 persons per TV, the total viewership would have been around 26 million.

231 “*Only one member*”: *New York World Telegram and Sun*, 11/24/1956.

231 “*The show’s real delights*”: *Variety*, 11/28/1956.

231 *the youngster’s career*: *Hollywood Reporter*, 12/31/1956; *Daily Variety*, 12/7/1956 and 2/19/1957. Evelyn Rudie had “received offers from Screen Gems for its *Tom, Dick and Harry* series; for the lead in the new *Little Orphan Annie* series; and a *Bowery Boys* pic at Allied Artists.” Red Skelton wanted Evelyn to co-star in a revival of “his famous character, ‘the mean little kid,’ for a teleseries.” Plus, a *Desilu* series and a play with Shelley Winters were also in the offing.

231 “*demanding the network desist*”: *Hollywood Reporter*, 12/17/1956.

231 *signed Evelyn for*: *Hollywood Reporter*, 12/14/1956. The *Omnibus* dramatization would be adapted from Ludwig Bemelmans’s latest book, *Madeline and the Bad Hat* (New York: Viking Press, 1956).

231 “*Eloise Is For Real*”: *TV Guide*, 12/21/1956.

232 *the youngest nominee*: For the Emmy Award, Evelyn Rudie was nominated along with Claire Trevor (*Producer’s Showcase*, “Dodsworth,” NBC), Edna Best (*Ford Star Jubilee*, “Noël Coward’s This Happy Breed,” CBS), Gracie Fields (*U.S. Steel Hour*, “Old Lady Shows Her Medals,” CBS), and Nancy Kelly (*Studio One*, “The Pilot,” CBS).

232 “*Listen, have a heart*”: *New York Times*, 11/24/1957.

232 *the fifth-highest-selling*: Year-by-year bestseller lists posted on the Chandler Public Library website (www.chandlerlibrary.org). The five top-selling fiction books of 1956 were *Don’t Go Near the Water* by William Brinkley (No. 1); *The Last Hurrah* by Edwin O’Connor (No. 2); *Peyton Place* by Grace Metalious (No. 3); *Auntie Mame* by Patrick Dennis (No. 4); and *Eloise* by Kay Thompson (No. 5).

Chapter Nine: Slacks Fifth Avenue

233 “*The heterogenesis*”: *Film and TV Music*, spring 1957.

233 “*I’ve always loved fashion*”: *Women’s Wear Daily*, 10/24/1974.

233 “*I got a copy of*”: *Radio Stars*, 11/1935.

233 *She wrote them all: Tower Radio*, 8/1935; *Radio Stars*, 11/1935. During the 1920s and 30s, *Harper's Bazaar* had a regular spread of classified ads for summer camps, featuring its own camp director, Nina Frederica Berkley, who advised readers on the subject.

234 *fashion critic, Lois Long: Elm Street, The Look*, spring 2003. Lois Long was a graduate of Vassar and a veteran of *Vogue* magazine.

234 “*The clothes I like best*”: *Radio Stars*, 1/1937.

234 *brand of chic*: When Kay Thompson and Her Rhythm Singers appeared on *The Chesterfield Radio Program* in 1936, their high fashion style was matched with state-of-the-art cosmetics. Rhythm Singer Bea Wain recalled, “Richard Hudnut was a famous cosmetic company, like Estee Lauder is today. Lois Long got Richard Hudnut to supply wonderful makeup for us.” Even though Kay had not yet been to France, she was enchanted with all things French, including her favorite fragrance, which announced her arrival from about two blocks away. Bea laughed, “She used to be very partial to a very heavy French perfume called Joy. She wore a *lot* of it; that I remember! She had big bottles of it—these *enormous* bottles.” [Joy perfume was introduced by Jean Patou in 1930 “to chase the Depression blues away.” A single ounce of Joy contains 10,600 jasmine flowers and 28 dozen May roses. The original flacon was designed in 1930 by Louis Sue. Its luxuriousness has earned Joy the reputation of “costliest perfume in the world.”] With new emphasis on grooming and wardrobe, Kay and her girls required lengthier prep time before each program. “The man who produced and directed the show, Phil Cohan, would always rush us,” Bea said. “We’d have a dress rehearsal just before the show. Then, we’d have to run up, put on our gorgeous gowns and the makeup and come down for the broadcast. With five girls crammed into each dressing room, it was not easy. We used to kill ourselves to get down there on time. Well, we were really naughty kids. Loulie Jean and I were the ringleaders. We decided that we were going to get even with Phil Cohan so he would give us a little more time to get dressed. So, we just made up half of our faces. Literally. One eye, rouge on one cheek, lipstick on one side. And we came down for the show like that. He never rushed us again.”

234 “*Kay's girls are the best*”: *Radio Guide*, 6/26/1937.

234 *gabardine jodhpurs*: *Radio Guide*, 8/1/1936.

234 “*I was the first to wear pants*”: Reed, Rex. *People Are Crazy Here*. New York: Dell Publishing Co., Inc., 1975, page 110.

234 *Kay's favorite pastimes*: *Washington Post*, 7/12/1936.

234 “*You didn't notice any*”: *Appleton Post Crescent* (Appleton, Wisconsin), 10/8/1939.

234 *seamstress named Ozel*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), “Ozel” was erroneously spelled “Ozelle” on

the following pages: 234, 237, 248, 409, and illustration insert page 20, photo number 63. During the 1940s, Kay had all her clothes custom made by a modiste named Ozel. Angela Lansbury recalled, “Ozel was up on Sunset, on the south side of Sunset Boulevard, near Holloway Drive [near where Book Soup is today]. She had a storefront. She had a couturier sewing room and she could make anything and she did.” It was Kay who recommended Ozel to Angela. “Thank God for Kay,” Angela enthused, “because I didn’t have a clue in those days how to buy clothes and have things that really look well on me. Ozel made me an entire wardrobe when I got married. She made my wedding dress. She did *everything*. She was such a nice woman. Very unassuming. Quiet. Not expensive, yet wonderful work. She was a rather dark, mousy lady. She really had no style about her. She may have come from the Balkans or something. With that name, it sounded a little bit like that, but she had no accent. She was the most unassuming woman you could possibly imagine. She just had a very quiet, easy, anything-is-possible, we-can-do-it attitude. This way, I was able to pull something out of *Vogue* and Ozel would copy it. It was great. She was helpful too. She would say, ‘I think this would look better on you than that.’ She made me some incredible ball gowns when I went to England after the War.”

235 “*sleek slack-suits*”: *Time*, 11/10/1947; *Daily Variety*, 10/13/1947.

235 “*three-quarter-length*”: *Boston Record*, circa 1/1950, from George Martin’s scrapbook, courtesy of George Martin.

235 “*I started designing them*”: *Abilene Reporter-News* (Abilene, Texas), 1/13/1956.

235 *mainstreamed by Mary*: *TV Guide*, 9/23/1961.

235 “*creating quite a to-do*”: *Hollywood Reporter*, 8/2/1947 and 4/23/1951.

235 “*Kay was going to the Venice*”: *Winona Republican Herald* (Winona, Minnesota), 10/14/1952.

235 “*a black faille pair of pants*”: *Ibid*.

235 “*I can’t admit a woman*”: *Ibid*.

235 “*devil-may-care mood*”: *San Antonio Express* (San Antonio, Texas), 7/2/1948; *Winona Republican Herald* (Winona, Minnesota), 10/14/1952.

236 “*She traipses about*”: *Olean Times Herald* (Olean, New York), 10/28/1948.

236 “*the most freakish woman*”: *Washington Post*, 4/11/1948.

236 “*a blade-like instrument*”: *New Republic*, 7/19/1948.

236 “*La Thompson*”: *Evening Independent* (Massillon, Ohio), 4/9/1948.

236 “*appalled at her slacks*”: *Los Angeles Times*, 6/14/1949.

236 “*At Manhattan's Versailles*”: *Time*, 2/13/1950.

236 “*Pretty? Far from it*”: *Boston Record*, circa 1/1950, from George Martin’s scrapbook, courtesy of George Martin.

237 “*a Salvation Army nurse*”: Unidentified Paris newspaper, “Music-Hall” column by Henri Larrive, circa 6/1950, from George Martin’s scrapbook, courtesy of George Martin.

237 “*a Balmain pantaloone-line*”: *British Vogue*, 11/1950.

237 “*Seeing her in slacks*”: *Syracuse Herald-Journal* (Syracuse, New York), 2/6/1950.

237 “*Who’s your tailor?*”: Various drafts of the rundown and script for *The Frank Sinatra Show*, 10/28/1950, are archived in the Harry Crane Papers at the Charles E. Young Research Library, UCLA Library, Performing Arts Collections, Los Angeles, California. Head of Reader Services: Lauren Buisson.

237 “*Some people might disagree*”: *Ibid.*

237 “*Not without a set*”: *Ibid.*

238 *Wedding Day*, by Leonard Gershe: *Hollywood Reporter*, 11/20/1950.

238 *loosely inspired by the courtship*: *Hollywood Reporter*, 9/14/1955. Richard Avedon and Doe Avedon were married from 1944 to 1949.

238 *junior fashion editor*: In the early 1950s, D. D. Dixon was regularly credited in *Harper’s Bazaar* as “Dorinda Dixon Prest” (i.e. *Harper’s Bazaar*, 9/1952, which featured Avedon photos of Kay Thompson and the Williams Brothers). However, according to her son, Drew Dixon Ryan, quoted in the *New York Times*, 7/29/2007, his mother’s birth name was officially Dorinda Prest Dixon. In the mid-1950s, D. D. married Broadway stage manager John “Johnny” Barry Ryan and became known throughout the rest of her life as D. D. Ryan.

238 “*D. D. would feed me*”: Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Knopf, 1996, page 227.

238 “*pizazz*”: Trumble, William R., Lesley Brown, and Angus Stevenson. *Shorter Oxford English Dictionary*, 5th ed. Oxford, England: Oxford University Press, 2004. In the listing for “pizazz,” the word is attributed to Diana Vreeland, circa 1937.

238 *would commit only if*: Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Knopf, 1996, page 220.

238 *six big production numbers*: Other Thompson numbers would be “Everybody Loves a Wedding Day,” “But Not for Love,” “Good Deed for Today,” and “It’s Good.” From an MGM reader’s report by Sheila Walker summarizing the libretto of *Wedding Day* by Leonard Gershe, with lyrics by Ogden Nash and music by Vernon Duke. The libretto was submitted by the Jaffe Agency on July 13, 1951; the reader’s report is dated July 19, 1951. From the author’s collection.

238 *as a potential movie*: Ibid.

239 “*I wanna speak with Eloise*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

239 “*Fancy Pants*”: *Hollywood Reporter*, 6/12/1952.

239 “*Selling Bibles to the Hell’s Angels*”: Evans, Robert. *The Kid Stays in the Picture*. New York: Hyperion, 1994, page 39.

239 *had been founded in 1949*: *New York Times*, 6/26/2001. Born in 1918 in Castronovo, Sicily, Joseph Picone came to New York in the late 1930s and opened MPA Tailors, a leading supplier of men’s trousers for Brooks Brothers. Charles Evans, the son of one of Picone’s clients, arrived one day in 1949 with a proposal to expand into womenswear by designing a simple skirt with a fly front. The two men agreed to become partners and Evan-Picone was born—the “s” in “Evans” was dropped because the hyphenated moniker sounded better without it.

239 *manufacturing women’s slacks*: *New York Times*, 5/1/1969.

239 “*I’m in ladies pants*”: Jones, Jenny M. *The Annotated Godfather: The Complete Screenplay*. New York: Black Dog & Leventhal Publishers, 2007, page 14.

240 *big display ads*: “Taper Pants designed by Kay Thompson” appeared in Saks Fifth Avenue advertisements in many newspapers on various dates, including the *Los Angeles Times* on 10/17/1952, 12/18/1952, and 4/3/1953 and the *New York Times* on 12/8/1952, 3/15/1953, 5/31/1953, and 9/27/1953. Copy in the initial ads read, “A Saks Fifth Avenue Exclusive ‘First,’ Taper Pants designed by Kay Thompson who’s duplicated the fabulous-fitting slacks she wears ... Something magic in the cutting keeps them smooth as skin whether you sit, stand or do sit-ups; wait till you try them on. Forstmann’s Charmeen wool gabardine, tailored by Diva. Black, oyster or equator blue. Sizes 10 to 16, \$29.95.” Alternate colors and fabrics were added to the collection in the spring of 1953, including beige, navy blue, and gray.

240 “*The slickest lounging pants*”: *Mt. Pleasant News* (Mt. Pleasant, Iowa), 11/1/1952.

240 “*Follow through with your*”: *Syracuse Herald-Journal* (Syracuse, New York), 4/17/1953.

240 “*Boy, you’re the first dame*”: *Winona Republican Herald* (Winona, Minnesota), 10/14/1952.

240 “*If it were not for Saint Laurent*”: *Los Angeles Times*, 6/3/2008.

240 “*Kay has done more for pants*”: *Winona Republican Herald* (Winona, Minnesota), 10/14/1952. In 1928, Alexander Fleming accidentally discovered penicillin when he found mold growing on a discarded petri dish.

241 “*Where’d you get*”: From *The Buick-Berle Show* (NBC-TV, 2/23/1954).

241 *Milton soon discovered*: *Ibid.*

241 “*ridiculous*”: *Hollywood Reporter*, 4/23/1954.

241 “*looked marvelous*”: *San Francisco Chronicle*, 5/25/1954.

241 “*the girl who made lounging*”: *New Yorker*, 11/13/1954.

241 “*Leonard Gershe has checked*”: *Hollywood Reporter*, 3/29/1955.

241 *several standards by George*: Six George Gershwin–Ira Gershwin songs were licensed for *Funny Face* (Paramount, 1957): “*Funny Face*,” “*S Wonderful*,” “*He Loves and She Loves*,” and “*Let’s Kiss and Make Up*” (from the unrelated 1927 musical *Funny Face*); “*Clap Yo’ Hands*” (from the 1926 musical *Oh, Kay!*); and “*How Long Has This Been Going On?*” (from the 1928 musical *Rosalie*—although the song had originally been written for *Funny Face* but was dropped during tryouts).

242 “*Yellow is to be the theme*”: Quote from the *Wedding Day* libretto referenced in an MGM reader’s report by Sheila Walker summarizing the libretto of *Wedding Day* by Leonard Gershe, with lyrics by Ogden Nash and music by Vernon Duke. The libretto was submitted by the Jaffe Agency on July 13, 1951; the reader’s report is dated July 19, 1951. From the author’s collection.

242 “*I think the ‘Sunset’*”: Snow, Carmel, with Mary Louise Aswell. *The World of Carmel Snow*. New York: McGraw-Hill Book Company, Inc., 1962, page 170; *Daily Oklahoman* (Oklahoma City, Oklahoma), 7/10/1950.

242 “*the height of absurdity*”: *Ibid.*

242 *a wicked opening anthem*: The song “*Think Pink*” (Roger Edens–Leonard Gershe) is referred to in the May 17, 1955, draft of *Wedding Day* (though it does not yet have any references to any of the Gershwin tunes). Found in the Roger Edens Collection at the University of Southern California Cinema–Television Library, Ned Comstock, archivist.

242 *standing in the wings*: *Hollywood Reporter*, 7/11/1955.

242 “*Don’t tell anybody*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

242 “*When L. B.*”: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

243 *Donen, co-director*: The parties knew each other well. Stanley Donen’s *Deep in My Heart* (MGM, 1954), produced by Roger Edens, had featured Doe Avedon in its cast.

243 “*I never considered anyone*”: *Vanity Fair*, 12/1996.

243 *Schary refused to okay*: From an undated letter to Dore Schary from Roger Edens, circa autumn 1955, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

243 *initiated discussions with Hubert*: Letter to Roger Edens from Jacques Schatz, business manager for Hubert de Givenchy, dated 10/31/1955, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

243 *convinced him to cast Carol*: From an undated letter to Dore Schary from Roger Edens, circa autumn 1955, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

243 *he and Donen had since fallen out*: Fordin, Hugh. *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM*. New York: Doubleday, 1975, page 436.

243 *agreed to screen-test*: *Hollywood Reporter*, 9/23/1955. On September 15, 1955, Kay signed a freelance test option agreement with MGM to be screen-tested for *Wedding Day*. If chosen, the deal set forth that Thompson would earn \$1,600 per week for the first fourteen weeks of employment, upped to \$2,000 per week after that. After four days of rehearsal and prerecording, Kay was put before the camera on September 28, 1955, under the direction of Stanley Donen and the cinematography of George Folsey (*Meet Me in St. Louis*, *The Harvey Girls*, and “Madame Crematante” for *Ziegfeld Follies*). From MGM work orders for *Wedding Day*, dated 9/23–28/1955, found in the MGM Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

243 “*Banish the black*”: Transcribed from the surviving audio track of Kay Thompson’s MGM screen test for *Wedding Day*, dated 9/28/1955.

243 *a unique arrangement*: Only the audio of the screen test has survived. Located in the MGM vault by archivist George Feltenstein, it was licensed for the three-CD collection *Think Pink! A Kay Thompson Party* (Sepia Records 1135), released in the UK in 2009.

243 “*They’re all agog*”: *Hollywood Reporter*, 10/6/1955.

243 *vetoed Thompson*: *Hollywood Reporter*, 10/6/1955, 10/12/1955, and 10/27/1955; *Daily Variety*, 10/27/1955.

243 *three months pregnant*: *Hollywood Reporter*, 10/25/1955; *Daily Independent* (Kannapolis, North Carolina), 4/22/1956; *Winnipeg Free Press* (Winnipeg, Canada), 11/4/1955. Not long after it was announced that Carol Haney was pregnant, she suffered a miscarriage. Consequently, it looked like she might become available again for *Wedding Day*, but Dore Schary decided to reassign her to *Les Girls*—though she ended up not doing that film either.

243 “*a neck injury*”: *Independent* (Long Beach, California), 11/24/1955.

244 “*dead in the water*”: Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Alfred A. Knopf, 1996, page 229.

244 “*I said to Roger*”: *Ibid.*

244 “*to do a musical one day*”: *Ibid.*, page 223.

244 *the hottest star*: Audrey Hepburn was especially hot in Hollywood after winning the 1954 Best Actress Oscar for *Roman Holiday* (Paramount, 1953) and the 1954 best actress Tony for *Ondine* (46th Street Theatre, 1954).

244 *projects from which to choose*: In December 1955, Audrey Hepburn was mulling over offers to star in Tennessee Williams’ *Summer and Smoke* (later made with Geraldine Page); *The Diary of Anne Frank* (later made with Millie Perkins); *Marjorie Morningstar* (later made with Natalie Wood); *The Chalk Garden* (later made with Hayley Mills); *Dance to the Piper* (based on Agnes de Mille’s autobiography, never produced); and *Gertrude Lawrence and Mrs. A.* (never produced), among several others.

244 “*She’s at the Raphaël*”: Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Alfred A. Knopf, 1996, page 225.

244 “*Kurt Frings hated it*”: *Ibid.*, page 227.

245 “*What are you doing?*”: Astaire, Fred. *Steps in Time*. New York: Cooper Square Press, 2000, page 314.

245 *a two-picture deal*: *Hollywood Reporter*, 11/29/1955; Astaire, Fred. *Steps in Time*. New York: Cooper Square Press, 2000, pages 313–14.

245 “*Audrey Hepburn likes*”: Ibid., page 314.

245 “*Say that again*”: Ibid.

245 “*the dream of my life*”: Billman, Larry. *Fred Astaire: A Bio-Bibliography*. Westport, Connecticut: Greenwood Press, 1997, page 144.

245 “*Audrey usually takes*”: *Photoplay*, circa 1957, quoted in Paris, Barry. *Audrey Hepburn*. New York: Berkley Books, 1996, pages 124–25.

245 “*This is the only thing*”: *Los Angeles Times*, 4/15/1956.

245 *the idea of loaning*: Paris, Barry. *Audrey Hepburn*. New York: Berkley Books, 1996, page 124.

245 “*I was repeatedly told*”: Astaire, Fred. *Steps in Time*. New York: Cooper Square Press, 2000, page 315.

245 *Schary agreed to sell*: *Hollywood Reporter*, 1/31/1956 and 2/6/1956. Clearing the use of the title *Funny Face* proved to be a costly chore. A sizable amount of money had to be paid to a very lucky agent who had just purchased of the rights to the 1927 play *Funny Face* for a measly \$1,500 from the libretto authors Paul Girard Smith and the late Frederick A. Thompson—even though the stories of both properties were completely different.

245 *MGM would gain the right*: *Hollywood Reporter*, 2/26/1957. For her MGM obligation, Audrey Hepburn campaigned hard for the Freed Unit’s production of *Gigi* (MGM, 1958), the role she had originated on Broadway, but, after Arthur Freed insisted on Leslie Caron, Hepburn settled on *Green Mansions* (MGM, 1959), directed by her husband, Mel Ferrer. Regarding Astaire, four years would pass before he got around to fulfilling the second film of his two-picture deal with Paramount. The film was *The Pleasure of His Company* (Paramount, 1961), co-starring Debbie Reynolds. Two years after that, *Papa’s Delicate Condition* (Paramount, 1963) finally saw the light of day as a vehicle for Jackie Gleason—seven years after Astaire had abandoned the project in order to do *Funny Face*.

245 *Dolores Gray, who remained*: *The Opposite Sex* (MGM, 1956), featuring Dolores Gray in the cast, began shooting on February 6, 1956, one day before news hit the front page of *Variety* that Kay Thompson would get her role in *Funny Face*.

246 “*It would be wonderful*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

246 *blew off the Persian Room date*: Thompson had been rehearsing for a mid-February 1956 gig at the Persian Room with the same backup quartet she had assembled for her November 1955 engagement at Ciro’s: Don Williams, Bill Norvas, Gordon Thorin, and Paul Burton. When Kay postponed her opening in order to star in *Funny Face*, Lillian

Roth was booked as a last-minute replacement. Although it was initially characterized as a postponement, Kay ultimately never rescheduled the gig at the Persian Room—nor anywhere else. Her saloon days were over.

246 “*in FUNNY Twist*”: *Daily Variety*, 2/7/1956.

246 *Audrey would make*: *Hollywood Reporter*, 3/29/1956 and 6/14/1957. *Hollywood Reporter* claimed that Hepburn would reap \$385,000 plus a \$35,000 agency fee. Production records reveal, however, that Hepburn was contracted to earn \$175,000. Her period of employment went over by 1 5/6 weeks, through June 30, for which she was prorated at \$20,049, bringing her grand total to \$195,049. Unlike her co-stars, however, Audrey would receive 5 percent of the film’s net profits, which might explain the hyperbole of the higher estimates.

246 *a flat \$165,000*: *Hollywood Reporter*, 2/25/1957. Astaire was contracted for a flat \$150,000, his standard per picture wage. However, due to production delays, Astaire’s employment would be extended 2 weeks through July 2 (\$7,500 x 2 weeks = \$15,000), bringing his total compensation to \$165,000.

246 *Metro’s original projected*: *Hollywood Reporter*, 3/29/1956 and 6/14/1957. MGM cost report dated 1/23/1956 found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Paramount’s projected budget for *Funny Face* came from the production notes of the listing for *Funny Face* posted on the website for the *American Film Institute Catalog, Feature Films* (www.afi.com).

246 “*I suppose you might say*”: From a Paramount Pictures press release for *Funny Face*, circa 1956. On file at the Academy of Motion Picture Arts and Sciences Library, courtesy of manuscript archivist Barbara Hall.

246 *highly developed courtship*: From Leonard Gershe’s screenplay for *Funny Face*, dated 1/20/1956, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

247 “*Only a few friends know*”: *Washington Post–Times Herald*, 11/25/1956.

248 “*persuaded Roger Edens to call*”: *New York Observer*, 7/20/1998.

248 “*In Funny Face, [Kay] had a code*”: Head, Edith, and Jane Kesner Ardmore. *The Dress Doctor*. Boston: Little, Brown and Company, 1959, pages 124–25.

248 “*squeaky voice*”: *Ibid.*, page 125.

248 “*Kay is completely Kay*”: *Ibid.*, pages 124–25.

248 “*Absolutely not!*”: Spoto, Donald. *Enchantment: The Life of Audrey Hepburn*. London: Hutchinson, 2006, page 109.

249 “If you don’t wear”: Ibid.

249 “She burst into tears”: Ibid.

249 “You were right about the socks”: Ibid.

249 *Balenciaga hats*: Rowlands, Penelope. *A Dash of Daring: Carmel Snow and Her Life in Fashion, Art and Letters*. New York: Atria Books, 2005, page 459.

249 *spending Paramount’s money*: From invoices dated 5/10/1956, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

249 *Ten Best Shod People: San Antonio Light* (San Antonio, Texas), 1/20/1957.

250 “a designer’s dream”: *Frederick Post* (Frederick, Maryland), 5/15/1956.

250 *revised or jettisoned*: Several spiral sketch pad illustrations of Kay Thompson costumes for *Funny Face* by Edith Head, with fabric swatches attached, are dated throughout March 1956, approved by Roger Edens, Stanley Donen, and production manager Frank Caffey. However, none of these designs are recognizable in the film. From the author’s collection.

250 *Hollywood’s best arrangers: Hollywood Reporter*, 3/26/1956.

250 “Kay and Fred were old hands”: *Film and TV Music*, spring 1957.

250 “The poor thing was doing”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

250 “to employ a parlando style”: Paris, Barry. *Audrey Hepburn*. New York: Berkley Books, 1996, page 130.

250 “I am fairly proud”: Maychick, Diana. *Audrey Hepburn: An Intimate Portrait*. New York: Carol Publishing, 1993, page 135.

250 “Fortunately, the songs”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

251 *decided to cooperate*: Thus, Richard Avedon’s rambling main title credit in *Funny Face* reads: “Special Visual Consultant and Main Title Backgrounds by Richard Avedon. We are most grateful to Mrs. Carmel Snow and *Harper’s Bazaar* magazine for their generous assistance.”

251 *advising a name change*: Memos relating to legal clearance of character names dated 2/7/1956, 2/21/1956, 3/2/1956, and 3/7/1956, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

251 *to be broadcast live, Sunday*: *Hollywood Reporter*, 3/13/1956 and 3/22/1956.

252 *“rolling out the red carpet”*: Thompson would similarly roll a carpet toward camera in the *Playhouse 90* production of “Eloise,” and she recommended the same gimmick for Andy Williams on his 1959 summer replacement series.

252 *grown to detest each other*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

252 *Eugene Loring’s assistant choreographer, Bruce Hoy*: Bruce Hoy was also a featured dance partner for Audrey Hepburn in *Funny Face*. He was the bearded beatnik in the striped shirt during the “Basal Metabolism” number.

252 *inspired by Thompson’s routines*: *Troy Record* (Troy, New York), 8/24/1961.

252 *“happy Southern spiritual with a beat”*: From a memo dated 3/13/1956 with an up-to-the-minute listing of the song selections for *Funny Face*, although “Clap Yo’ Hands” is handwritten next to the scratched-out word “Spiritual.” Found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

253 *“Everything was a fight”*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

253 *“Stanley said to me”*: Ibid.

253 *“Stanley, come here!”*: Ibid.

253 *“Stop the cameras”*: Ibid.

253 *“What is she doing”*: Ibid.

253 *“She’s doing what”*: Ibid.

253 *Stanley called for a break*: Stanley Donen commented: “Fred never said anything, but it was clear that he hated doing the ‘Clap Yo’ Hands’ number with Kay, and she was uncomfortable. I think the reason is because, although he would never express it, he liked women to be extremely feminine like Ginger, girls who were very floaty, and he thought of Kay Thompson as someone he didn’t want to be close to. He knew she had an amazing talent; he just didn’t want to be near it.” Levinson, Peter J. *Puttin’ On the Ritz: Fred Astaire and the Fine Art of Panache, A Biography*. New York: St. Martin’s Press, 2009, page 210.

253 “*I’m going to wipe*”: From Rex Reed’s tribute to Kay Thompson in the *New York Observer*, 7/20/1998.

253 “*had to go up these stairs*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

253 “*Where did you learn*”: Ibid.

254 “*I just could have shot*”: Ibid.

254 *Suite 11 at Hôtel Raphaël*: Memo from the *Funny Face* file at the Academy of Motion Picture Arts and Sciences Library, courtesy of manuscript archivist Barbara Hall. Hôtel Raphaël is a six-story luxury hotel located at 17 Avenue Kléber, one block from the Arc de Triomphe and the Champs-Élysées.

254 *serialized in nine*: *The Montreal Star*, 7/16/1956. *Eloise* was serialized in nine consecutive weekly issues of *Jours de France*, 5/26/1956–7/21/1956. In the June 16, 1956, edition of *Jours de France*, not only were there three pages of drawings and French text translated from *Eloise*, two additional pages were devoted to a spread entitled *Kay Thompson Découvre à Paris la Nouvelle Eloïse* (Kay Thompson Discovers in Paris the New Eloise). A clever photo shoot had been staged around a young French girl named Laurence who happened to be the granddaughter of the porter at the Hôtel Raphaël. Dressed exactly like Eloise at the Plaza, Laurence at the Raphaël was seen in a series of photos depicting her determination to meet Kay Thompson. She is seen at the porter’s station, demanding to be announced to Miss Thompson; yawning in an easy chair while she waits; hiding under a table in order to eavesdrop on grownups’ conversations; sticking out her tongue at the statue of an old man; drinking orangeade out of three straws strung together; and finally being confronted by Kay Thompson—both with hands on their hips, as if they were mirror images of each other. The text noted, “Laurence is not very different from Eloise and she may just turn out to be an inspiration for Thompson’s next book: *Eloise in Paris*.” (This appears to be the first time Thompson’s work-in-progress, *Eloise Abroad*, was referred to as *Eloise in Paris*, the title that would ultimately be used.) All this publicity certainly inspired the inevitable French-language version of *Eloïse*, published by Éditions du Pont Royal (a division of Duca-Laffont).

254 “*My name is Kay*”: *New York Herald Tribune* (Paris), 7/4/1956. Below is the entire text of Kay Thompson’s guest column in Art Buchwald’s “P.S. From Paris” column, © Art Buchwald. In bold, it is reprinted here in its entirety by special permission, courtesy of Art Buchwald:

“**Kay in Paris**”

Miss Kay Thompson, singer, dancer and author of the best selling Eloise, a children’s book for adults, is in Paris at the moment finishing last-minute takes on the Paramount picture Funny Face. In Eloise, Miss Thompson relates the adventures of a little girl who lives at the Hotel Plaza in New York City. We asked her if she might like

to relate her adventures in a hotel in Paris, in Eloise's style, of course. Miss Thompson said she would.

My name is Kay.

I live at a hotel in Paris.

If you want to get me on the telephone

Simply ask for Kay,

And the operator will say, "Qui?"

And you will say, "No, Kay."

This goes on for maybe an hour and then the operator says,

"Ah! oui, Kay—de la part de qui?"

And you must say

"De la part de Kay."

By this time I will have left the hotel, but you can leave a message which Eva Marie Saint will get in the morning. She lives there too.

Every morning when I wake up I press the button with the picture of the waiter on it. He enters immediately so I must dive back under the covers, because I've read so many stories about French men, though I'm sure this waiter is not like them at all.

Now we're ready to have an impasse.

He says, "Qu'est-ce que c'est?"

And I say, "Café, s'il vous plait."

And he says, "Café, mais..."

And I say, "Café complet."

And he says, "Café complet."

And you say, "Toute suite."

And then you both say, "NATURELLEMENT."

Almost every time I leave my room and get to the elevator I hear my phone ringing and I rush back and fling open the door and grab the phone and discover the call is for Audrey Hepburn. She lives here too.

Here's what I can do in the lobby. I can wait for Fred Astaire and Mel Ferrer or I can look in the mirror or I can practice smoking or I can talk to the concierge or wait for a taxi.

When you work for a big movie company you can sign for everything in the hotel and no one gets mad except the:

Business manager of the company.

But if you have a GOOD Agent, you don't have to worry about HIM.

Here is what you can eat in the restaurant.

COUVERT

Escargots

Hors-oeuvres

Côtes d'agneau

Fromage

Pâtisserie

And SERVICE NON COMPRIS.

Sometimes if you stay too long at the hotel you meet the MANAGER in the lobby.

He asks if you are comfortable.

You say, "Yes I am— Merci."

He says, "That's too bad because we're going to have to move you."
Then you say, "Pour quoi?"
And he says, "Parce que."
And you say, "Why don't you move Eva Marie Saint?"
Here is what the concierge can do for you.
He can get you tickets to the Folies, the racetrack, the Lido and Russian Ballet. He can say you're out when you're in, and you're in when you're out. He keeps your key. He puts stamps on your letters. He rents you a car and he tries hard not to SMILE.
Here's what you can never get at the hotel.
A TAXI.
Sometimes when I'm out I call the hotel to see if there are any MESSAGES for me.
I say, "This is Kay."
The operator says, "Qui?"
I say, "Kay."
And she says, "Kay est sortie."
Then I say, "Give me Eva Marie Saint."
When I get Eva Marie Saint I say, "This is Kay. Are there any messages for me?"
She gives me the names of all the people who have called her.
I do the same when she calls me.
That's the way we keep in touch with friends.
Here's what I do before I go to bed.
I put up my hair. I put out my shoes in the hall and I leave a call to be wakened in the morning. Then I set the alarm clock so when I wake up in the morning I can call the operator and ask why she didn't wake me.
Here's what I hate about Paris.
THE DAY I HAVE TO LEAVE.

254 "I taught Kay that": *Oakland Tribune*, 9/29/1974.

254 "It rained almost": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

255 *raincoat that she gladly wore*: Chierichetti, David. *Edith Head: The Life and Times of Hollywood's Celebrated Costume Designer*. New York: HarperCollins, 2003, page 136.

255 "The three of us": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

255 *Asian named Koki*: From the author's 2005 interview with Hilary Knight.

255 "'Yes, well, it 'tis a bit'": From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

255 *Fred's room was directly above*: Ibid.

255 *by coincidence*: Astaire, Fred. *Steps in Time*. New York: Cooper Union Press, 2000, page 316; originally published by Harper & Brothers, 1959.

255 *Kay painted the town pink*: *Daily Variety*, 6/21/1956 and 6/29/1956; *Daily Courier* (Connellsville, Pennsylvania), 7/7/1956. Reference to Noël Coward comes from an unedited recorded conversation between Noël Coward, Judy Garland, and Kay Thompson. The taping took place in Boston on August 11, 1961. Edited portions of the conversation, minus any comments by Kay Thompson, were later published in *Redbook*, 11/1961, as “A Redbook Dialogue: Noël Coward & Judy Garland.” Kay and Judy were in Boston to see an out-of-town preview performance of Noël Coward’s *Sail Away*. Also, regarding the reference to Ethel Merman: In June 1956, Merman had come to Paris to meet with Anthony Quinn, hoping to convince him to be her leading man in *Happy Hunting*, the Broadway show she was developing and financing. At that time, Quinn was in Paris for the filming of *The Hunchback of Notre Dame* (Allied Artists, 1957), co-starring Gina Lollobrigida. Thompson helped fan the flames of Merman’s cause, strongly advising Quinn to do it, but, much to their chagrin, he turned down the offer. The role ultimately went to Fernando Lamas, a choice that Merman lived to regret. He fought her on everything from billing to kissing.

255 “*I shall sip it with pleasure*”: *Fresno Bee* (Fresno, California), 7/11/1956.

256 *After sixty-two days*: Five more days of shooting would resume on July 16, 1956, at Paramount in Hollywood, without the three principal stars, for the Avedon-designed fantasy interlude within the “Think Pink!” number, featuring models Dovima, Suzy Parker, Sunny Hartnett, and Carole Eastman (who later, under her pen name Adrien Joyce, collaborated with Bob Rafelson on the screenplay to *Five Easy Pieces*). To help out, Carmel Snow and Diana Vreeland ordered their staff at *Harper’s Bazaar* to gather an array of items from the accessories office and have them customized in pink for use as props in the montage. Rowlands, Penelope. *A Dash of Daring: Carmel Snow and Her Life in Fashion, Art and Letters*. New York: Atria Books, 2005, pages 459–60.

256 “*Caught the sneak preview*”: *Los Angeles Times*, 10/8/1956.

256 “*Audrey Hepburn looks like a very*”: *Hollywood Reporter*, 10/8/1956.

256 “*Kay Thompson steals many*”: *Washington Post–Times Herald*, 11/25/1956.

256 “*A stony silence*”: Rowlands, Penelope. *A Dash of Daring: Carmel Snow and Her Life in Fashion, Art and Letters*. New York: Atria Books, 2005, pages 459–60.

256 “*Mrs. Vreeland marched out*”: *Ibid.*

256 “*Some of the frantic antics*”: *Harper’s Bazaar* (British edition), 5/1957.

257 “*Eloise’s Christmas List*”: *Harper’s Bazaar*, 12/1957.

257 *cheers erupted from Frank*: *Daily Variety*, 2/5/1957; *Hollywood Reporter*, 2/26/1956. An unidentified newspaper clipping regarding the February 4, 1957, screening found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

257 “*exquisite*”: Telegram dated 3/12/1956 from Gloria Swanson to Roger Edens, found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

257 “*one of the finest musicals*”: Letter dated 2/20/1957 from Samuel Goldwyn to Barney Balaban (Paramount Pictures). From the Samuel Goldwyn Archives at the Academy of Motion Picture Arts and Sciences Library, by special permission and courtesy of Samuel Goldwyn, Jr., Linda Mehr, and the Academy manuscript archivist Barbara Hall.

257 *reprinting the letter*: *New York Times*, 3/17/1957; *Daily Variety*, 3/25/1957. Samuel Goldwyn’s fan letter was also memorialized in Paramount’s official campaign manual for *Funny Face* sent out to theater owners.

257 *Audrey had decided to take*: Spoto, Donald. *Enchantment: The Life of Audrey Hepburn*. London: Hutchinson, 2006, page 118.

257 *his sister, Adele*: *Los Angeles Citizen-News*, 3/11/1956.

258 *via live remote*: From a Paramount press release dated 5/2/1957 found in the *Funny Face* file at the Academy of Motion Picture Arts and Sciences Library, courtesy of manuscript archivist Barbara Hall.

258 “*steered clear of his costar*”: When later asked his assessment of Kay Thompson, Fred Astaire diplomatically responded, “She was somewhat too powerful, almost mannish, for the screen. Musically, very talented, of course.” Hadleigh, Boze. *Celebrity Diss & Tell: Stars Talk About Each Other*. Kansas City, MO: Andrews McMeel Publishing, 2005, page 258.

258 “*I saw him at the party*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

258 *a new fragrance*: *Seventeen*, 3/1957; Paramount’s showmanship manual for *Funny Face*, page 25.

258 “*microcar extraordinaire*”: Paramount’s showmanship manual for *Funny Face*, page 24.

258 “*With no other place*”: *Los Angeles Daily News*, 4/22/1956.

258 *Presley bought one*: *Daily Variety*, 6/10/1956; the “Elvis Presley” page on the BMW World website (www.bmwworld.com).

258 *Spain was “a flamboyant”*: Mitchell, Caroline. *Women and Radio*. London: Routledge, 2000, page 75.

258 “*Muggsy*”: Buckley, Gail Lumet. *The Hornes: An American Family*. New York: Plume Books, 1987, page 214.

259 “*the biggest one-week gross*”: *Hollywood Reporter*, 4/26/1957.

259 *unanimously heralded*: Rave reviews for Thompson in *Funny Face* appeared in all seven of New York’s major daily newspapers: *New York Times*, 3/29/1957; *New York Herald Tribune*, 3/29/1957; *New York Post*, 3/29/1957; *New York Daily News*, 3/29/1957; *New York World-Telegram*, 3/29/1957; *New York Journal-American*, 3/29/1957; and *New York Daily Mirror*, 3/29/1957.

259 “*Miss Audrey Hepburn’s performance*”: *Tattler and Bystander* (London), 5/8/1957.

259 “*Dearest Rogé*”: Letter dated 4/12/1957 to Roger Edens from Audrey Hepburn (Villa San Jose, Apartment 162, Santa Maria Hills, Morelia, Michoacán, Mexico), found in the Roger Edens Collection at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

260 “*Kay Thompson’s the happiest*”: *Los Angeles Times*, 4/5/1957.

260 “*No film during the festival*”: *Hollywood Reporter*, 5/16/1957.

260 *she had been overlooked*: The five Oscar nominees for best supporting actress that year were Elsa Lanchester for *Witness for the Prosecution*, Carolyn Jones for *The Bachelor Party*, Hope Lange and Diane Varsi, both for *Peyton Place*, and Miyoshi Umeki for *Sayonara*. The Oscar would go to Umeki, the very first Asian actor to win an Academy Award. Arguably, Kay’s iconic performance in *Funny Face* has resonated through the ages more than the quintet honored by the Academy, but it was neither the first nor last time that the judgment of its membership would fail to stand the test of time.

260 *to write Pilot* for Kay Thompson: Contract between producer Ted Granik and writers Mel Brooks and Mike Stewart, dated 4/16/1958. From the Michael Stewart Papers, archived at the New York Public Library for the Performing Arts in the Billy Rose Theatre Collection, box 96, folder 9: “Various drafts, ca. 1958, of a pilot for Kay Thompson (working title: *The Girls*) by Michael Stewart and Mel Brooks.”

261 “*gallivanting off*”: Quoted from the second draft of *Kay Thompson Pilot* by Mel Brooks and Mike Stewart, dated 3/19/1958. From the Michael Stewart Papers, archived at the New York Public Library for the Performing Arts in the Billy Rose Theatre Collection, box 96, folder 9: “Various drafts, ca. 1958, of a pilot for Kay Thompson (working title: *The Girls*) by Michael Stewart and Mel Brooks.”

261 *exclusivity over “The Bag”*: Ibid.

261 “*Think, if you will*”: Ibid.

261 “*The bag. The bag!*”: Ibid.

261 *the project never emerged*: Memo regarding *The Girls* (formerly known as *Kay Thompson Pilot*), dated 11/12/1959, from a Hunt Stromberg, Jr., notebook of memorandums found at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

261 “*burgundy and no other*”: *Vanity Fair*, 12/1996.

261 *lionized in the role*: Kay Thompson will forever be remembered for her iconic portrayal of Maggie Prescott, fashion editor of *Quality* magazine, in *Funny Face* (Paramount Pictures, 1957)—and, incredibly, fifty-six years later, a Maggie Prescott doll was considered commercial enough to be marketed by Integrity Toys. Officially licensed by Paramount Pictures, “The Quality Woman (Official Movie Edition: *Funny Face* Collection)” was manufactured in a gift set retailing for \$199.00, available February 2013, in a limited edition of 400 dolls. The promotion copy read as follows: “Maggie Prescott is ‘The Quality Woman.’ Other women want to be her and she is the ultimate fashionista—*Funny Face*’s very own Anna Wintour type. Maggie not only knows trends inside out, she sets them. She is fashion and knows a fresh face when she sees one! Ms. Prescott is the one who turns a simple book store clerk into an international modeling super star! ‘The Quality Woman’ is a 12-inch, fully articulated vinyl doll with rooted hair and hand-applied eyelashes featuring Integrity’s Victoire Roux body in the role of Maggie Prescott. This gift set is composed of three complete looks as worn by the character of Maggie Prescott in the movie *Funny Face*. This set also features the perfect costume-completers to finish these looks, namely, two pairs of shoes, gloves, three hats, a purse and a jewelry set. It also includes an alternate set of hands, a doll stand and a certificate of authenticity. For adult collectors 14 years and up.”

Chapter Ten: Kay’s Frankenstein Monster

262 “*I’d hate to call her*”: *News* (Newport, Rhode Island), 10/20/1958.

262 “*Miss Thompson is of the type*”: *New York Times*, 11/24/1957.

263 *an extraordinary proposal*: *Los Angeles Times*, 9/20/1956.

263 *Rosemarie de Paris*: *New York Times*, 11/4/1990. Although classy advertisements for Rosemarie de Paris occasionally appeared in the *New Yorker* and *Fortune*, the chain’s marketing budget paled in comparison to what the Kraft Food Corporation could afford.

263 “*No, she can’t*”: *L’Illustré*, Switzerland’s equivalent of *Life*, 1/3/1957. Thompson had already established Eloise’s predilection for Rosemarie chocolates by strategically situating a box of the candies between Eloise (portrayed by Evelyn Rudie) and Conrad

Hilton in a publicity still for the *Playhouse 90* production of “Eloise.” As far as she was concerned, that was enough to etch the preference in stone.

263 *starting to ebb*: The second-year sales for *Eloise* were only around 20,000, versus its first-year tally of 130,000.

263 *future book ideas*: *Oakland Tribune* (Oakland, California), 11/11/1956; *Washington Post–Times Herald*, 4/12/1957; *Syracuse Herald-Journal* (Syracuse, New York), 10/16/1958; *TV Times* (London), 12/28/1958; *Burlington Daily Times-News* (Burlington, North Carolina), 10/11/1958; *New York Times*, 11/18/1963. Other titles Thompson considered were *Eloise at the Opera*, *Eloise’s Book of Manners*, and *Eloise Goes Shopping*.

263 *didn’t stop Kay*: *Mansfield News-Journal* (Mansfield, Ohio), 2/11/1957.

264 *boarding a Sabena carrier*: From a Sabena Airlines press release dated 2/11/1957. Bernstein and his wife, Helen, used the remaining Sabena comps to attend the 1958 World’s Fair in Belgium.

264 *where she and Dave Garroway had stayed*: From Dave Garroway’s interview with Kay Thompson on *The Today Show* (NBC-TV, 11/20/1957).

264 *Hol-le’s lead designer, Vilma Kurzer*: Numerous sources erroneously claim that the original Eloise doll, made by Hol-le Toys in 1957, was designed by Betty Gould. In fact, Gould was the wife of the company’s owner, Morris Levitch, but she had nothing to do with the creation of the doll. The Eloise doll was actually created by the company’s lead designer, Vilma Kurzer, who had many documents and artifacts to prove it. For more detailed information about the creation of the Eloise doll, see the cover-story magazine article “The Rawther Definitive History of the Eloise Doll” by Sam Irvin, published in *Antique Doll Collector*, 8/2001, Volume 4, Number 7, pages 19–24 (featuring 20 photographs and illustrations). The article is posted online at: www.kaythompsonwebsite.com/TheRawtherDefinitiveHistoryoftheEloiseDoll_082001.pdf

264 *“just sheer exhaustion”*: *Lebanon Daily News* (Lebanon, Pennsylvania), 5/9/1957.

264 *Earl Wilson gravely reported she had suffered “a stroke”*: *Hammond Times* (Hammond, Indiana), 5/3/1957. In a letter dated May 15, 1957, Kay Thompson responded to a telegram inquiry from her alarmed former assistant Heidi Sakazaki regarding the state of her health: “Your wire was as bombshelly to me as whatever news you heard was to you. I can’t imagine what you heard or from whom – unless it was that old rumor that Earl Wilson was throwing around a couple of weeks ago. The facts are these my dear dear Heidi: Two Saturdays ago I was packing to go to Detroit – in the evening – and during the packing I ate about five jelly doughnuts which someone had brought earlier in the day and which I regret to mention were not of the highest and chicest caliber. About 10:30, a wave of nausea came over the entire apartment and I upchucked until about 2 – then I called the doctor and I went to Mt. Sinai Hospital. I was so busy with my gagging and oopsing that the doctor thought I ought to stay and let

them find out what it was. What it was was this: Upsetting of the gall bladder, whatever that is. So I have been resting and sleeping – but have been mostly finishing *Eloise in Paris* which is four weeks overdue for fall publication. I am well and fine. I say this my dear Heidi because I wish you were here to help me get through it – with that absolutely marvelous spirit of yours – and the marvelous skill and adroitness – the marvelous love that exits in you – and all around you.”

264 “*an acute gall bladder attack*”: *Daily Variety*, 4/30/1957.

265 *died suddenly of a cerebral hemorrhage*: *New York Times*, 7/23/1957.

265 “*Does anybody know*”: An unidentified ad from early December 1957 for *Eloise in Paris* states, “Does anybody know the French for runaway?” The ad is illustrated with a drawing of Eloise running away with two long loaves of French bread. From the author’s collection.

265 *increased to 100,000*: *Publishers’ Weekly*, 12/2/1957 and 12/16/1957. An unidentified ad from early December 1957 for *Eloise in Paris* states, “First Printing: 50,000—sold out. Second Printing: 25,000—selling fast. The third printing of 25,000 copies is being rushed off the press. Which adds up to 100,000 copies in print, 3 weeks after publication.” From the author’s collection.

265 *taken five months*: *Chicago Daily Tribune*, 4/29/1956.

265 “*Le brat magnifique*”: *Time*, 12/2/1957.

265 “*zambo sting sting stinger*”: Thompson, Kay. *Eloise in Paris*. Drawings by Hilary Knight. New York: Simon & Schuster, 1957, page 10.

266 *seated in a red banquette*: Thompson, Kay. *Eloise in Paris*. Drawings by Hilary Knight. New York: Simon & Schuster, 1957, page 59.

266 *Lena Horne and her husband*: *Ibid.*, pages 36–37.

266 *Richard Avedon as*: *Ibid.*, page 11.

266 *protégé holds a sheath*: On page 51 of *Eloise in Paris*, Christian Dior’s entourage of associates included (from left to right) Claude Licard, “who looked after all the fabrics”; Madame Marguerite Carré, “the queen of technique”; Yves Saint Laurent, Dior’s twenty-one-year-old protégé, holding a sheath of pink fabric; and Madame Bricard, seated, Dior’s *vendeuse*.

266 “*never seen without her turban and pearls*”: Pochna, Marie-France. *Christian Dior: The Man Who Made the World Look New*. Foreword by Stanley Marcus. New York: Arcade Publishing, 1994, pages 74i, 226–28, 233. Like Thompson, Madame Bricard had fabricated her own legendary persona. Dior biographer Marie-France Pochna wrote that Bricard was “wreathed in a cloud of mystery peopled with Russian princes and admiring

billionaires, a childhood in Romania ... or perhaps England ... [and] thought to be of Austrian descent. It was said that she had once performed in a nude revue ... but could anyone be sure? She materialized as if from nowhere ... and was only ever found in one of three places—at home, at the Ritz, or at Dior.” Writer Alice Rawsthorn was more blunt about it, calling Bricard a “high-priced call girl before being taken on by Captain Molyneux, one of Dior’s favorite prewar designers.” And her haughty demeanor never failed to amuse. On a buying trip for Neiman-Marcus, Stanley Marcus dared to ask Madame Bricard if she had a favorite florist, to which she replied, “Cartier.”

266 *Dior died of a heart attack*: Madsen, Axel. *Living for Design: The Yves Saint Laurent Story*. New York: Delacorte Press, 1979, pages 48–49; see also the biography of Christian Dior posted on Wikipedia (http://en.wikipedia.org/wiki/Christian_Dior).

266 *attend the funeral alongside*: *New York Times*, 10/30/1957 and 7/6/2008; *Los Angeles Times*, 10/30/1957; Pochna, Marie-France. *Christian Dior: The Man Who Made the World Look New*. Foreword by Stanley Marcus. New York: Arcade Publishing, 1994, pages 274–84. Kay Thompson can be seen in a photo of a crowd entering the church of Saint-Honoré d’Eylau for the funeral of Christian Dior, held on October 28, 1957. This photo is featured in David Teboul’s French documentary *Yves Saint Laurent: le temps retrouvé*, known in the United States as *Yves Saint Laurent: His Life and Times* (Empire Pictures, 2004).

266 *Seven different illustrations*: *Ibid.*, pages 19, 20, 21, 52.

267 *advertisements for Renault*: *Esquire*, 2/1958; *New Yorker*, 4/2/1958; *National Geographic*, 3/1958 and 5/1958; *Holiday*, 4/1958 and 5/1958.

267 *sold it to Noël Coward*: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, pages 411, 415. “My new ‘Dauphine’ was delivered to me the morning after I arrived [in Switzerland] and it goes beautifully and is very small and nippy on these mountain roads.”

267 *chock full of other*: Brown, Eve. *The Plaza, 1907–1967: Its Life and Times*. New York: Meredith Press, 1967, page 164; Thompson, Kay. *Eloise in Paris*. Drawings by Hilary Knight. New York: Simon & Schuster, 1957, pages 11, 13, 36–37, 39, 40, 46, 50, 51, 58–59.

267 “*Eloise Fashions*”: *Good Housekeeping*, 12/1957; *New York Times*, 11/21/1957 and 5/21/1958; *Publishers’ Weekly*, 12/16/1957; *Corpus Christi Times*, 6/23/1955. Eloise Doll Fashions were manufactured by Jane Miller of Lafayette, California—renowned for her richly detailed creations for dolls by Madame Alexander. According to doll authority Kathy Reilly, the collection included a hooded car coat (with a Renault Dauphine emblem patch); corduroy coverall pants; a striped sailor shirt; a nightgown and robe set; a “Je Suis Me” smock; an “Allo Cherie” apron; and a fancy teatime print dress with pinafore apron. Life-size versions were made by Betti Terrell for Johnston of Dallas, one of the nation’s top children’s clothing manufacturers, founded by Richard Johnston, former president of the Dallas Fashion Center. For more information and detailed

photographs of the fashions, see the cover-story magazine article “The Rawther Definitive History of the Eloise Doll” by Sam Irvin, published in *Antique Doll Collector*, 8/2001, Volume 4, Number 7, pages 19–24. The article is posted online at: www.kaythompsonwebsite.com/TheRawtherDefinitiveHistoryoftheEloiseDoll_082001.pdf

267 “*perfect for tricycling*”: *Good Housekeeping*, 12/1957.

267 *Schrafft’s became*: *Publishers’ Weekly*, 12/16/1957.

267 “*in Eloise’s rawther unusual style*”: *Publishers’ Weekly*, 12/16/1957; *New York Times*, 11/21/1957.

267 *one hundred trendsetting*: *Publishers’ Weekly*, 12/16/1957. Eloise merchandise was carried at J. W. Robinson in Los Angeles, I. Magnin in San Francisco, Marshall Field in Chicago, Roos Brothers in San Francisco, Filene’s in Boston, Bonwit Teller in Philadelphia, Jordan Marsh in Miami, J. L. Hudson Department Store in Detroit, Hess Brothers in Allentown, Pennsylvania, etc.

268 “*My mother has a charge*”: Thompson, Kay. *Eloise in Paris*. Drawings by Hilary Knight. New York: Simon & Schuster, 1957, page 16.

268 “*The French Fortnight*”: *Publishers’ Weekly*, 10/14/1957.

268 *Coco Chanel and a hundred*: *Publishers’ Weekly*, *Ibid*.

268 *devoted thirty-five pages*: *Vogue*, 10/1957; *Publishers’ Weekly*, 10/14/1957.

268 “*the biggest birthday party*”: *Time*, 10/28/1957.

268 *in-store and window*: Photograph of the Eloise window display at Neiman-Marcus in *Publishers’ Weekly*, 12/16/1957; photograph of the Eloise in-store display archived in the Neiman-Marcus Collection from the Texas/Dallas History and Archives Division, Dallas Public Library.

268 “*Kay Thompson was in the audience*”: *Denton Record-Chronicle* (Denton, Texas), 10/27/1957.

268 “*What country are you going*”: Hazel, Michael V. *The Dallas Public Library: Celebrating a Century of Service, 1901–2001*. Denton: University of North Texas Press, 2001, page 113.

268 “*I think she’ll visit England*”: *New York Times*, 11/24/1957.

268 *Bernstein left Simon*: *Publishers’ Weekly*, 11/11/1957.

269 *Jill Herman, to be publicity*: *Publishers’ Weekly*, 12/16/1957.

269 *named after Teatro La Fenice*: In the author's 2002 interview with Catherine "Kitty" D'Alessio, she verified that Kay Thompson had named her pug dog, Fenice, after the Teatro La Fenice in Venice. The theater burned down in 1996.

269 *Garroway introduced Thompson*: Transcribed from Dave Garroway's interview with Kay Thompson on *The Today Show* (NBC-TV, 11/20/1957).

269 *on many other television and radio*: *Press-Telegram* (Long Beach, California), 11/27/1957; *Publishers' Weekly*, 12/16/57. Kay also promoted *Eloise in Paris* on two NBC-TV daytime programs, *The Arlene Francis Show* and *Close-up* hosted by Tex McCrary and Jinx Falkenberg, and several radio programs including *This Is New York* (CBS Radio, 11/8/1957), hosted by Bill Leonard; *The Mitch Miller Show* (CBS Radio, 12/15/1957); and *Monitor* (NBC Radio, 12/21/1957), during which she was interviewed by Dave Garroway (again).

269 *"You're getting to be"*: Transcribed from *The Helen Hayes Story Circle* (syndicated for broadcast during the week of December 18–24, 1957). Vintage disc recording courtesy of Eloise collector Kathy Reilly. The recording is included in the 2009 three-CD collection *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

269 *"I am rawther a voyageur"*: Transcribed from *The Helen Hayes Story Circle* (syndicated for broadcast during the week of December 18–24, 1957). Vintage disc recording courtesy of Eloise collector Kathy Reilly.

269 *unprecedented*: *Good Housekeeping*, 12/1957 (Cannon Sheets ad with Eloise doll, inside front cover); FAO Schwarz Christmas 1957 catalog, Eloise doll and other merchandise offered on page 6.

269 *Four Eloise dolls adorned*: *Good Housekeeping*, 12/1957.

270 *"There's quite a bit of racket"*: Ibid.

270 *"Charge It, Please"*: *Harper's Bazaar*, 12/1957.

270 *"Will you kindly send over"*: Ibid.

270 *one of the gigantic prototypes*: Trade ads for Hol-le Toy Company's Eloise doll in *Playthings*, 9/1957 and 10/1957, announced that, in addition to the twenty-one-inch Eloise doll, there would also be a forty-three-inch life-size version. That promise was never fully realized, however. Seven forty-three-inch Eloise doll prototypes were made, all of which were used promotionally; none were sold to consumers. All seven prototypes were seen on *The Today Show* (NBC-TV, 11/20/1957); two were pictured in *Life*, 12/9/1957; and some were used for a window display at Best & Co. during the Christmas 1957 holiday season. One of these rare originals was given by Kay Thompson to Nat King Cole as a Christmas gift for his daughter, Natalie Cole. Another one was kept and preserved by Vilma Kurzer, who was the doll's designer for Hol-le. In 2001, the author acquired Kurzer's prototype for his collection. The other five remain at large, if indeed

they still exist. Photographs of the large prototype Eloise dolls are posted online at: www.kaythompsonwebsite.com/TheRawtherDefinitiveHistoryoftheEloiseDoll_082001.pdf

270 *her favorite present ever*: Cole, Natalie, with Digby Diehl. *Angel on My Shoulder: An Autobiography of Natalie Cole*. New York: Warner Books, 2000, page 45.

270 *an offer he couldn't refuse*: *Publishers' Weekly*, 12/30/1957.

271 *No. 6 bestselling*: *New York Times*, 1/27/1958. The following figures were announced for *Eloise in Paris*: “1st Printing: 50,000—sold out. 2nd Printing: 25,000—sold out. 3rd Printing: 25,000—sold out. 4th Printing: 25,000—going fast. Total: 125,000 copies.” Year-by-year bestseller lists posted on the Chandler Public Library website (www.chandlerlibrary.org).

271 “*I've worked myself into*”: Morgan, Judith, and Neil Morgan. *Dr. Seuss & Mr. Geisel*. New York: Da Capo Press, Inc., 1996, page 161.

272 *formerly of John-Frederics*: John P. John, born John (Hans) Piacelle Harberger, was partnered with Frederic Hirst from 1929–48 for the millinery label John-Frederics. After they split in 1948, John P. John continued independently with his own label, Mr. John, Inc.

272 “*an Eloise radio show*”: *Life*, 12/9/1957; *New York Times*, 6/29/1993.

272 *On May 2, 1958*: Random House press release, written by publicist Jean Ennis, dated May 2, 1958, announcing Kay Thompson's *Eloise at Christmastime* for publication on September 22, 1958. From the author's collection.

272 “*slightly cracked*”: Gury, Jeremy. *The Wonderful World of Aunt Tuddy*. From an idea by Max Hess, illustrated by Hilary Knight. New York: Random House, 1958. Quotes from copy on the dust jacket's inner flaps.

272 *kept to a minimum*: Thompson, Kay. *Eloise at Christmastime*. Drawings by Hilary Knight. New York: Random House, 1958, pages 13 and 22. Hilary Knight explained that the man escorting Rita Hayworth through the lobby of the Plaza (on page 13) was “a very good friend named Donald Lowstuter who worshipped the actress.”

273 *come to the rescue*: American Character Doll Company trade brochure for the Eloise doll, 6/1958, headlined: “It's me Eloise. Here's the thing of it. I'm off to ... American Character Doll.” From the author's collection. A high-quality manufacturer of dolls from 1918 to 1968, American Character is best remembered today for the official *I Love Lucy* Little Ricky Jr. baby doll (introduced in 1953); the Betsy McCall doll, based on the paper dolls from *McCall's* (introduced in 1956); and Tressy, the doll with “the hair that grows” (introduced in 1963). Its factory in Brooklyn, New York, was considerably larger than Hol-Le and much more suited to handle the high demand of a blockbuster doll.

273 *Thompson-designed "Eloise Fashions"*: Other 1958 Eloise fashions included the red-and-white candy cane cotton-knit pajama set; the white-with-red-trim poplin raincoat with matching rain hat; and the blue corduroy jacket and pants set. Life-size versions were manufactured by Johnston of Dallas. Doll-size versions were made by Toy Guild of New York (aka Playmakers).

273 *endorsement from Queen Elizabeth*: Adamson, Judith. *Max Reinhardt: A Life in Publishing*. Hampshire, England: Palgrave Macmillan, 2009, page 94.

273 *all-expense-paid publicity tour*: *New York Times*, 11/24/1957. *Bookseller* (UK trade journal), 9/27/1958.

273 *Selwyn-Lloyd's bodyguards*: *Bookseller* (UK), 10/4/1958.

273 *"I love this hick"*: *Syracuse Herald-Journal* (Syracuse, New York), 10/16/1958.

273 *a press conference*: *Bookseller* (UK), 10/4/1958.

274 *elaborate displays*: *Bookseller* (UK), 9/6/1958.

274 *did a slew of radio and television*: *Disc: The Top Record & Musical Weekly* (UK), 10/4/1958; *Bookseller* (UK), 10/4/1958; *TV Times* (London), 12/28/1958. Kay appeared on *Tonight* (BBC-TV, 9/29/1958), hosted by Peter Haigh from London's Embassy Club; *Late Night Extra* (ITV-TV, 10/7/1958); and Guy Verney's *The Bookman* (ABC-TV, UK, pretaped on 9/30/1958, broadcast on 12/28/1958), hosted by Simon Kester from the Savoy Hotel.

274 *"For sophisticated amusement"*: *Times* (London), 12/18/1958.

"I am going to swoosh": *TV Times* (London), 12/28/1958.

274 *"a bobby in Piccadilly Circus"*: From Kay Thompson's preliminary handwritten notations. Courtesy of Daryl and Joan Denise Hill, the Literary Lion Collection.

274 *merchandise infiltrated*: *New York Times*, 11/2/1958; *Los Angeles Times*, 12/12/1958; *Fresno Bee* (Fresno, California), 11/4/1958; FAO Schwarz Christmas 1958 catalog.

274 *devoted a full page*: *Neiman-Marcus Christmas 1958 Mail-Order Catalog*, 11/1958.

275 *all embroidered "Mine"*: Marcus, Stanley. *His & Hers: The Fantasy World of the Neiman-Marcus Catalogue*. New York: The Viking Press, 1982, page 73; *News* (Newport, Rhode Island), 10/20/1958; *Bookseller* (UK), 10/4/1958.

275 *bought back the rights*: *Publishers' Weekly*, 12/16/1957; *New York Herald Tribune*, 10/12/1958.

275 “*It’s Absolutely Christmastime*”: “It’s Absolutely Christmastime” (Kay Thompson), performed by Kay Thompson (as Eloise), with male chorus featuring Andy Williams. Kay Thompson Music, Inc. (Master E-1000). Seven-inch vinyl 45 rpm, one-sided. Recorded 10/1958. “Disc Jockey Copy, For Promotion Only” was distributed circa 11/1958. *It’s Absolutely Christmastime* appears on the 2009 three-CD collection *Think Pink! A Kay Thompson Party* (Sepia Records 1135).

275 *the Eloise LP*: *New York Herald Tribune*, 10/12/1958.

275 “*Her bite isn’t so*”: *New York Times*, 11/30/1958.

275 “*on its own would sink*”: *Chicago Tribune*, 12/7/1958.

275 *No. 6 bestselling*: Year-by-year bestseller lists posted on the Chandler Public Library website (www.chandlerlibrary.org).

276 “*to learn how entertainers work*”: From a United Press International (UPI) press release dated 2/17/1959.

276 “*clutching its big woolly collar*”: *Warren Times-Mirror* (Warren, Pennsylvania), 2/23/1959.

276 *a high-powered press agent*: *Wisconsin State-Journal* (Madison, Wisconsin), 9/3/1961.

277 “*We walked into the terminal*”: Transcribed from the spoken-word album *Kay Thompson Party, Volume 1: Let’s Talk about Russia* (Hanover-Signature Records, SM-1017).

277 “*Yes, bongos*”: Ibid.

277 “*foreigners’ access to*”: From the Wikipedia “Intourist” entry (www.wikipedia.org).

277 “*Every place we went*”: Thompson, Kay. *Eloise in Moscow*. Drawings by Hilary Knight. New York: Simon & Schuster, 2000 reissue edition. From the revised dust jacket copy.

277 “*YOU WILL SEE*”: Ibid.

277 “*‘DA!’ we chorused*”: Ibid.

277 *Britain’s Foreign Secretary*: *Bookseller* (UK), 10/4/1958.

277 “*We were on the fourth*”: Transcribed from the spoken-word album *Kay Thompson Party, Volume 1: Let’s Talk about Russia* (Hanover-Signature Records, SM-1017).

- 277 “*Khrushchev slept through*”: *Wisconsin State-Journal* (Madison, Wisconsin), 9/3/1961.
- 278 *befriended other members*: Aside from Irving R. Levine, Kay befriended other members of the U.S. press corps in Moscow including Edmund Stevens, the Pulitzer Prize-winning Moscow bureau chief for *Time*; Jerry Cooke, a Russian-born / American-raised photographer for *Life* and *Sports Illustrated*; and Gene Polk, a reporter for *Moscow News*, the one and only English-language newspaper in Russia. From Hilary Knight’s diary, with additional information from the obituary for Jerry Cooke by Brad Mangin, 10/29/2005, posted on SportsShooter.com.
- 278 “*We’ve got to be*”: Thompson, Kay. *Eloise in Moscow*. Drawings by Hilary Knight. New York: Simon & Schuster, 2000 reissue edition. From the revised dust jacket copy.
- 278 “*TO MOVE HOTELS*”: Ibid.
- 278 *the nosy man leaning over*: Ibid., page 57.
- 278 “*a hotel with nothing but*”: Ibid., from the revised dust jacket copy.
- 278 “*I went to one beauty*”: Transcribed from the spoken-word album *Kay Thompson Party, Volume 1: Let’s Talk about Russia* (Hanover-Signature Records, SM-1017).
- 278 “*I’d been looking all over*”: Ibid.
- 279 “*the high priest of Stalinist*”: From the Wikipedia “Ivan Pyryev” bio (www.wikipedia.org).
- 279 “*deliberately wore a dress*”: *Vanity Fair*, 12/1996.
- 279 “*We wrote, sketched*”: Thompson, Kay. *Eloise in Moscow*. Drawings by Hilary Knight. New York: Simon & Schuster, 2000 reissue edition. From the revised dust jacket copy.
- 280 “*I looked everywhere*”: Transcribed from the spoken-word album *Kay Thompson Party, Volume 1: Let’s Talk about Russia* (Hanover-Signature Records, SM-1017).
- 280 “*And the phone would*”: *Wisconsin State-Journal* (Madison, Wisconsin), 9/3/1961.
- 280 “*You were told not*”: *Los Angeles Times*, 1/27/1960; from the spoken-word album *Kay Thompson Party, Volume 1: Let’s Talk about Russia* (Hanover-Signature Records, SM-1017).
- 281 “*We came out of Russia*”: *Wisconsin State-Journal* (Madison, Wisconsin), 9/3/1961.

281 *six-string balalaika*: The balalaika that Kay Thompson acquired in Russia in March 1959 is the same one she is holding on the cover of *Kay Thompson Party, Volume 1: Let's Talk about Russia* (Hanover-Signature Records, SM-1017).

281 *Ruskie cigarettes*: *Kingsport News* (Kingsport, Tennessee), 4/6/1959.

281 “*They have the longest*”: Transcribed from the spoken-word album *Kay Thompson Party, Volume 1: Let's Talk about Russia* (Hanover-Signature Records, SM-1017).

282 “*Eloise went to Moscow*”: Transcribed from the Kay Thompson interview on *New York, New York* (show 283), broadcast on the VOA (Voice of America) Radio Network, July 28, 1973. Hosted by Ben Grauer and Lucy Chernova. Courtesy of the U.S. National Archives in Washington, D.C.

282 “*Kay's planning to record*”: *Los Angeles Times*, 6/5/1959.

283 *Thiele and Steve Allen signed*: *The Frederick Post* (Frederick, Maryland), 9/11–17/1959.

283 *twelve-inch vinyl LP: Kay Thompson Party, Volume 1: Let's Talk About Russia* (Hanover-Signature Records, SM-1017) was a spoken word album. Eloise makes a surprise cameo appearance for one line at the very end of side two (voiced by Kay, of course): “Here’s what you can’t do in Moscow. Charge it, pajalasta, and thanks a lot.” The printed label on the vinyl disc tells us that it was “actually recorded at Miss Thompson’s home.” Her apartment at that time was located at 9 East Sixty-second Street, off Fifth Avenue. The LP was released in November 1959 (to coincide with the publication of Thompson’s book, *Eloise in Moscow*). A review of the LP appeared in *Billboard*, 1/11/1960. The album was produced by Richard Grossman (Kay’s editor at Simon & Schuster). Kay’s agent at that time was Mace Neufeld (who later produced such mega-hit movies as *The Omen* and *The Hunt for Red October*). Neufeld put together the deal for Thompson to record this party for Hanover-Signature Record Corp., 119 West 57th Street, New York 19, N.Y., owned by Bob Thiele and Steve Allen. The label’s other spoken word records included recordings by Jack Kerouac, and Bill Dana’s hit comedy album *My Name José Jiménez*. Other comics and jazz artists on the label included Don Adams (stand-up comic who later made it big as Maxwell Smart on TV’s *Get Smart*), Steve Allen, Morey Amsterdam, George Cates, Don Cornell, Milt DeLugg, Jerry Fielding, Pat Harrington Jr., Jane Harvey (Mrs. Bob Thiele at the time), Jack Kane (Grammy-winning conductor on the 1959 summer replacement series *The Andy Williams Show*), Yank Lawson, Sam Levenson, Audrey Meadows (played Alice Kramden on TV’s *The Honeymooners*), and Jayne Meadows (Mrs. Steve Allen and sister of Audrey Meadows). The *Let's Talk About Russia* LP jacket cover featured a color photo of Kay (holding a balalaika with one hand—quite misleading since there is not one note of music on the album—and a cigarette in the other hand) seated in front of a table with loads of cocktails and a silver ice bucket. Kay is dressed in a beige blouse with three-quarter sleeves. The back cover includes five black-and-white photos of Kay’s party. Kay wears a fur hat by Mr. John in two of the photos. She sports a black cocktail dress with spaghetti straps, cut just below the knee. She wears several pearl necklaces, and in two of

the photos she has draped one of the strings of pearls over her head. There is another photo, a head-to-toe profile cutout floating on the white background, of Kay dressed in her mid-calf-length fox fur coat, carrying an umbrella, a camera, a fez-like hat by Mr. John, and scarf blowing over her shoulder in the wind. Guests at the party included Bob Thiele (co-owner of Hanover-Signature Records), Jane Harvey (label mate and Mrs. Bob Thiele), Richard Grossman (producer of this LP; Kay's *Eloise* editor at Simon & Schuster), Mace Neufeld (Kay's agent), Bill Dana (label mate), Sally Kirkland (fashion editor for *Life* and mother of actress Sally Kirkland), Mary Leatherbee (another fashion editor for *Life*; sister of director-producer Joshua Logan), Sid Ramin (Milton Berle's music conductor), Trudy Warner (aka Gertrude Warner, played Margot Lane on radio's *The Shadow*, from 1949 to 1954), Paul Rosen (percussionist), Dennis Stock (photographer, most famous for his shots of James Dean), Harold Roth (vice president of Pocket Books, a division of Simon & Schuster), Majorie Holyoak (later the "director of audience services" for TV's *60 Minutes*), and Irving Stimler (associate producer of *Super Fly*, Warner Brothers, 1972; vice president at MGM for a decade "with a personal penchant for movie musicals"; in the late 1970s, Stimler was the proprietor of New York's Caracalla Restaurant on Amsterdam behind Lincoln Center, where he presented MGM musicals to diners on Mondays and Tuesdays with a \$10 "all-you-can-eat" Italian buffet).

The liner notes for the *Let's Talk About Russia* dust jacket were written by Richard Grossman and are reprinted here (in bold), courtesy of Mr. Grossman:

"Kay a la Russe"

On February 16th last [1959] a blizzard swirled and whirled into Moscow. With untiring wind it whooshed down the long road from the airport to the city. There it circled the Kremlin, sought out the carved crannies of St. Peter's Basilica, whistled through the National Hotel, and spread from there, ubiquitously, into every corner of the Russian capital.

But there was something *different* about this February blizzard. True, it bristled with energy, it went everywhere, it touched everything—but it *was* different. It was a pretty blizzard, a blizzard with music and a beat to it, a blizzard with a spritely pixie-child buried somewhere in the middle of it, a girl blizzard; the tallest, blondest, chic-est, longest-and-prettiest-legged blizzard that ever touched down in the middle of the ochre buildings of Moscow. Kay Thompson had landed ...

And now she's back with us. Bubbling with things to say about Moscow—not about the sputniks and nutniks, but about the things she knows and sees so well wherever she goes; music (from balalaika to bop), clothes (her own and the world's), children, drink, hotels, men (her own and the world's), restaurants, cars (Eloise rides in a Rolls), airplanes, women, conversation (her own and the world's), herself ...

Of course, 'herself' is a Kay of many well-known parts. In this album, though, she's Kay at home—where, as a happy habit, she brings the world with her to share with her guests.

That's where you are now. You've been invited to Kay's; you're sitting in the living room of what she calls her "flat"; the room is large and squarish, the colors are white and an especially alive and brilliant orange. Around you are fine books, fine paintings, fine food and drink and you see and hear—not altogether as a surprise—even another *facette* of Kay Thompson.

Oh, the same grace is there, and the poise and the electric quickness. But you are her guest, you are comfortable and aware of it, you are curious and you are being served food for your curiosity. You ask about Moscow and Kay tells, tells you the personal, picturable, hold-in-your-hand things about Russia and Russian people:

What are those quilted mandarin jackets like? What does a Russian girl think of Jazz? or the Bible? Where do the young-in-love go in Moscow? Pear Lemonade instead of tea? A meal of farinaceous foods? A hotel room that seems 'very long ago'? A porcupiny vicuna coat with a split up the back? A fashion show at G.U.M.? A ride to the palace of Prince Yssupouv, standing in queue at the tomb of Lenin, a soaring moment of "The Stone Flower" at the Bolshoi Ballet? A puff on a Russian cigarette, a chord from a balalaika, a Soviet seal act at the circus . . .

To be Kay Thompson in Moscow is to be both endlessly inquiring and everlastingly retentive. These are the qualities that radiate from her as she plays hostess in this superbly produced album to some friends very like you, people who love her and like to hear her good, lively, knowledgeable talk. An evening with Kay, they know, is full of laughs, high spirits, intimate warmth and hospitality, musical phrases and the insights of a bright and charming woman who would like nothing better than to have you drop by for the evening. And a purely delightful time you'll have.

284 *a VIP luncheon: Oakland Tribune* (Oakland, California), 9/20/1959; *Atchison Daily Globe* (Atchison, Kansas), 9/20/1959; *Independent Star-News* (Pasadena, California), 11/22/1959; *Anderson Sunday Herald* (Anderson, Indiana), 9/20/1959; *Pacific Stars and Stripes* (Tokyo, Japan), 9/20/1959; *Chronicle Telegram* (Elyria, Ohio), 9/21/1959. In addition to Thompson, Sinatra, and Garland, others who attended the Khrushchev luncheon at Fox on September 19, 1959, were Danny Kaye, David Niven, Jack Benny, Louis Jourdan, Rita Hayworth, Bob Hope, Ginger Rogers, James Mason, Marilyn Monroe, Elizabeth Taylor and Eddie Fisher, Debbie Reynolds (Fisher's ex-wife demonstrating admirable détente), Richard Burton (Taylor's future husband), Tony Curtis and Janet Leigh, Dick Powell and June Allyson, Dinah Shore, Dean Martin, Maurice Chevalier, Kim Novak, Shirley MacLaine, Glenn Ford, Zsa Zsa Gabor, Deborah Kerr, Gary Cooper, Arlene Dahl, Juliet Prowse, directors Frank Capra and George Stevens (whose movie *The Diary of Anne Frank* had been well received in Russia), Spyros Skouras (head of Twentieth Century-Fox), Eric Johnson (president of the Motion Picture Association of America), and U.N. ambassador Henry Cabot Lodge. A satirical account of Khrushchev's thirteen-day American tour is depicted in the book *K Blows Top: A Cold War Comic Interlude, Starring Nikita Khrushchev, America's Most Unlikely Tourist* (PublicAffairs, 2009) by Peter Carlson. The book has been adapted for the HBO movie *K Blows Top* starring Paul Giamatti as the Soviet premier, directed by Jay Roach,

screenplay by Paul Bernbaum, and executive produced by Tom Hanks, Gary Goetzman, Perri Kipperman, and David A. Stern.

284 *denounced his hosts: Oakland Tribune* (Oakland, California), 9/20/1959.

285 “*the most daring of all*”: *New York Times*, 10/30/1959.

285 “*Never before have those*”: *Time*, 11/16/1959.

285 *on the cover of its November: Good Housekeeping*, 11/1959. The following year, the French edition of *Elle*, 12/16/1960, published an eight-page excerpt from *Eloise à Moscou*.

285 “*Russian to your bookstore*”: *New York Times*, 10/30/1959, 11/1/1959, 11/12/1959, 12/6/1959, and 12/11/1959; *New Yorker*, 11/28/1959.

285 *a special luncheon: Denton Record-Chronicle* (Denton, Texas), 11/22/1959; *Christian Science Monitor*, 12/7/1959.

285 *a slew of radio and television: New York Times*, 9/12/1959; *Zanesville Signal* (Zanesville, Ohio), 9/15/1959 and 9/19/1959. Kay also appeared on *The Barry Gray Show* (WMCA Radio, 9/12/1959); *It’s Network Time* (NBC Radio, 9/15/1959), hosted by Frank Blair; and *Monitor* (NBC Radio, 9/19/1959), hosted by Dave Garroway.

286 “*Eloise amid the Soviets*”: *New York Times*, 11/29/1959.

286 “*Eloise’s escapades in*”: *New York Herald Tribune*, 12/20/1959.

286 “*forlorn figure of Eloise*”: *Saturday Evening Post*, 3/20/1960.

286 *in serious decline: New York Times*, 4/1/1960.

286 “*We were desperately concerned*”: Brown, Eve. *The Plaza, 1907–1967: Its Life and Times*. New York: Meredith Press, 1967, page 205.

286 *a ruthless housecleaning: Brown, Eve. The Plaza, 1907–1967: Its Life and Times*. New York: Meredith Press, 1967, page 206; *New York Times*, 8/16/1962; an article on Abraham M. Sonnabend by Stanley Turkel, posted on Hotel Interactive.com, dated 2/6/2007 (www.hotelinteractive.com/article.aspx?articleid=7045).

286 “*The following morning*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book *Dancing on the Ceiling: Stanley Donen and his Movies* (New York: Alfred A. Knopf, 1996).

287 “*I was interviewed*”: Ibid.

287 “*I think it was school*”: Ibid.

287 “*now may be gracing*”: *Daily Telegram* (Columbus, Nebraska), 2/18/1961.

287 “*She was kidnapped*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

287 “*There it was, everywhere*”: Ibid.

287 “*either Savoy Hilton manager*”: *New York World Telegram and Sun*, 12/6/1960.

287 “*offering a reward*”: *Coshocton Tribune* (Coshocton, Ohio), 1/4/1961.

288 “*officials at the Hotel*”: *Daily Telegram* (Columbus, Nebraska), 2/18/1961.

288 “*It was torn up and*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

289 *Polan v. Thompson*: *Variety*, 7/12/1961.

289 “*Kay, all I ask you is while*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

289 “*I had on my new*”: Ibid.

289 “*It’s a book about*”: Ibid.

289 “*I am Eloise and*”: Ibid.

289 “*But the judge was*”: Ibid.

289 “*You two people*”: Ibid.

290 “*Well, he may want*”: Ibid.

290 “*And Barron then knew*”: Ibid.

290 “*He named himself*”: Ibid.

290 “*I told you not to*”: Ibid.

290 “*At the same time*”: *Variety*, 7/12/1961.

290 “*I don’t know how Eloise*”: *News* (Newport, Rhode Island), 10/20/1958.

290 “*You know, she has no business*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

290 “[*Kay*] *conquered everything*”: *New York*, 12/7/2008.

291 *stopped making the Eloise doll*: The Eloise doll made its last appearance in the 1959 trade catalog for the American Character Doll Corporation.

PART FIVE: BEHIND THE SCENES

Chapter Eleven: Guru in the Wings

295 “*Kay’s a Thompson*”: *New York Journal-American*, 2/3/1958.

295 *every star in Hollywood wanted Kay*: *Hollywood Reporter*, 6/10/1948, 9/3/1953, 1/19/1954, 12/3/1956, 1/14/1957, and 1/20/1957; *Daily Variety*, 12/21/1953, 12/31/1953, 11/20/1956, and 12/10/1956; *Los Angeles Times*, 10/13/1948; *Chicago Daily Tribune*, 4/15/1955; *Portsmouth Herald* (Portsmouth, New Hampshire), 6/10/1954; *Logansport Pharos Tribune* (Logansport, Indiana), 2/6/1957; *Daily Review* (Hayward, California), 8/26/1960; *Marion Star* (Marion, Ohio), 7/8/1963; Brown, Peter H. *Such Devoted Sisters: Those Fabulous Gabor*s. New York: St. Martin’s Press, 1985, page 115.

295 *Judy Holliday, Peter Lawford*: In September 1953, Kay Thompson and Roger Edens created a nightclub act teaming Judy Holliday and Peter Lawford, the stars of *It Should Happen to You* (Columbia, 1954) which had just wrapped shooting in July 1953. Despite Holliday’s marriage to musician Dave Oppenheim, a set romance had developed with her leading man Peter Lawford. Roger and Kay co-wrote an opening number called “What is Entertainment?” and, with Kay cracking her whip, Holliday and Lawford rehearsed off-and-on between pictures throughout the fall and winter, but ultimately the teaming was only good as long as the romance lasted—which wasn’t long. Peter’s April 1954 marriage to Pat Kennedy, sister of John F. Kennedy, put the kibosh on the whole affair. As for Holliday’s marriage, the damage was done; she separated from Oppenheim in 1955 and the divorce was finalized in 1957. A year after Holliday started working with Thompson and Edens, she was still trying to find a partner for her act. Holliday told a columnist, “It’s not because I’m afraid to face audiences alone. It’s a lot easier to get good material for two people than for a single. I’ll use the material that was written for Peter Lawford and me, but I doubt that I will try to get a name actor to team with. I’m afraid it won’t work out. I’ll just get a funny straight man.” Unfortunately, nothing ever came of it and the Thompson-Edens song “What is Entertainment?” has never surfaced. As for Lawford, his subsequent nightclub appearances—most notably with the Rat Pack—certainly benefitted from Thompson’s coaching, which dated back to his days at MGM when Thompson put him through his paces for *Good News* (MGM, 1947) and

other projects. *Hollywood Reporter*, 9/3/1953; *Portsmouth Herald* (Portsmouth, New Hampshire), 6/10/1954.

295 *the Gabor Sisters*: Zsa Zsa, Eva & Magda Gabor performed a record-breaking nightclub act together at the Ramona Room, Last Frontier Hotel, Las Vegas, beginning 12/28/1953. The act was staged and directed by Kay Thompson.

295 *Lisa Kirk*: Kay Thompson was a creative consultant for Lisa Kirk's various gigs at the Persian Room, Plaza Hotel, New York, throughout the 1950s. Kay also worked closely with Kirk's husband Robert Wells; Thompson and Wells composed the 1956 Top 40 hit song "Eloise" performed by Thompson on Cadence Records.

295 *Julie Wilson*: Kay Thompson was a creative consultant on Julie Wilson's nightclub gig at the Mocambo, Hollywood, which opened 8/2/1948.

295 *Jimmie Garland*: In October 1948, Jimmie Garland, Judy's older sister, made her nightclub debut on the West Coast in an act created by Kay Thompson, Bob Alton and Ralph Blane. Jimmie began her life in 1917 as Dorothy Virginia Gumm. During her childhood, she and her sisters, Mary Jane "Suzy" Gumm (born in 1915) and Frances Ethel Gumm (born in 1922) traveled the vaudeville circuit as the Gumm Sisters. Once little Frances shot to stardom as "Judy Garland," Dorothy found herself left in the dust. Trying to grab onto her sister's coattails, Dorothy changed her name to "Jimmie Garland," but Judy was a tough act to follow. Waiting for her big break, Jimmie made ends meet as a backup singer in Kay Thompson's MGM chorus on such films as *The Harvey Girls*. Inspired by Kay's nightclub success, Jimmie enlisted Thompson, Alton and Blane to help her devise an act of her own. On October 11, 1948, oddly billed as "Jimmi Garland" without the "e," she opened at Slapsy Maxie's Café, 5665 Wilshire Boulevard in Hollywood (founded by prizefighter "Slapsy" Maxie Rosenbloom), where Dean Martin & Jerry Lewis had just ended their breakthrough Los Angeles engagement. Jimmie billed herself with the slightly truncated name of "Jimmi Garland," but the loss of the "e" did nothing to solve her identity crisis. Brandy Brent's review in *The Los Angeles Times* stated, "Following in the footsteps of a famous sister in vaudeville is problem enough for any new personality. When this handicap is coupled with an act that smacks of Kay Thompson and the four Williams Brothers, then it would seem that, barring a completely fatuous first-night audience, nothing but mediocrity could result. Yet Jimmi Garland (Judy's sister) and the Jack Baker dancers managed to emerge none the worse for wear at their Slapsy Maxie debut Monday night. Though the shadow of the great Thompson gal hovers cheerfully everywhere, the act shone through on its own merits. Jimmi and the boys have something, though we suspect they haven't quite hit their stride. Ringside were Judy Garland, Vincente Minnelli, Sylvia Sidney and husband, Carlton Alsop [Judy's manager], Margaret Whiting with Bob Wells [who later collaborated with Kay on the *Eloise* song]." (Kay was unable to attend because, by then, she was on the East Coast with the Williams Brothers performing gigs in Boston and New York.) Other reviews were less charitable. And, though well intended, Judy's opening night party for her sister may have inadvertently heightened the poor girl's stage fright. Filling the ruby slippers of Judy or the golden heels of Kay proved to be an uneasy fit; once Jimmie's gig

ended, so did her showbiz aspirations.” *Los Angeles Times*, 10/13/1948; *Hollywood Reporter*, 4/22/1948.

295 *Pepper Davis and Tony Reese*: On April 15, 1955, *Chicago Daily Tribune* columnist Herb Lyon reported that Kay Thompson had been signed up to manage the comedy team Davis & Reese. Television critic Alan Gill wrote: “One half of the comedy team is called Pepper Davis and he is the one with the gravel voice and the three eccentric gestures, two of which are on lease from Jerry Lewis. Tony Reese is the thin singer who plays it straight and is therefore subjected to the torment of total interruption.” Obviously banking on the Dean Martin & Jerry Lewis formula, a typical Davis & Reese routine would go like this:

Davis (gesturing toward the band): “Let’s utilize them.”

Reese: “You mean utilize.”

Davis: “We’ll do that too if we get the chance.”

Reese: “Don’t you know the Queen’s English?”

Davis: “Sure the Queen’s English! What else could she be?”

Born in Baltimore, Maryland, in 1923, Pepper Davis started out in vaudeville as a jazz drummer and tap dancer. In 1951, while playing a gig in Wildwood, New Jersey, he shared the bill with singer Tony Reese that soon led to a professional partnership as a duo. Under the guidance of Kay Thompson, they stepped up their game to incorporate all of their talents in a high-octane act. The *Daily Review* noted, “Broadly satirical in their approach, they poke good-natured fun at movies, TV quiz shows, ringside interviews, plus a smattering of sprightly songs and some frenetic dancing.” According to critic David Finkle, the duo’s signature routine was “a take-off of nightclub acts” in which “they were breathless chorus boys who had to make a talentless headliner look good.” With Thompson’s imprimatur, the boys were able to secure bookings in such red carpet nightclubs as the Copacabana in New York, the Sahara in Las Vegas, Chez Paree in Chicago, and the Fountainbleau in Miami. The duo also became staples of television variety shows including *The Ed Sullivan Show*, *The New Steve Allen Show* and *The Hollywood Palace*. In August 1957, the team co-starred with Julie Wilson and Paul Lynde in a summer stock production of Cole Porter’s *Panama Hattie* at the Starlight Theatre in Kansas City, Missouri. On the silver screen, they portrayed “a nightclub team during the speakeasy era” in *The George Raft Story* (Allied Artists, 1961) and they recorded a comedy album for Mercury Records in 1964. When Kay moved to Rome in 1962, Sammy Davis, Jr., took over, signing the duo to a personal management contract. On his own a few years later, Pepper played the recurring role of “Manny, the mechanic” on the television series *Vega\$* (ABC-TV, 1978-81); he passed away in 1990. Tony made a few solo recordings as a singer for the Roulette and London labels. *Chicago Daily Tribune*, 4/15/1955; *Marion Star* (Marion, Ohio), 7/8/1963; *Daily Review* (Hayward, CA), 8/26/1960; *Logansport Pharos Tribune* (Logansport, Indiana), 2/6/1957; *Oakland Tribune* (Oakland, CA), 11/26/1961; *Tucson Daily Citizen* (Tucson, Arizona), 1/3/1970;

Chicago Tribune, 4/11/1990; David Finkle review posted at www.hotreview.org/articles/hardlaughter.htm

295 *June Havoc*: On December 18, 1956, columnist Erskine Johnson announced, “June Havoc paging Kay Thompson to stage her nightclub act. An eyebrow-lifter because Kay was once married to Bill Spier, June’s present hubby.” Havoc was scheduled to open at the Mocambo in Hollywood on January 8, 1957, but instead opted to succeed Dolores Gray in *A Salute to Cole Porter* in Las Vegas on January 20, 1957. Havoc’s numbers were tailored to her strengths by Kay Thompson in collaboration with the show’s creator Bob Alton (Kay’s longtime collaborator on her own nightclub acts). The Vegas revue began as a television special *Ford Star Jubilee*: “You’re The Top: Cole Porter Revue” (CBS-TV, 10/6/1956), staged by Bob Alton, starring Dolores Gray, Peter Lind Hayes, Mary Healy, George Sanders, Louis Armstrong, Gordon MacRae, Shirley Jones, Dorothy Dandridge, and Bing Crosby. Alton had wanted Thompson to collaborate with him on creating the Cole Porter TV special but she was too busy with her own *Playhouse 90* production of “Eloise” that aired in November 1956. Sadly, this TV event and its Las Vegas stage spinoff was one of the last hurrahs of Alton who died June 12, 1957.

295 *A typical example was Van*: *Hollywood Reporter*, 3/19/1953.

295 *There were three basic*: Davis, Ronald L. *Van Johnson: MGM’s Golden Boy*. Jackson: University Press of Mississippi, 2001, page 152.

296 “*Van Johnson in Sock*”: *Hollywood Reporter*, 4/20/1953.

296 “*his bobby-soxer fans*”: Davis, Ronald L. *Van Johnson: MGM’s Golden Boy*. Jackson: University Press of Mississippi, 2001, page 153; *Valley Morning Star* (Harlingen, Texas), 5/5/1953.

296 *\$30,000 per week*: *Time*, 11/23/1953; Riva, Maria. *Marlene Dietrich*. New York, Knopf, 1993, page 634.

296 “*The sensation of her act*”: *Time*, 12/28/1953.

296 “*announced ‘Falling in Love’*”: Bach, Steven. *Marlene Dietrich: Life and Legend*. New York: William Morrow and Company, Inc., 1992, page 372.

297 *at the Desert Inn in Las Vegas*: Kay Thompson came to Las Vegas on Saturday, June 18, 1955, to see Noël Coward’s nightclub act at Wilbur Clark’s Desert Inn—a show she helped create; she also recommended her pianist-conductor protégé Peter Matz for Coward’s engagement. While Kay was in Las Vegas, she appeared in candid shots (along with Noël Coward) that were included in *Wilbur Clark’s Desert Inn Presents “Las Vegas: Recreation Unlimited”* (MacDonald Film Productions, 1955), a fifteen-minute travelogue featurette that was provided to movie theaters and television stations to help promote tourism. The short-subject was written and photographed by Ted MacDonald, with narration by Hugh Douglas (announcer on radio shows such as *The CBS Radio Workshop* in 1956-57 and *Have Gun Will Travel* in 1958).

297 \$35,000 per week: *Reno Evening Gazette* (Reno, Nevada), 8/10/1956.

297 turned down for a U.S. work permit: Day, Barry. *The Letters of Noël Coward*. New York: Knopf, 2007, page 588; Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 270.

297 time-honored Scottish folk song: *Noël Coward at Las Vegas* (Columbia Masterworks, ML 5063).

297 “For there with my honey”: From John Kenrick’s article “Musical Closets” posted on Musicals101.com.

297 was flown to a vacation home: *Hollywood Reporter*, 6/14/1955.

297 “pink satin, jeweled toreador”: *Press-Telegram* (Long Beach, California), 10/4/1955.

297 at the New Frontier in Las Vegas: *Press-Telegram* (Long Beach, California), 10/4/1955.

298 Ginger Rogers was offered: *Los Angeles Times*, 1/8/1958; *Time*, 12/30/1957; *Hammond Times* (Hammond, Indiana), 12/16/1957; *Variety*, 12/18/1957 and 12/25/1957; *Zanesville Signal* (Zanesville, Ohio), 11/15/1957; *Times Recorder* (Zanesville, Ohio), 11/15/1957; *San Mateo Times* (San Mateo, California), 11/18/1957; *Amarillo Globe-Times* (Amarillo, Texas), 11/29/1957.

298 Kay helped Ginger narrow: *The Independent* (Long Beach, California), 12/16/1957; Rogers, Ginger. *Ginger: My Story*. New York: HarperCollins Publishers, 1991, page 340.

298 His name was Stephen Sondheim: Rogers, Ginger. *Ginger: My Story*. New York: HarperCollins Publishers, 1991, page 340.

298 “Ginger can wiggle”: Lacey, Robert. *Little Man: Meyer Lansky and the Gangster Life*. Boston: Little, Brown and Company, 1991, page 25.

298 hopeless at learning: *Oneonta Star* (Oneonta, New York), 12/20/1957; *Variety*, 12/18/1957.

298 “How dare Ginger”: Rogers, Ginger. *Ginger: My Story*. New York: HarperCollins Publishers, 1991, page 339.

298 “Kay Thompson apparently had”: *Variety*, 12/18/1957.

298 Though Rocky Marciano: *Hammond Times* (Hammond, Indiana), 11/7/1957 and 12/16/1957; *Lowell Sun* (Lowell, Massachusetts), 12/18/1957.

299 “*the stormiest weather in*”: *Hammond Times* (Hammond, Indiana), 12/16/1957.

299 “*with a restrained shiver*”: *Lowell Sun* (Lowell, Massachusetts), 12/18/1957.

299 “*A pipe feeding*”: *Variety*, 12/18/1957; *Hammond Times* (Hammond, Indiana), 12/16/1957.

299 “*My audience practically*”: Rogers, Ginger. *Ginger: My Story*. New York: HarperCollins Publishers, 1991, page 339.

299 “*Here’s the thing of it*”: From the author’s 1999 interview with John Springer.

299 *a potential sequel: Eloise Takes a Bawth*, aka *Eloise in the Bawth*, first announced by Harper & Row in 1964, was never completed in Kay Thompson’s lifetime. Posthumously edited by *Boys in the Band* playwright Mart Crowley and Simon & Schuster’s Brenda Bowen, with drawings by Hilary Knight, the book was finally published under the title *Eloise Takes a Bawth* by Simon & Schuster in 2002.

299 *NBC’s most expensive variety*: *Newsweek*, 10/14/1957.

299 *production number for \$10,000*: *TV Guide*, 10/12–18/1957.

299 “*Our plans are being held*”: *Vanity Fair*, 10/2008.

300 *she cornered Marilyn*: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 362. The Webb party and Monroe are also mentioned in the unedited recorded conversation between Noël Coward, Judy Garland, and Kay Thompson. The taping took place in Boston on August 11, 1961. Edited portions of the conversation, minus any comments by Kay Thompson, were later published in *Redbook*, 11/1961, as “A Redbook Dialogue: Noël Coward & Judy Garland.”

300 *she didn’t make another*: “Marilyn Monroe Timeline,” 8/1/1957, posted on MarilynMonroePages.com.

300 *Allyson signed on*: *Daily Variety*, 8/23/1957; *TV Guide*, 9/6/1958. In addition to her \$50,000 fee, June Allyson demanded \$5,000 in expenses, “the right to disapprove the script,” a guarantee that she could “plug her movie *My Man Godfrey*,” and “the personal use of Kay Thompson to supervise each of her numbers.”

300 “*didn’t like the material*”: *Daily Variety*, 9/17/1957; *TV Guide*, 10/12–18/1957.

300 “*a jungle of high-priced talent*”: *Newsweek*, 10/14/1957.

300 *jazz by Alec Wilder*: *TV Guide*, 10/12–18/1957.

300 “*as the morale booster*”: *Newsweek*, 10/14/1957.

300 “*We don’t have problems*”: Ibid.

301 “*When I arrived on the set*”: *Newport Daily News* (Newport, Rhode Island), 7/21/1959.

301 *her own signature opener*: Courtesy of the ever-resourceful Michael Feinstein, an unpublished memoir by the great Broadway choral director, arranger, and composer Buster Davis contains an extended section detailing his experience working with Thompson on the *Standard Oil* special: “Kay was one bubbling mass of kinetic energy. So chic and stunning, she was a walking and talking *Vanity Fair* of the 20s and 30s, and yet very shiny and new. A living tornado. Always on. She always referred to herself in the third person. A sample of Kay speaking: ‘Do you think that ending is right for *her*? I think *she* needs a slower build before we hit the ride-out.’ Kay was not only appearing [in the *Standard Oil* special], she was over-all artistic director, and the opening number, “Jubilee,” using the Richard Avedon technique of *Funny Face*, was *her* “baby.” It was to set the sophisticated, *classy* attitude of the show thereafter, and whatever the lady wanted for that number, she alone decided. On camera the audience would see flocks of boy and girl dancers, and Kay. Period. From my large vocal group she was to pick singers she wanted the dancers to lip sync to. ... Kay would audit my singing rehearsals, wandering to and fro and unnerving many of my singers. She never said anything out loud, only conferred in a corner with me, as her singing needs dropped from using the entire group to maybe 12, then maybe eight, then maybe ... ‘But Kay,’ I protested, ‘doesn’t *she* need more vocal backing than *that*?’ ‘Nonsense, my boy. We overdub. I must have the best, no matter how few. Overdub!’ ‘But there are about thirty faces on camera!’ ‘So?’ ‘Won’t that sound thin?’ ‘It’ll sound sensational, if the backup singers are perfect. So far, I’ve only found *one* of your singers with the right feel and the jazz beat.’ ‘Do you want me to bring some other singers out to audition?’ ‘No. *One* may be enough.’ ‘You’re not serious.’ ‘Yes. Oh. That *one* is you.’ ‘Me? Jesus, Kay, a lot of it goes out of my range.’ ‘Sing it an octave lower.’ ‘Pretty please, Kay, at least one more. I know a high baritone with my style. He’s not really a group singer, but he’ll *feel* it.’ ‘That’s all *she*’s looking for.’ The session was *not* postponed, and a fellow named Dick Blair, moi and the great *her* with a tasty rhythm duo, recorded the opening. Dick and I overdubbed and overdubbed to approximate all the faces mouthing away on camera. The fact that there were no girl sounds didn’t bother Kay. She was pleased. Many of the big wheels were not. They worried the opener would not come off, and the other stars would have to make up for the peculiar beginning. The show hit the air. Every review I read lost their marbles over the ‘really unusual, dynamic Kay Thompson opener, which promised and fulfilled a real break-through in TV variety shows.’ The rest of the show was dismissed as good, but thoroughly predictable. I was on a personal high for weeks. Cole Porter said it better, ‘A trip to the moon on gossamer wings!’”

301 *Thompson was decked out*: From the end credits of *The Standard Oil Seventy-fifth Anniversary Show* (NBC-TV, 10/13/1957). A video transfer of a vintage black-and-white kinescope is archived at the Paley Center for Media, Beverly Hills.

301 *rich hues of green and yellow*: *San Mateo Times* (San Mateo, California), 10/15/1957. By October 1957, only 200,000 color TVs had been sold—a negligible fraction of the 41 million black-and-white sets sold. But RCA, the parent company of NBC, owned the patent for color TV sets and had mandated its network to provide color broadcasts as often as possible to help that market grow.

301 *highlight of the show*: *Daily Variety*, 10/15/1957: “Opening gambit with Kay Thompson and a dancing ensemble got the show off to a fast start.” *Hollywood Reporter*, 10/15/1957: “Kay Thompson was featured effectively in a rousing opener, utilizing clever camera montages.” *New York Post*, 10/15/1957: Kay’s performance was “smooth” and “energetic.” *New York Herald Tribune*, 10/16/1957: “Miss Thompson’s dance, which opened the show, was spirited and colorful.”

301 *Not so much*: *Daily Variety*, 10/15/1957; *New York Herald Tribune*, 10/16/1957. *Daily Variety* felt that as the show progressed, “some of the candles burned out and the glow became a glimmer.” Excepting Thompson’s “virtuous” opening number, the *New York Herald Tribune* labeled the subsequent cavalcade “an almost unqualified disaster.”

302 *Kay was hired to save*: *Daily Variety*, 10/15/1957; *Daily Review* (Hayward, California), 9/16/1957; *New York Times*, 10/25/1957; *TV Guide*, 11/16/1957.

302 “*One of Kay Thompson’s first*”: *Hammond Times* (Hammond, Indiana), 11/4/1957.

302 *Kay was often hired*: *Daily Independent* (Monessen, Pennsylvania), 8/11/1959; *New York Times*, 8/13/1959.

302 *she got very involved*: Once Judy Garland had finished her month at London’s Palladium on May 5, 1951, she and Sid Luft skipped over to Paris for a little romantic getaway but returned to England toward the end of the month to begin a hastily-arranged ten-week concert tour of the provinces around Great Britain. This left Kay high and dry in the big city without her best pal. Where was Noël Coward, Kay’s most loyal British playmate? Unfortunately, he was in Jamaica on holiday and, had Kay’s gig ended on May 19 as originally booked, she would have missed seeing him altogether. But luckily, her extension through June 12 overlapped Coward’s return by a week. Up until then, however, Kay made do with Coward’s close-knit circle of companions. Noël’s lover, Graham Payn, had returned from Jamaica early to begin March rehearsals for *The Lyric Revue*, a variety stage show with Dora Bryan, Ian Carmichael, and Joan Heal, that would have a May 24, 1951, opening at the Lyric Theatre (on King Street in the Hammersmith district of London). Before facing the music of London’s tough critics, however, the show would undergo a series of tryouts in the hinterlands. With Cole Lesley, Coward’s No. 2 confidante, Kay traveled 155 miles west of London to attend a matinee preview in Cardiff, a seaport on the tidal estuary of the River Taff, that would become the official capital of Wales in 1955. With only a smattering of people in the audience, the show went over like a clown at a funeral. Payn painfully recalled in his memoir: “[Kay] immediately grabbed Coley and said, ‘How can we get Graham out of this terrible show? It’s going to be the biggest flop!’” But Graham had a contract to honor and the London opening was etched in stone as part of the 1951 Festival of Britain, a prestigious

“celebration of all that was best and British.” “Best” was not a word that came to mind while watching *The Lyric Revue* so Kay decided to do whatever she could to make it better. She’d successfully set Judy on the right path, so why not Graham, too? Payn recalled: “Kay Thompson, perhaps out of a sense of guilt, wrote a strong number for me, called ‘Lucky Day,’ about a gambler who loses on every race he bets on. It was very much in Kay’s distinctive ‘never-stop-singing-for-a-second-and-while-you’re-singing-keep-moving’ style.” Kay took Graham under her wing and reinvented every one of his numbers. “When coaching me to sing ‘All I Do the Whole Day Through is Dream of You’ [(Nacio Herb Brown-Arthur Freed)], she’d start off, ‘All I do is *what?*’ ... ‘Dream of you’ ... ‘*When?*’ ... ‘The whole day through.’ She used every little trick to make you think of the meaning of the words, not simply the sound.” She was using the exact same techniques she had used on Judy to help her stay true to every moment and believe the lyrics. Geoffrey Johnson, who later became Noël Coward’s U.S. representative, recalled: “Graham told me that Kay would get him every afternoon and coach him on this and that. Eventually, Graham got very, very discouraged about it because he felt he wasn’t progressing. It wasn’t Kay’s fault. He just felt he didn’t have it. And finally Kay got rather out of sorts with him one day and said, ‘Graham, if I can make June Allyson sing, I can make you sing.’ And he said, ‘It made me try even harder.’” In the provinces, the revue “flopped miserably,” Cole lamented. “What few people came didn’t laugh at the sophisticated jokes, resulting in torture for both actors and audience... From the moment the curtain went up on the opening night in London however, the heady smell of success was in the air.” Payn added: “Everything suddenly ignited.” Paul Methuen, friend of the Coward Clan and future employee of Thompson, recalled: “It was the most beautiful revue we’ve ever had. Yes, I remember it well, and Kay coached Graham in it, too. Kay used to go and give him hints on voice production and that sort of thing. I remember it all very well indeed. Graham was a dear boy but he wasn’t the greatest actor in the world. Noël gave him all those parts.” Cole Lesley noted: “Graham... had also written the music for one of the songs, ‘This Seems to be the Moment,’ for which I wrote the lyrics. Noël’s ‘Don’t Make Fun of the Fair’ proved to be one of the funniest numbers, and Kay composed ‘Lucky Day,’ with brilliantly fast choreography especially for Graham, one of the hits of the show. So we were all involved in the revue and its fate.” The theatrical poster that went up to advertise the show listed the names of Noël Coward and Kay Thompson twice, once under “Lyrics and Sketches by” and again under “Additional Music by.” The moment Noël Coward arrived back in London on June 6, he dashed to see the results of Kay’s handiwork for *The Lyric Revue*, noting in his diary, “Graham excellent throughout and his ‘Lucky Day’ number was brilliant. The whole revue is a smash success.” The critics agreed: “It’s a Grand Lark!” “A Bouquet of Wit!” Payn recalled: “One reviewer even claimed we were ‘Brighter Than Coward.’ We diplomatically ignored that one.” Word spread to Hollywood. “One of the best shows in London at the moment is not actually in London, but in the suburb of Hammersmith—*The Lyric Revue*,” reported Radie Harris in the *Los Angeles Times*. “Kay Thompson wrote the words and music to ‘Lucky Day,’ and presented them to Graham Payn.” On June 6, 1951, after experiencing the triumph of *The Lyric Revue* for the first time, Noël Coward went to see Kay at the Café de Paris and thanked her for helping Graham. And then, like long lost soul mates, they just picked up where they left off. Following in Kay’s footsteps, with her encouragement, advice, and coaching, Noël would debut an act of his own later that year at the Café de Paris, which opened up a whole new career for him.

“Noël’s successes at the Café between 1951 and 1954 gave him the confidence to tackle Las Vegas,” Payn explained. “It was undoubtedly his Vegas exposure that repositioned him as a relevant artist in the United States. It would also give him the financial stability that had so long eluded him.” Without Kay’s example and collaboration, however, Coward might never have taken the plunge. “Whenever Kay visited us,” Payn marveled, “she and Noël would make a beeline for the twin grand pianos that were always part of our furnishings. Kay would strike a few strange chords, Noël would respond and, before you knew it, they’d be extemporizing brilliantly. I kick myself that we never taped any of those sessions, but taping in those days was not as easy as it is now. We lost a marvelous musical treasure by missing those demented duets.” Kay was among the last of Coward’s friends to enjoy White Cliffs, his residence at the White Cliffs of Dover. An article on the Dover Museum website explained it thusly: “The increasing number of motor cars after the war brought day trippers and tourists to the area and St. Margaret’s became a popular place for celebrity spotting. By 1951, Noël Coward complained that the Bay had become ‘a beach crowded with noisy hoi polloi,’ and decided to return to the peace and quiet of Goldenhurst, his previous home in inland Kent.” Coward then sold White Cliffs in December 1951 to his friend, Ian Fleming, who was still one of Coward’s neighbors in Jamaica. *Los Angeles Times*, 8/26/1951; *Daily Gleaner* (Kingston, Jamaica), 1/10/1951; Payn, Graham, with Barry Day. *My Life with Noël Coward*. New York: Applause Books, 1994, pages 63-66, 70; Coward, Noël, edited by Graham Payn and Sheridan Morley. *The Noël Coward Diaries*. London: Phoenix Press, 1982, page 170; Lesley, Cole. *Remembering Laughter: The Life of Noël Coward*. New York: Knopf, 1976, pages 297-298; from an article on Noël Coward posted on the Dover Museum website: www.dover.gov.uk/museum/resource/articles/coward.asp.

302 “*Graham, if I can make June*”: From author’s 2008 interview with Geoffrey Johnson, Noël Coward’s U.S. representative.

303 “*She wrote a strong number*”: Payn, Graham, with Barry Day. *My Life with Noël Coward*. New York: Applause Books, 1994, page 66.

303 *moved to the Globe*: To standing room only, *The Lyric Revue* played the Lyric Theatre, Hammersmith, West London, from 5/24/1951 to 9/22/1951. When the run could no longer be extended, *The Lyric Revue* was moved to the Globe Theatre on Shaftesbury Avenue in the West End (known as The Gielgud Theatre since 1994) from 9/26/1951 to 6/28/1952, where it was renamed *The Globe Revue*. The show closed for a two-week break, but re-opened on 7/10/1952 with entirely new songs and sketches (and played through 1/31/1953). *The London Times* explained: “Though the pattern is the same, the new revue has entirely different material... Contributors include Miss Kay Thompson and Mr. Noël Coward, who has written a new song for Mr. Graham Payn.” For the new edition of *The Globe Revue*, Noël replaced his ‘Don’t Make Fun of the Fair’ with ‘There Are Bad Times Just Around the Corner,’ while Kay’s ‘Lucky Day’ was replaced with her ‘Kiss the Girls Goodbye,’ with the following program credit: “Lyrics and Music by Kay Thompson; Arranged by Kay Thompson.” Due to popular demand, several weeks into the run, Kay’s ‘Lucky Day’ number was restored to the repertoire, in addition to her new number. No doubt it was a thrill for Kay to have her own compositions featured in these hit shows in England, especially in the prestigious company of Coward. Tragically,

however, no known recordings or sheet music of ‘Lucky Day’ or ‘Kiss the Girls Goodbye’ appear to have survived. *Times* (London), 7/7/1952.

303 “*You are naturally magnificent*”: Telegram dated 11/17/1952, from Kay Thompson to Bette Davis at the Shubert Theatre, Boston, Massachusetts. From the Bette Davis Collection in the Howard Gottlieb Archival Research Center, Boston University, Boston, Massachusetts. Special thanks to J. C. Johnson, archivist.

303 “*an acutely infected larynx*”: Sikov, Ed. *Dark Victory: The Life of Bette Davis*. New York: Henry Holt, 2007, page 310.

303 “*Miss Davis’ physician*”: *New York Times*, 12/8/1952.

303 *who also happened to be*: Parker, Douglas M. *Ogden Nash: The Life and Work of America’s Laureate of Light Verse*. New York: Ivan R. Dee, 2005, page 139.

303 *the revue closed*: Sikov, Ed. *Dark Victory: The Life of Bette Davis*. New York: Henry Holt, 2007, pages 312–13.

303 *Desilu was developing*: *Troy Record* (Troy, New York), 2/11/1960; *Anderson Daily Bulletin* (Anderson, Indiana), 2/19/1960; *Cedar Rapids Gazette* (Cedar Rapids, Iowa), 3/2/1960; *Paris News* (Paris, Texas), 10/6/1960; *Capital Times* (Madison, Wisconsin), 1/25/1961; *Logansport Pharos-Tribune* (Logansport, Indiana), 1/31/1961.

304 “*a constant influx*”: *Simpsons’ Daily Leader-Times* (Kittanning, Pennsylvania), 6/1/1960; Hadleigh, Boze. *Broadway Babylon*. New York: Back Stage Books, 2007, page 94.

304 *Kay would choreograph*: *Daily Variety*, 6/7/1955; Davis, Sammy, Jr., with Jane and Burt Boyar. *Sammy: An Autobiography*. New York: Farrar, Straus and Giroux, 2000, page 218.

304 “*Kay Thompson does everything well*”: From comments Jule Styne made to interviewer Jack Eigen on the late-night talk radio program *The Chez Show* (WMAQ, nightly at 11:15 p.m.), Chicago, circa 4/1957. Undated recording courtesy of Jack Mattis.

304 *Kay began helping Ethel*: *Hollywood Reporter*, 4/29/1957. Among Kay’s many contributions behind the scenes on *Happy Hunting* were her casting recommendations. For the pivotal role of Ethel Merman’s daughter, Beth Livingstone, it was Thompson who recommended starlet Virginia Gibson, a fellow St. Louis native who had just played one of Kay’s secretaries in *Funny Face*. Thompson’s instincts proved right on target because Virginia would go on to be Tony-nominated for Best Supporting Actress. Thompson also recommended her former backup dancer George Martin for bit parts as a photographer and a groom, as well as for the chorus.

304 “*if I wanted the song*”: From Ken Mandelbaum’s liner notes for the CD reissue of the original soundtrack of *Happy Hunting* (RCA Victor/BMG Classics, 09026-68091-2), released 1995.

304 “*Merman never spoke*”: Ibid.

304 “*During the tryout*”: Ibid.

305 “*in her repertoire*”: Ibid.

305 *Thompson had written two*: *New York Times*, 5/7/1957, 5/11/1957, and 5/24/1957; *Hollywood Reporter*, 4/29/1957.

305 *he could not be credited*: From Hugh Fordin’s 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin’s book *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975). Other sources have speculated that Roger Edens was the sole composer of the two replacement songs for *Happy Hunting*, with Thompson merely taking credit. A demonstration disc of the songs found in Ethel Merman’s personal archive apparently listed only Edens’ name on the handwritten label, a clue that has lent credence to this theory. However, new convincing evidence has emerged that should put this case to rest. In previously unpublished portions of Thompson’s taped interview with Hugh Fordin, she states that she collaborated on the songs with Edens, a fact independently verified by George Martin, who was not only in the cast of *Happy Hunting*, but also a former dancer for Thompson and a close confidant. Kay told Fordin that just before the press announcement was made about the songs, Roger called Ethel in a panic, saying that MGM would not allow him to be credited, due to his exclusive contract with the studio. This is why Thompson ended up with sole credit for their collaboration. The exact same fate befell Edens when he collaborated with Leonard Gershe on the “Born in a Trunk” number for *A Star Is Born* (Warner Brothers, 1954). His MGM contract prevented him from taking credit, so Gershe ended up with sole screen credit for the number.

305 “*Napoleon’s a Pastry*”: Shaw, Arnold. *Let’s Dance: Popular Music in the 1930s*. New York: Oxford University Press, 1998, page 138; Meyerson, Harold, and Ernie Harburg. *Who Put the Rainbow in “The Wizard of Oz”? Yip Harburg, Lyricist*. Ann Arbor: University of Michigan Press, 1993, page 308.

305 “*Kay Thompson, who once coached*”: *Times Recorder* (Zanesville, Ohio), 8/17/1960.

305 *impossibly high expectations*: *Ebony*, 11/1960, cover story on Gail Jones entitled “Lena Gives Her Blessing to Gail’s Stage Career.” Cover caption: “Lena’s Daughter Makes Stage Debut.”

306 “*went into journalism*”: Gail was married to director Sidney Lumet (from 1963–78) with whom she had two children: sound editor Amy Lumet and actress-screenwriter Jenny Lumet (whose breakthrough screenplay for *Rachel Getting Married* won her an Image Award and a New York Film Critics Circle Award). Gail later married *Playboy* contributing editor Kevin Buckley and authored two books: *The Hornes: An American Family* (Knopf, 1986) and *Blacks in Uniform: From Bunker Hill to Desert Storm* (Random House, 2001).

306 *Rosalind Russell for*: Fashion publicist Eleanor Lambert visited the set of *The Girl Rush* and observed Kay Thompson coaching Rosalind Russell.

306 *gamely coached James*: *Daily Variety*, 2/21/1951. Thompson coached James Mason to sing three songs in *Lady Possessed*: “My Heart Asks Why” (Hans May–Hermione “Mink” Hannen); “It’s You I Love” (Allie Wruble); and “More Wonderful than These” (Kay Thompson–Bill Spier). Thompson gave Mason initial voice lessons but, due to touring obligations, eventually turned him over to vocal coach Jack Carroll for more grunt work.

306 “*foolish*”: *Time*, 2/25/1952.

306 *The gang’s roster*: *Gleaner* (Kingston, Jamaica), 9/11/1960; Levy, Shawn. *Rat Pack Confidential: Frank, Dean, Sammy, Peter, Joey & the Last Great Showbiz Party*. New York: Doubleday, 1998; Quirk, Lawrence J., and William Schoell. *The Rat Pack: Neon Lights and the Kings of Cool*. New York: Avon Books, 1998; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 294; Zehme, Bill. *Frank Sinatra and the Lost Art of Livin’*. New York: HarperCollins Publishers, 1997, page 56; the Wikipedia “Rat Pack” article (www.wikipedia.org).

306 “*Chicky Baby*”: Sinatra, Tina, and Jeff Coplon. *My Father’s Daughter: A Memoir*. New York: Simon & Schuster, 2000, page 72.

307 “*highlight*”: *New York Times*, 2/16/1960. The Harold Arlen medley consisted of “As Long as I Live” (Lena); “It’s Only a Paper Moon” (Frank); “One For My Baby” (Lena); “Ac-Cent-Tchu-Ate the Positive” (Frank); “Stormy Weather” (Lena); “Get Happy” (Frank); and “Between the Devil and the Deep Blue Sea” (Lena and Frank).

307 “*K-E-double-N-E-D-Y*”: *New York Times*, 2/17/1960; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 294; Levy, Shawn. *Rat Pack Confidential: Frank, Dean, Sammy, Peter, Joey & the Last Great Showbiz Party*. New York: Doubleday, 1998, page 109; Summers, Anthony, and Robbyn Swan. *Sinatra: A Life*. New York: Alfred A. Knopf, 2005, pages 262–64.

307 *hush-hush recording session*: *Oakland Tribune* (Oakland, California), 2/13/1960.

307 *became a huge embarrassment*: Levy, Shawn. *Rat Pack Confidential: Frank, Dean, Sammy, Peter, Joey & the Last Great Showbiz Party*. New York: Doubleday, 1998, page 174.

- 307 *"I didn't know anything"*: *Oakland Tribune* (Oakland, California), 2/13/1960.
- 307 *the Kennedy camp was tense*: Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 301.
- 307 *Frank Sinatra would've done*: *Ibid.*, page 296.
- 308 *"They prowled"*: *Ibid.*, page 302.
- 308 *"by only 118,550"*: *Ibid.*, page 302.
- 308 *"had served as a liaison"*: Sinatra, Tina, and Jeff Coplon. *My Father's Daughter: A Memoir*. New York: Simon & Schuster, 2000, page 72.
- 308 *Jacobson had begun*: Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 308.
- 308 *summoned Max to his home*: *Ibid.*
- 308 *"By the summer of 1961"*: Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 308.
- 308 *"I don't care if"*: *New York Sun*, 9/20/2005.
- 309 *were drafted to respectively*: *Los Angeles Times*, 12/10/1960.
- 309 *Avedon to photograph her*: *Vanity Fair*, 11/2007. Avedon's photo session with Jackie Kennedy took place on January 3, 1961.
- 309 *"a smart black sweater"*: *Post-Standard* (Syracuse, New York), 1/12/1961; Kelley, Kitty. *His Way: The Unauthorized Biography of Frank Sinatra*. New York: Bantam Books, 1986, page 308.
- 309 *at the Statler*: *Washington Post*, 1/7/1961.
- 309 *another Kennedy campaign song*: Program for the John F. Kennedy inaugural gala, 1/19/1961, from the author's collection. "Walking Down to Washington" appears on the album *Mitch Miller's Greatest Hits* (Columbia Records, 1544).
- 309 *"It would be an honor"*: *New York Times*, 1/20/1961.
- 309 *refused to underwrite*: *Oakland Tribune* (Oakland, California), 1/15/1961.
- 309 *trying to sign up stars*: *Daily Inter Lake* (Kalispell, Montana), 1/15/1961.
- 310 *"with Kay Thompson on hand"*: *New York Herald-Tribune*, 1/15/1961.

310 “*Sinatra smirked*”: *Newark Evening News* (Newark, New Jersey), 1/12/1961.

310 *To fill in for Ethel*: *Washington Post*, 1/19/1961.

310 *fashion illustrator Joe Eula*: Kay Thompson had known Joe Eula since the spring of 1950 when she was photographed both professionally and privately by the celebrated photographer, Milton H. Greene (1922-1985), best remembered for his relationship with Marilyn Monroe as lover, photographer and film producer (*Bus Stop*, *The Prince and the Showgirl*). In an interview for this book, Joe Eula explained: “I was a friend of Milton Greene. Then we became the Greene-Eula Studio, and we photographed Kay in the early 1950s. I’m mainly known as an artist, but I’ve always been affiliated with Milton Greene.” Working with only a spotlight and a shutter speed of 1/50th of a second on Super-XX film, Greene captured Thompson during one of her nightclub performances at Versailles, the Manhattan supper club where she appeared with her trio of dancers. The results were so impressive, one of the shots was selected for inclusion in the prestigious photographers’ bible, *U.S. Camera Annual 1951* (U.S. Camera Publishing Corp., 1950). The vibrant freeze-frame shows Kay dressed in white with a pearl choker, her slightly blurred hands clapping together, and her round mouth singing, “Ohhhh!” Greene’s private session with Thompson was considerably more curious. Joe Eula recalled: “We photographed her in New York at our studio. She was in a brass bed—a very unlikely place to put Kay—but we put her in a bed and there were some marvelous pictures of her cavorting around.” At least eighty shots were taken and the results were perhaps the most outrageous images ever captured of Thompson. For some of the pictures, she was dressed in a slinky black cat suit, posed on a bare mattress, with a rough-and-ready, bad girl attitude that, given her natural masculinity, worked surprisingly well. The rest of the session, however, attempted to transform Thompson into Zsa Zsa Gabor. With the bed made up in frilly white linens and pillows, Kay appeared in white lingerie and a white feather boa, gamely striking the kinds of poses normally reserved for girlie magazines. Things took a decided turn for the worse when, for some of the shots, she let a spaghetti strap fall “seductively” off her shoulder—a coy, come hither, Marilyn Monroe-like gesture that John Wayne could have executed with more femininity. Eula continued: “At that time we had contracts with *Life* magazine, but *Life* wasn’t interested.” Nor was anyone else—for reasons that were painfully obvious. Kay could pull off alley cat in a crunch but sex kitten was simply out of the question. And if Milton Greene couldn’t bring it out of her, nobody could. The session wasn’t a complete loss, though. Kay hit it off with Joe Eula and they would cross paths many times throughout the following decades—including illustrating Thompson’s book, *Miss Pooky Peckinpaugh* (Harper & Row, 1970), and designing iconic theatrical posters for Kay’s goddaughter, Liza Minnelli. Maloney, Tom, editor. *U.S. Camera Annual 1951*. New York: U.S. Camera Publishing Corp., 1950, pages 245-246; and, from the author’s interview with Joe Eula.

310 *Jackson did not know any*: *In Theater*, 2/26/99.

310 “*It’s an absolute*”: *Life, Inaugural Spectacle*, souvenir edition circa 2/1961.

310 “*Confusion we have seen*”: *Washington Post*, 1/20/1961.

310 “*The original schedule*”: *New York Times*, 1/21/1961.

311 “*raised his hands*”: *New York Times*, 1/20/1961.

311 “*Hooray, hooray! Come*”: Lyric quoted from the original lyric sheet of “Walking Down to Washington” (Dick Sanford–Sammy Mysels) distributed to audience members at the John F. Kennedy inaugural gala, January 19, 1961, from the author’s collection.

311 “*The happy relationship*”: Transcribed from video clip of president-elect John F. Kennedy’s speech at the inaugural gala, January 19, 1961, posted on the Museum of Broadcast Communications website (www.museum.tv/exhibitionssection.php?page=89); Levinson, Peter J. *September in the Rain: The Life of Nelson Riddle*. Lanham, Md.: Taylor Trade Publishing, 2005, pages 144–45.

311 *with lyric sheets for*: Original lyric sheet of “Walking Down to Washington” (Dick Sanford–Sammy Mysels) distributed to audience members at the John F. Kennedy inaugural gala, January 19, 1961, from the author’s collection.

311 “*as a guest of Florida Senator*”: Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 299.

311 *read like a sign-in sheet*: The names of Dr. Max Jacobson’s patients were culled from a variety of sources including Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 299; O’Brien, Michael. *John F. Kennedy: A Biography*. New York: Macmillan, 2005, pages 762–63; Parker, Douglas M. *Ogden Nash: The Life and Work of America’s Laureate of Light Verse*. New York: Ivan R. Dee, 2005, page 139; Shapiro, Doris. *We Danced All Night: My Life behind the Scenes with Alan Jay Lerner*. New York: Barricade Books, Inc., 1990, page 118; *Time*, 12/18/1972; *New York Times*, 12/4/1972.

311 “*which the tireless Kay*”: *Washington Post–Times Herald*, 1/19/1961.

311 “*a TV production company*”: *Salt Lake Tribune* (Salt Lake City, Utah), 2/11/1961.

312 “*You never know*”: From the author’s 2007 interview with Mart Crowley, among several others.

312 *at Bobby and Ethel*: *Fresno Bee* (Fresno, California), 6/25/1961; *New York Times Book Review*, 10/8/2007.

312 *on nearly everything she did*: *Hollywood Reporter*, 7/11/1955; *Daily Variety*, 9/6/1956; *Reno Evening Gazette* (Reno, Nevada), 8/10/1956; *New York Times*, 9/13/1956; *Lima News* (Lima, Ohio), 7/3/1958; *Los Angeles Times*, 4/26/1961; *Judy Garland Gazette (The Judy Garland Fan Club Magazine)*, 5/1962; the “History of the Riviera” article on the A2ZLasVegas.com website.

312 *landmark* Judy at Carnegie Hall *concerts*: When journalist James Goode asked Kay Thompson to define Judy Garland’s magnetism at Carnegie Hall, Thompson replied, “She’s saying, ‘Here I am and there you are, so shall we begin?’ It’s as if she belongs and the audience belongs. There is an instant point of contact, and at that instant something opens and takes place, both parties giving everything. There is some connotation or fragrance of rain or shine. There is an intimacy, a sharing of emotions for two hours. I don’t think she realized what she could do until now.” *Show Business Illustrated* (“Judy,” a three-part profile by James Goode), 10/31/1961, 11/14/1961, and 11/28/1961. (Special thanks to Randy Schmidt, author of *Little Girl Blue: The Life of Karen Carpenter* and the forthcoming book *Judy Garland: In Her Own Words*, for providing a copy of this profile.)

312 “*Right at the bridge*”: Meyer, John. *Heartbreaker*. Garden City, New York: Doubleday & Company, Inc., 1983, page 58.

312 “*Born in a Trunk*” for *A Star Is Born*: After finishing a nightclub gig in San Francisco on June 6, 1954, Kay Thompson returned to Hollywood the very next day to help out Judy Garland on her latest picture. When a rough cut of *A Star Is Born* had been screened in the spring of 1954, the consensus was that there wasn’t enough backstory. “Sid Luft called Roger [Edens] when they realized they needed a musical number in the film to show exactly what made [Garland’s character] Vicki Lester a star,” Leonard Gershe explained to Jim Johnson, webmaster of *The Judy Garland Data Base*. “Roger came to me and asked me if I had any ideas. I sang him my ‘Born in a Trunk.’ He liked it. He wrote a new tune and I completed the lyric. I wrote the narration for the body of the number that follows the first chorus and Roger picked the standards (‘You Took Advantage of Me,’ ‘Black Bottom,’ etc.). I asked that we include ‘Melancholy Baby’ because it was the punchline of a joke that Judy loved at the time and I knew Judy would love it.” In a letter to Johnson, Gershe clarified the authorship of the number: “I would appreciate your straightening out a misapprehension about ‘Born in a Trunk.’ I wrote the lyric, but the music was composed by Roger Edens, who could not be credited at the time because he was under exclusive contract to MGM. If you read the credit on the screen, it reads: ‘Born in a Trunk by Leonard Gershe.’ That was as ambiguous as we could get. It does not say I wrote the music. I feel enough time has gone by for the truth to be known and for Roger Edens to be given his credit.” Edens was very unhappy that MGM would not allow his name to appear in the credits for *A Star Is Born* but the studio clearly wanted to distance itself from any Judy Garland enterprise. Edens was the type of person who relished seeing his name up in lights. Kay later told writer Hugh Fordin, “[Roger] had a sense of self-aggrandizement. In other words, I’ve seen people fight, I mean almost fist fight for a credit. Some will say, ‘I did that!’ ‘I wrote that part!’ or ‘I wrote that lyric!’ ‘That is my title!’ ‘I didn’t get a credit!’ If you did [the work], you know you did it, so what does it matter? It’s part of a web. You know, it’s part of a building, and your brick is in there with everybody else’s. And it’s that fighting for credit... Roger had some of that. He didn’t need to have it. Had he been more graceful about it, he would have, I think, got more.” “Born in a Trunk” marked the first professional collaboration between Roger Edens and Leonard Gershe. And, according to eye-witnesses, Kay Thompson was very much around when it began rehearsals on June 7, 1954—coaching Judy on her vocals and choreography for that number. “I remember being on the set of *A Star Is Born*

in California,” recalled fashion publicist Eleanor Lambert. “It was Judy’s birthday and they surprised her on the set with a celebration. Kay was there and had organized what they called ‘a cantata’ or song that they sang for Judy. It was very funny.” Given all that we now know, that birthday cantata was quite likely the handiwork of Kay, Roger and Leonard. The importance of such an alliance would soon become evident when Gershe’s long-dormant musical libretto, *Wedding Day* (later re-named *Funny Face*), would pique the interest of Edens (who would produce the film) and Thompson (who would co-star in the movie as “Maggie Prescott”).

312 *animated feature film* *Gay Purr-ee*: In the author’s 2004 interview with Mort Lindsey, he confirmed that Kay coached Judy during the recording sessions for *Gay Purr-ee* at Goldwyn Studios, calling Thompson “Judy’s security blanket.” There is a photograph of Kay with Judy in the recording studio for *Gay Purr-ee* in Fricke, John. *Judy Garland: A Portrait in Art and Anecdote* (Boston: Bulfinch, 2003, page 244). Another photograph of Kay coaching Judy Garland and Robert Goulet for *Gay Purr-ee* appears in this book, *Kay Thompson: From Funny Face to Eloise*, photo section, number 87, courtesy of the John Fricke Collection and David Rambo.

312 *Garland also called upon*: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 201.

313 *it garnered a 49.5*: Ibid., page 240.

313 “*We did a wonderful*”: Sanders, Coyne Steven. *The Judy Garland Show: Rainbow’s End*. New York: William Morrow and Company, Inc., 1990, page 168.

313 “*Why don’t you write*”: Day, Barry. *Coward on Film: The Cinema of Noël Coward*. Lanham, Md.: Scarecrow Press, 2005, page 129.

313 *he began working on*: *New York Daily Mirror*, 8/26/1956; Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 459. The original working title for *Sail Away* was *Later than Spring*.

314 “*It started with near*”: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, pages 454–55.

314 “*There are two ways*”: Transcribed from Kay Thompson’s guest appearance on *Perry Como’s Kraft Music Hall* (NBC-TV, 12/28/1960), courtesy of Research Video, Inc., special thanks to Bill DiCicco. Original script from this episode was also located in the Perry Como Papers archived at the American Music Research Center, Music Library, University of Colorado at Boulder. Special thanks to archivist Cassandra M. Volpe.

314 “*Mimi Paragon’ is certainly*”: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 462.

314 “*Kay came to dine*”: Ibid., pages 464–65.

314 *settled on Elaine*: Even though Thompson had turned down *Sail Away*, she remained keenly supportive and interested in its progress. On August 10, 1961, Kay brought Judy Garland and Judy’s publicist, John Springer, to Boston to attend the second-night performance of the out-of-town preview of *Sail Away*, followed by a big party. That night, Kay gave Noël a very special gift—an original drawing of Eloise by Hilary Knight, captioned “My mother knows Noël Coward.” The line was inspired by famous bon mots in Thompson’s books: “My mother knows Lily Daché” (*sic*; should be spelled “Lilly;” from *Eloise*, page 50; changed in later additions to “My mother knows Coco Chanel”) and “My mother knows Maxime” (from *Eloise in Paris*, pages 58–59). In this drawing for Coward, Eloise and Weenie are posing with hoity-toity, chins-up expressions, while Skipperdee, the turtle, is smoking a cigarette in a long cigarette holder (a Coward trademark). “Kay just asked me to do it,” Hilary Knight recalled in 2008. “It’s not a very good drawing. I’m surprised I didn’t do something better than that.” Nevertheless, Noël thought the drawing was positively charming. He had it framed for prominent display in his home and proudly pointed it out to visitors. The drawing has been published in two books: Lesley, Cole, Graham Payn and Sheridan Morley. *Noël Coward and Friends*. New York: William Morrow and Company, Inc., 1979, pages i (inside front cover) and 218 (inside back cover). Day, Barry. *The Letters of Noël Coward*. New York: Alfred A. Knopf, 2007, page 677.

314 *Kay flirted with the idea: Vanity Fair*, 12/1996.

315 *The movie would also star Thompson: Los Angeles Times*, 12/10/1958; *San Antonio Light* (San Antonio, Texas), 2/6/1959.

315 *the story of Emily Pritchett: Who Is Sylvia?* screenplays by Leonard Gershe, drafts dated 1/31/1958, 3/3/1959, and 9/22/1959, from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

315 “*It’s a good gimmick*”: Excerpted from *Who Is Sylvia?* screenplays by Leonard Gershe, drafts dated 1/31/1958, 3/3/1959, and 9/22/1959, from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

315 *Cue the musical number*: From *Who Is Sylvia?* (Hugh Martin–Ralph Blane) sheet music from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. From the collection of Michael Feinstein, a 1958 demo recording of “Who Is Sylvia?”—performed by Ralph Blane and Timothy Gray—was released for the first time in 2011 on CD *Hugh Martin: Hidden Treasures, Songs from Stage and Screen 1941-2010* (Harbinger Records, HCD2702). Feinstein has also preserved vintage 1958 demo recordings of several other songs from the unproduced *Who Is Sylvia?* score. Perhaps a standalone CD of the entire *Who Is Sylvia?* score will someday become a reality—or, better yet, a concert, musical play, or film production.

315 “*I’ve got a million-dollar offer*”: Excerpted from *Who Is Sylvia?* screenplays by Leonard Gershe, drafts dated 1/31/1958, 3/3/1959, and 9/22/1959, from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

316 “*I’ve been Novak*”: From “What in the World Do They Want?” (Hugh Martin–Ralph Blane) sheet music from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

316 “*Annabelle ought to be doing*”: *Who Is Sylvia?* memo dated 2/18/1959 from Columbia Pictures executive story editor James Crow addressed to Roger Edens, Sam Briskin (Columbia Pictures vice president of production), and Ben Kahane (second in command to studio chief Harry Cohn), from the Roger Edens Collection, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist.

316 “*because she did not want*”: Kaufman, David. *Doris Day: The Untold Story of the Girl Next Door*. New York: Virgin Books, 2008, page 271.

316 *Edens got assigned to produce: Hollywood Reporter*, 7/25/1951; Silverman, Stephen M. *Dancing on the Ceiling: Stanley Donen and His Movies*. New York: Alfred A. Knopf, Inc., 1996, page 171.

316 *Debbie Reynolds and Donald: Hollywood Reporter*, 5/19/1952 and 5/20/1952; *Pottstown Mercury* (Pottstown, Pennsylvania), 5/23/1952.

316 “*restrictive clauses in Billy*”: Casper, Joseph Andrew. *Stanley Donen*. Metuchen, N.J.: Scarecrow Press, Inc., 1983, page 56.

317 *in a peculiar flip-flop: Variety*, 6/4/1961.

317 “*If Doris didn’t like*”: Kaufman, David. *Doris Day: The Untold Story of the Girl Next Door*. New York: Virgin Books, 2008, page 314.

317 *Martha Raye replaced: Los Angeles Times*, 8/28/1961.

317 *made-for-television murder mystery: The Dick Powell Show* “Who Killed Julie Greer” (NBC-TV) was first aired on September 26, 1961, then rerun on May 8, 1962. It was shot on black and white 35mm film. In 1985, it was released to consumers on VHS videocassette by RKO Home Video titled *The Dick Powell Theatre: Who Killed Julie Greer?*

318 *June Allyson, was going to play: TV Guide*, 5/20/1961.

318 *subsequent installment: The Dick Powell Show* “A Time to Die” (NBC-TV, 1/9/1962) starred Dick Powell, June Allyson, Tuesday Weld, Edgar Bergen, John Saxon, and Andy Williams. (For more details about Andy Williams’ role in this project, see notes for Chapter Twelve, page 329, under the trailing phrase *dumped Andy for Dick*.)

318 “*I saw Dick in New York*”: *The Troy Record* (Troy, New York), 8/24/1961.

318 *a group photo*: *Life*, 7/7/1961.

318 “*a beautiful gift from Dick Powell*”: *Kingsport News* (Kingsport, Tennessee), 8/25/1961.

318 *Four Star lot in Studio City*: Four Star Television had acquired the old Republic Studios in Studio City (at Radford Avenue and Ventura Boulevard), today known as CBS Studio Center.

319 “*little old blind lady*”: *New York Times*, 9/27/1961.

Chapter Twelve: Mad about Andy

320 “*Kay was Andy’s guru*”: From the author’s 2004 interview with Norman Jewison.

320 *developed an entire act*: Kay Thompson coached and developed Andy Williams’ live stage persona, beginning with the Kay Thompson and the Williams Brothers nightclub act in 1947 and Andy’s own first solo nightclub gig in 1949. After that, she continued working closely with him on all his live nightclub and concert appearances through 1961:

Andy Williams at the Blue Angel (Blue Angel, New York, opened early 11/1949 for approximately two weeks) Director, creator, writer, vocal coach, vocal arranger: Kay Thompson. After the hugely successful nightclub tour of Kay Thompson and the Williams Brothers (1947-49), Andy Williams performed his very first solo nightclub gig at the Blue Angel, with an act created for him by Kay Thompson. Kay also composed one of the songs Andy performed: “The Birds Are Talkin’ (’Bout You ‘n’ Me)” — a thinly veiled wink to the onslaught of gossip column reports that Kay and Andy were romantically involved. (Kay and Andy denied it at the time, but Andy later came clean that they were indeed secret lovers for many years.) Kay also recorded this song for her own album *Kay Thompson Sings* (MGM Records, 1954).

Andy Williams at the Blackstone (Mayfair Room, Blackstone Hotel, Chicago, 3/31/1950-4/13/1950) Director, creator, writer, vocal coach, vocal arranger: Kay Thompson. Kay also composed one of the songs in Andy’s repertoire: “The Birds Are Talkin’ (’Bout You ‘n’ Me).” After his debut gig at the New York’s Blue Angel (11/1949), this Chicago engagement was Andy’s second solo outing. The two engagements paved the way for his television debut on *Ed Sullivan’s Toast of the Town* (CBS-TV, 8/20/1950), for which he was groomed and coached by Kay Thompson.

Andy Williams at the Blue Angel (Blue Angel, New York, opened early 5/1951 for approximately two weeks) Creative consultant, vocal coach, vocal arranger:

Kay Thompson. Although Kay was in the U.K. when Andy's encore gig at New York's Blue Angel opened in early May 1951, she was again responsible for creating his act and developing the vocal arrangements. Andy's first regular gig on a TV series, *The College Bowl* (ABC-TV, 10/2/1950-3/26/1951) starring Chico Marx, had recently ended.

Andy Williams 1956 European Tour (various European cities, early 8/1956 for three weeks) Creative consultant, vocal arranger and vocal coach: Kay Thompson. In support of his recordings for Cadence Records (including his first Top Ten hit "Canadian Sunset"), Andy embarked on a three-week concert tour of European cities that also featured other Cadence Records recording artists on the same bill. The tour helped set the stage for Andy's single "Butterfly" to hit No. 1 in the U.K. in early 1957.

Andy Williams 1959 European Tour (various European cities, early 1/1959 for several weeks) Creative consultant, vocal arranger and vocal coach: Kay Thompson. In support of his recordings for Cadence Records (including his international 1957 No.1 hit "Butterfly"), Andy embarked on a concert tour of European cities that also featured other Cadence Records recording artists on the same bill. While in Sweden, a thirty-minute television special was produced, entitled *The Archie Bleyer Show* (broadcast in Sweden on 2/9/1959) featuring Archie Bleyer (owner of Cadence Records), and performances by the label's recording artists Andy Williams, the Everly Brothers, and the Chordettes.

Andy Williams at the Copacabana (Copacabana, New York, 6/15/1959-6/28/1959) Creative consultant, vocal arranger and vocal coach: Kay Thompson. To wow audiences and critics, Kay brought in ten additional musicians to augment the eight band members who regularly played at the Copacabana. The added expense paid off. The unusual lush sound garnered rave reviews, helping to set the stage for Andy to become a top nightclub attraction.

Andy Williams at the Flamingo (Flamingo Hotel, opening 8/1960 for two weeks) Creative consultant, vocal arranger and vocal coach: Kay Thompson. Andy's first solo gig in Las Vegas. Business was so brisk, the Flamingo signed him to a three-year deal to perform several weeks each year, exclusively for the hotel. (Simultaneously, seventeen-year-old Claudine Longet was performing as an ensemble showgirl in *Les Folies Bergere* at the Tropicana; Andy and Claudine met, fell in love, and were married the following year on 12/15/1961 in Bel Air (thusly officially ending any lingering romantic ties between Andy and Kay Thompson).

Andy Williams at Harrah's (South Shore Room, Harrah's Stateline Lounge, Lake Tahoe, 9/5/1960-9/18/1960) Creative consultant, vocal arranger and vocal coach: Kay Thompson. Andy was on a double-bill with Benny Goodman and His Orchestra. Business was so brisk, Harrah's signed Andy to a three year deal to perform several weeks each year, exclusively for its hotels in Lake Tahoe and Reno.

Andy Williams at the Copacabana (Copacabana, New York, 4/15/1961-4/28/1961) Creative consultant, vocal arranger and vocal coach: Kay Thompson. Andy's second engagement at the famed New York nightclub, again with an augmented orchestra at Kay's behest.

Andy Williams in *Pal Joey* (Summer stock tour: Columbus, Dayton, and Warren, Ohio, 7/18/1961-7/23/1961) Produced by the John Kenley Players Theatre Circuit, starring Andy Williams and Julie Wilson. Creative consultant and coach for Andy Williams: Kay Thompson. Producer John Kenley recalled, "Kay traveled with Andy. By the time they arrived, we had the musical all laid out and we had to get it on in five days, including the dress rehearsal. It was boom, boom, boom." Nevertheless, Thompson insisted on adding a number from *Gypsy*, "All I Need Is the Girl" (Jule Styne–Stephen Sondheim), for Andy to sing as the first-act curtain number. "Kay was absolutely brilliant," Kenley remembered. "She brought out the best in Andy and was highly respected by all."

Andy Williams at the Palmer House (Empire Room, Palmer House Hotel, Chicago, 8/3/1961-8/16/1961) Creative consultant, vocal arranger and vocal coach: Kay Thompson.

From his debut in 1950 through 1960, Kay also coached Andy Williams for most of his television appearances:

Ed Sullivan's Toast of the Town (CBS, 8/20/1950). Guest singer Andy Williams, his television debut.

Chico Marx in *The College Bowl* (ABC-TV, 10/2/1950-3/26/1951) Regular ensemble cast member Andy Williams.

The Tonight Show Starring Steve Allen (NBC, 9/27/1954-1/25/1957) Regular featured singer Andy Williams.

Saturday Color Carnival: "Fine Stars for Springtime" (NBC, 6/1/1957) Guest star Andy Williams.

The Andy Williams-June Valli Show (NBC, 7-2/1957-9/5/1957) Co-host Andy Williams.

Chevy's Summer Showroom starring Andy Williams (ABC, 7/3/1958-9/25/1958) Host Andy Williams.

The Andy Williams Show (CBS, 7/7/1959-9/22/1959) Host Andy Williams.

Andy Williams in Music from Shubert Alley (NBC, 11/13/1959) Host Andy Williams.

Pontiac Star Parade: “The Man in the Moon” (NBC, 4/16/1960) Host Andy Williams.

320 *his first solo flight: Los Angeles Examiner*, 10/5/1949.

320 *“I thought I was going to”*: Alba, Ben. *Inventing Late Night: Steve Allen and the Original Tonight Show*. Amherst, N.Y.: Prometheus Books, 2005, page 204.

320 *“(The Birds Are Talkin’)’Bout You ’n’ Me”*: *Syracuse Herald-Journal* (Syracuse, New York), 3/31/1949.

320 *released her own version: Daily Variety*, 2/10/1950 and 2/20/1950; *Olean Times Herald* (Olean, New York), 2/11/1950; *“(The Birds Are Talkin’)’Bout You ’n’ Me”* (Kay Thompson) and *“(Where Are You?) Now That I Need You”* (Frank Loesser) were recorded for Decca Records on June 24, 1949, conducted by Sonny Burke. The two songs were released as a single in November 1949 (Decca 24695).

321 *“The idea came from the success”*: *Tri-City Herald* (Pasco, Washington), 2/11/1951.

321 *“liked the idea and bought it”*: *Ibid.*

321 *“I had to share my good”*: Leigh, Janet. *There Really Was a Hollywood: An Autobiography*. New York: Doubleday, 1984, page 117.

321 *Harriet Lee was brought in*: Taylor, Theodore. *Jule: The Story of Composer Jule Styne*. New York: Random House, 1979, page 141; Leigh, Janet. *There Really Was a Hollywood: An Autobiography*. New York: Doubleday, 1984, page 116.

321 *to flesh out the distaff: Era* (Bradford, Pennsylvania), 6/9/1950; *Tri-City Herald* (Pasco, Washington), 2/11/1951; the trivia webpage for *Two Tickets to Broadway* posted on the Internet Movie Database (www.imdb.com). The producing regimes that worked on *Two Tickets to Broadway* included, in succession, Alex Gottlieb (January–May 1950), then Danny Dare (on loan from NBC-TV, June–July 1950), and finally Norman Krasna and Jerry Wald (beginning August 1950). Successive drafts of the screenplay were written by Sammy Cahn, Ken Englund, Hal Kanter, and Sid Silvers. Jimmy Durante and Laurel and Hardy were lined up for supporting roles but were ultimately replaced by Eddie Bracken and Smith and Dale. Bob Crosby, Bing’s brother, was contracted to play a TV show host.

321 *the Thompson role reversal: Tri-City Herald* (Pasco, Washington), 2/11/1951.

321 *“Sinatra would like to do”*: *San Antonio Express* (San Antonio, Texas), 5/29/1950. The following sidebar explains in detail how Sinatra nearly played a male version of Kay Thompson:

Frank Sinatra As Kay Thompson?! The Role-Reversal Folly of Howard Hughes

by Sam Irvin

In 1950, Frank Sinatra wanted to play “a male Kay Thompson” in *Two Tickets to Broadway* (RKO, 1951). So what happened? As it turns out, the story behind Howard Hughes’ troubled production is juicier than the film itself.

Long before Kay Thompson wrote *Eloise* (the bestseller about the little girl who lives at the Plaza Hotel in New York) and co-starred in *Funny Face* (Paramount, 1957) with Audrey Hepburn and Fred Astaire, she was queen of the nightclub circuit. In the late-1940s, her act “Kay Thompson and the Williams Brothers” broke records in supper clubs across the country—but much of the ink generated in gossip columns centered on the sizzling love affair that had ignited between Kay and Andy Williams, the youngest member of her backup quartet, nearly twenty years her junior. In fact, the buzz got so intense, it actually inspired a romantic musical entitled *Two Tickets to Broadway*.

“The idea came from the success of Kay Thompson and the Williams Brothers,” admitted the film’s director, James V. Kern. “Reversing it, writer Sammy Cahn thought it would be the basis of a good story if a man were teamed in an act with four girls. Howard Hughes liked the idea and bought it.”

The fabulously wealthy and exceedingly eccentric Howard Hughes had been a fan of Kay Thompson and the Williams Brothers ever since seeing their act at *Ciro’s* in 1947. Not long after Hughes became head of RKO Studios in 1948, he was pitched the idea for *Two Tickets to Broadway*. The Thompson-Williams flip-flop tickled his fancy—as did actress Janet Leigh whom he immediately cast to play “Nancy Peterson,” the Andy Williams counterpart in the movie. Janet would be the youngest member of a female quartet that becomes the backup group for “Dan Carter,” the Kay Thompson-inspired headliner.

Though Janet Leigh was exclusively contracted to MGM, Hughes had borrowed the actress via a three-picture deal for RKO. So far, Leigh had starred in *Holiday Affair* and *Jet Pilot* under this loan-out arrangement—with *Two Tickets to Broadway* set as her third and final movie for Hughes. The project would also serve as his last opportunity to win her affections.

Leigh, on the other hand, was steadfastly focused on the work at hand—and this plume role-reversal in *Two Tickets to Broadway* represented a challenging departure in her career because she would be required to sing and dance for the very first time on screen. “I had to share my good news with Kay Thompson,” Leigh wrote in her autobiography. Several years earlier, while chirping to herself in a washroom at MGM, Janet had gotten the surprise of her life. “The door burst open,” she recalled, “and a whirlwind blew in, scaring the hell out of me, yelling, ‘You ought to do a musical!’ and whirled out again. It was Kay Thompson!”

The endorsement was not to be taken lightly. From 1943 to 1947, Thompson was head of the vocal department at MGM where her transformative coaching of the stars (Sinatra, Judy Garland, Lena Horne, and dozens of others) and her groundbreaking vocal arrangements had enriched many of the studios greatest musicals, including *The Harvey Girls*, *It Happened in Brooklyn*, and *Good News*. Her astounding success on the nightclub circuit and her mentoring of Andy Williams further enhanced her reputation. As a result, Thompson was

known in Hollywood as the “go-to guru” for polishing musical diamonds-in-the-rough.

Jule Styne—who was collaborating with his *Gentlemen Prefer Blondes* lyricist Leo Robin on new songs for *Two Tickets to Broadway*—recommended that his old friend Kay do the vocal arrangements as well as give Janet voice and dance lessons—an idea that was enthusiastically rubberstamped by Hughes.

Unfortunately, Thompson’s availability in Hollywood throughout 1950 was limited by television and nightclub obligations in New York, Paris and London. So, Kay agreed to work with Janet whenever she could be in Los Angeles but, during her absences, would have to delegate the work to colleagues. As a result, Hugh Martin (a Thompson protégé who composed such songs as “Have Yourself a Merry Little Christmas”) was contracted to do the vocal arrangements; Harriet Lee (whom Kay had hired to sing “Limehouse Blues” in *Ziegfeld Follies*), was brought in as the vocal cord drill sergeant; and Marge and Gower Champion (devotees of Kay’s nightclub choreography) were borrowed from MGM to teach Janet how to dance.

“Singing lessons were set for nine o’clock every morning,” wrote Leigh in her autobiography. “Then onward to RKO to rehearse with Marge and Gower Champion... We rehearsed—and rehearsed—and rehearsed. And we began to wonder if that was all we were going to do. I honestly believe we would have rehearsed for the next ten years, if Hughes had had his way. Granted, I needed much preparation, but no production plans were even in progress.”

Though valiant attempts were made to inch the project forward, Hughes’ obsession with Janet and his capricious demands speed bumped progress at every turn. The project’s first producer, Alex Gottlieb, got fed up and left. His replacement, Danny Dare (on loan from NBC-TV), started in June 1950 but didn’t last through the summer. By August, Norman Krasna and Jerry Wald became the third régime—though with Hughes pulling the strings, no producer had the power to reign in the madness. Hughes kept ordering revisions to the script with a revolving door of writers that included Sammy Cahn, Ken Englund, Hal Kanter and Sid Silvers.

Casting was likewise moving along at a snail’s pace. Jimmy Durante and Laurel & Hardy were lined up for supporting roles, but, by the time shooting finally got underway, Durante was tied up with television commitments and Stan Laurel had become gravely ill. They would be replaced by Eddie Bracken and Smith & Dale.

To flesh out the distaff version of the Williams Brothers quartet, Hughes auditioned hundreds of women, finally settling on Ann Miller, Gloria DeHaven and Barbara Lawrence.

More importantly, though, no leading man for the Kay Thompson role-reversal had surfaced in over nine months of trying. Babies had been conceived and born faster.

Hughes first went after the obvious choice, Danny Kaye, who had famously impersonated Thompson so brilliantly at several charity functions in 1948. But, as rotten luck would have it, Danny’s schedule was jammed.

Then Hughes tried to woo Bing Crosby—and, to sweeten the deal, he agreed to cast Bing’s brother Bob Crosby in a cameo role as the host of a TV

show on which the newly formed quintet would make its debut. But, like Danny Kaye, Bing's dance card was full for the foreseeable future.

Next on the list was Bob Hope who was eager to do the film until Paramount refused to loan him out to RKO.

It started to seem like every star in Hollywood was all sewn up—until, in April 1950, headlines screamed that Frank Sinatra had suddenly become a free agent.

Sinatra's career was in a terrible slump. His records were not selling and, because his movies were no longer making money, MGM had just fired him. Ongoing rumors of mob connections and his illicit romancing with Ava Gardner (while still a married man) dogged him in the media. His violent temper with certain members of the press had not helped matters—nor had the sudden death of his longtime publicist George Evans (whose adept spin control of Sinatra's antics was sorely missed).

None of this mattered to Howard Hughes, though. In fact, it was music to his ears. In May 1950, Hughes met with Sinatra and offered him the lead in *Two Tickets to Broadway*.

"Sinatra would like to do a picture at RKO," Hedda Hopper noted in her column that month. "Said he'd play a male Kay Thompson in it. We both roared." Since Kay's penchant for wearing pants had already made her the butt of jokes, punch lines weren't even necessary.

Just days after meeting with Hughes, however, specks of blood began spurting up from Sinatra's throat into his mouth during a performance at New York's Copacabana.

"I went for a note and nothing came out," Sinatra recalled. "Nothing, just dust. Finally I turned to the audience and whispered into the microphone 'Goodnight,' and walked off the floor."

The condition was diagnosed as a vocal cord hemorrhage and Sinatra was ordered to stop drinking alcohol, to stop smoking and to remain absolutely silent for weeks—a prescription that was practically unthinkable for the hard-drinking, chain-smoking, and outspoken Sinatra. Even if he followed doctors' orders to the letter, though, his recovery was going to take months—and there was no guarantee his voice would ever fully recover. Hughes was not willing to risk the wait. (That fall, Sinatra managed to headline *The Frank Sinatra Show*, a weekly variety series on CBS-TV, but critics noted that his singing voice was not yet fully restored.)

"We decided to try television," noted director James V. Kern. "Sid Caesar was suggested. Hughes thought he would be great. But Caesar had no interest in the movies." With a \$25,000 weekly paycheck for *Your Show of Shows* (NBC-TV, 1950-1954), it was no wonder.

When Tony Martin's name was floated, Hughes resisted the idea because of a long-standing grudge. A few years earlier, there had been a bitter rivalry between Hughes and Martin over Cyd Charisse. At the time, Hughes had given Martin two free round-trip tickets to anywhere in the world—just to get lost. But Martin refused to back away from his love for Charisse and when he married her in 1948, the newlyweds used those free plane tickets for their London honeymoon. Naturally, Hughes was not amused—and he badmouthed the actor all

over town. Consequently, Martin had not been offered a single picture in Hollywood ever since.

After months of rejections from other leading actors, however, Hughes decided to bury the hatchet and consider Martin for the part. He admired the actor's abilities, of course, but he also knew that Martin was steadfastly devoted to Cyd Charisse and, therefore, would not pose a threat to his own amorous interest in Janet Leigh. So, in July 1950, when Tony was headlining at the Flamingo Hotel in Las Vegas, Hughes approached him in his dressing room with the opening line, "Hi, Tony. How's Cyd?"

Tony replied that she was fine but, warily, he wondered what the visit was really all about.

Hughes got right to the point: "I'm going to make a picture and I'd like you to be in it."

Hughes offered Martin \$7,500 per week for a guarantee of 10 weeks—not such a great deal considering that Martin earned \$12,000 weekly in Vegas. But Martin was intrigued by the idea of playing a male version of Kay Thompson.

Martin had known Thompson since 1932 when they performed together with Tom Coakley and His Orchestra at the Roosevelt Hotel in Hollywood. In 1939, they had co-hosted the variety series *Tune-Up Time* (CBS-Radio) and, subsequently, Kay had created many of Tony's vocal arrangements for such films as *Music in My Heart* (Columbia, 1940), *Ziegfeld Girl* (MGM, 1941) and *Till the Clouds Roll By* (MGM, 1945).

Aside from the Thompson connection, though, there were pragmatic considerations. With his movie career in a slump, Martin needed a comeback—and Hughes' offer of seventy-five grand was the most he'd ever been paid for a movie, so the answer was a resounding "Yes!"

Little did Tony know at the time, however, that it would take far more than 10 weeks to complete the film.

In his memoir, Martin recalled, "The reason the production lasted so long is because Hughes developed a crush on the girl star, Janet Leigh, and kept it going so he could be around her more."

The sexes may have been reversed, but the May-December aspect of the Thompson-Williams alliance was kept intact. At 38, Tony Martin was not far from Kay's 41 years, and Janet Leigh, at 23, happened to be the exact same age as Andy Williams. Though the age gap was controversial, audiences were far more accepting of an older man with a younger woman than the other way around.

Shooting finally got underway in November 1950. Immediately following an East Coast television guest spot on *The Frank Sinatra Show* (CBS-TV, October 28, 1950), Kay flew to the West Coast for some last-minute polishing of "Big Chief Hole-in-the-Ground" (Jule Styne-Leo Robin), a jazzy musical number in the tradition of "I'm An Indian, Too" (Irving Berlin) from *Annie Get Your Gun* (Imperial Theatre, 1946-49), "Pass That Peace Pipe" (Roger Edens-Hugh Martin-Ralph Blane) from *Good News* (MGM, 1947), and, perhaps more pointedly, "H'ya Hiawatha" (Kay Thompson) from the Kay Thompson-Williams Brothers nightclub act. (All four of these songs are relics of a less-enlightened era when offensive stereotyping of Native Americans was considered amusing.)

The Champions, who were on the verge of starting *Show Boat* at MGM, were frantically putting the final touches on the choreography.

“The set was rigged on the largest stage at RKO and was about four stories high, with a winding circular staircase,” noted Theodore Taylor in *Jule: The Story of Composer Jule Styne*. “It was so mammoth that some of it projected outside the stage. Even Busby Berkeley would have been envious of this awesome Gog and Magog.”

Then word came down that Howard Hughes wanted to see the work-in-progress. That alone would have been a reasonable request but Hughes was rarely a reasonable guy. Plagued by debilitating phobias and superstitions, he refused to set foot on his own RKO lot because he thought it would bring him bad luck. Strange as it may have seemed, he preferred to conduct business meetings at his Beverly Hills Hotel bungalow or at Samuel Goldwyn Studios where he rented an office (RKO was the exclusive distributor of Goldwyn’s movies). Determined, Hughes instructed his producers that he wanted to view a full-fledged dress rehearsal of “Big Chief Hole-in-the-Ground”—performed on the completed set which was to be brought over to the Goldwyn lot—for the approval of His Highness. After bewildered protestations, Hughes generously allowed his minions two days to get it together.

“The production department was stunned,” Taylor added. “Carpenters and grips sat down, weak from the thought of it. Did Mr. Hughes know what it meant to dismantle a four-story set, truck it three miles, and rebuild it in forty-eight hours?”

But somehow, incredibly, the mountain came to Mohammed.

“Promptly at one o’clock, Mr. Hughes made his entry, along with a covey of assistants,” Taylor explained. “He observed the number and quickly reacted by firing Kay Thompson. A few minutes later the Champions were fired, without explanation. By 6:00 P.M., composer Jule Styne had quit, along with lyricist Leo Robin.” The exodus also included Hugh Martin, whose vocal arrangements were tossed in the trash.

Hughes’ sour mood was attributed to the fact that Janet Leigh had fallen madly in love with Tony Curtis and, making matters worse, the gossip columns were rife with rumors that the couple was secretly engaged.

The “Big Chief” set was hauled back and re-erected at RKO. Busby Berkeley was hired to take over the choreography. Eliot Daniel (composer of the theme to *I Love Lucy*) was assigned as the new vocal arranger. But Hughes’ passion for Janet Leigh and *Two Tickets to Broadway* had wilted.

“It all ended when Janet announced she was going to marry Tony Curtis,” recalled Tony Martin. “Instead of more delays, now suddenly they told us we’d have to wrap the picture that midnight. We still had one big eight-minute number, ‘Big Chief Hole-in-the-Head’ [sic], to shoot. Ordinarily, it would have lasted a week. We had to finish it that night. We did—five minutes to midnight. But that was Howard. When he had a thing for a girl, he didn’t let anything stand in his way. His unrequited crush on Janet Leigh must have cost him millions, but that was the way he was.”

By the time things were all sung and done, Tony Martin’s salary had ballooned from \$75,000 to a dizzying \$200,000.

“The incongruity of the whole mess was that everyone had benefited from this episode,” Leigh recalled in her memoir. “Marge and Gower had enough money to buy their home in the Hollywood Hills, Harriet Lee was able to build a soundproof studio off her house... and me, well, I was close to a nervous breakdown. Yes, I was on salary. But the work, the harassment, the frustration had taken its toll.”

“I saw the preview of the picture with Janet, and by that time she was going with Tony Curtis,” recalled Marge Champion. “We all went out to Pasadena to see a preview and I never saw anybody more miserable in my life because it really was not a good film. After all this work, the result was such a bummer.”

The reviews didn’t help soften the blow. Time declared, “Bright-eyed actress Leigh proves a bust as a singer and a dancer, but is undeniably a hit as a bust.”

The Champions were philosophical about their ten-month ordeal. “We weren’t disappointed, just frustrated,” Marge explained. “As Gower says, we got absolutely nothing out of it but a home and a swimming pool.”

Never one to dwell on unhappy memories, Kay Thompson refused to discuss the debacle—though she, like all her colleagues, made out like a bandit and never looked back.

321 *Tony Martin was signed: Delta-Democrat Times* (Greenville, Mississippi), 3/10/1950; Martin, Tony, and Cyd Charisse, as told to Dick Kleiner. *The Two of Us*. New York: Mason/Charter, 1976, page 238.

321 “*The reason it lasted so long*”: Martin, Tony, and Cyd Charisse, as told to Dick Kleiner. *The Two of Us*. New York: Mason/Charter, 1976, page 238.

321 “[*The set*] was rigged”: Taylor, Theodore. *Jule: The Story of Composer Jule Styne*. New York: Random House, 1979, page 141.

322 *Hughes wanted to see*: Gilvey, John Anthony. *Before the Parade Passes By: Gower Champion and the Glorious American Musical*. New York: St. Martin’s Press, 2005, page 40.

322 “*The production department*”: Taylor, Theodore. *Jule: The Story of Composer Jule Styne*. New York: Random House, 1979, page 141.

322 “*Promptly at one o’clock*”: Ibid.

322 “*Instead of more delays*”: Martin, Tony, and Cyd Charisse, as told to Dick Kleiner. *The Two of Us*. New York: Mason/Charter, 1976, page 238.

322 *played solo gigs*: Andy Williams played a solo gig in the Mayfair Room at Arnold Kirkeby’s Blackstone Hotel, opening March 31, 1950.

322 “*I did some of the hotels*”: From an Andy Williams interview in the *Birmingham Post* (UK), 5/24/2005; Alba, Ben. *Inventing Late Night: Steve Allen and the Original Tonight Show*. Amherst, N.Y.: Prometheus Books, 2005, page 204.

323 *An appearance on Ed Sullivan’s*: On August 20, 1950, Andy Williams made his solo TV debut on *Ed Sullivan’s Toast of the Town* (CBS-TV, 1948-1971; later known as *The Ed Sullivan Show*). Andy recalled: “That was the first television exposure I had alone—and I only got that, really, because of Kay Thompson and the Williams Brothers’ fame, so Ed Sullivan could say, ‘Here is one of the famous Williams Brothers who is on his own now. Here he is...’ And I sang ‘I’ve Got a Crush on You,’ something like that.” *New York Times*, 8/20/1950; *Kansas City Star* (Kansas City, Missouri), 8/27/1950; from episode list for *Toast of the Town* posted on TV.com; and, from the Academy of Television Arts & Sciences Foundation’s Archive of American Television Interview with Andy Williams, 2005.

323 *Chico Marx musical-variety*: On October 2, 1950, Andy joined the regular cast of *The College Bowl* (ABC-TV, 10/2/1950-3/26/1951), a thirty-minute musical-variety show set entirely in a college campus diner starring Chico Marx as the manager / soda jerk. “Chico presided over the festivities while a group of clean-cut college boys and co-eds sang and danced in his soda shop,” wrote F. Gwynplaine MacIntyre on the Internet Movie Data Base. “One of these kids was the young Andy Williams, already distinguishing himself by virtue of his good looks, talent and smooth voice.” *The College Bowl* was no doubt inspired by the soda fountain scenes in *Good News* (MGM, 1947), for which Andy Williams had sung off-screen on the soundtrack in Kay’s chorus. From the Internet Movie Database, user comments regarding *The College Bowl* by F. Gwynplaine MacIntyre, 2/15/2003 (www.imdb.com). The great MGM orchestrator George Bassman was the music conductor on *The College Bowl*. Kay Thompson recommended Andy Williams for this gig and coached him for it. In 2014, Shout! Factory released a DVD set entitled *The Marx Brothers TV Collection* which included the only episode of *The College Bowl* known to have survived: the final episode that aired on March 26, 1951. The episode features Andy Williams quite prominently among the ensemble of college kids. Surprisingly, the first bars of “Happy Holidays” (Irving Berlin) are sung solo by Andy Williams, a song he later recorded for his 1963 smash *Andy Williams Christmas Album* (Columbia Records). Of all the songs associated with Andy Williams’ career, “Happy Holidays” is among his most iconic, often used in commercials.

323 “*If I needed a wake-up*”: Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, pages 86–87.

323 *first solo sessions*: *Daily Variety*, 5/4/1954. Six of the seven tracks Andy Williams recorded for RCA’s Label X surfaced on an LP entitled *Andy Williams* (RCA Camden Records, CAS-2525e), released 1971, reissued in 1977 (Pickwick International, ACL 7036). The album includes “(There Is a Time) A-O-Lee-O” (Kay Thompson), “There’s Just One You for Me” (Duke Enston), and “Now I Know” (Allan Roberts–Albert T. Frisch), conducted by Gary Heller, plus “You Can’t Buy Happiness” (Gene Schwartz–Pat Noto–Ed Scalzi), “Why Should I Cry Over You?” (Ned Miller–Chester Cohn), “Here Comes That Dream Again” (Abner Spector–Don Marcotte), conducted by Van

Alexander. For reasons unknown, “Ground Hog” (Kay Thompson), conducted by Gary Heller, was left in the RCA vault, where it remains unreleased to this day.

323 *covered by the British indie rock band*: A link to hear Vatican Jet’s 2006 cover version of “(There Is a Time) A-O-Lee-O” (Kay Thompson) can be found on Vatican Jet’s MySpace page (<http://www.myspace.com/vaticanjet>).

323 *“Billy called one day”*: From *Where Do I Begin: The Andy Williams Story*, a two-hour, four-part BBC Radio 2 biography of Andy Williams, broadcast in the UK on December 6, 13, 20, and 27, 2007. A Pink Production written by Russell Davies, produced by Graham Pass, hosted by Donny Osmond.

324 *“Andy sheepishly remembered”*: Alba, Ben. *Inventing Late Night: Steve Allen and the Original Tonight Show*. Amherst, N.Y.: Prometheus Books, 2005, page 206.

324 *“[Andy] is a budding art”*: *Daily Times-News* (Burlington, North Carolina), 7/4/1958.

325 *dating other women*: *Lowell Sun* (Lowell, Massachusetts), 4/14/1956.

325 *“I listened to the record”*: From *Where Do I Begin: The Andy Williams Story*, a two-hour, four-part BBC Radio 2 biography of Andy Williams, broadcast in the UK on December 6, 13, 20, and 27, 2007. A Pink Production written by Russell Davies, produced by Graham Pass, hosted by Donny Osmond.

325 *“I got an Elvis Presley”*: From Larry King’s interview with Andy Williams on *CNN Larry King Live*, 4/26/2004.

325 *“I love Elvis Presley”*: From the Kay Thompson interview on *Person to Person with Edward R. Murrow* (CBS-TV, 11/9/1956), guest hosted by Jerry Lewis. Courtesy of the CBS News Archive.

325 *“a sort of butch Lolita”*: *Los Angeles Times*, 1/18/1968.

325 *continued dabbling in rock ‘n’ roll*: “You Gotta Love Everybody” (Kay Thompson–Bill Norvas) was released in 1958 on singles by Della Reese (Jubilee Records, 5332) and Ray Ellington (Pye Nixa Records, 15159). It was also covered by the Sun Spots on the 1964 album *The Sun Spots* (Magnet Records, LP-1001).

325 *Danny Kaye gave it a whirl*: *Hollywood Reporter*, 7/26/1957. According to Capitol Records’ recording log, Danny Kaye recorded ten takes of “You Gotta Love Everybody” (Kay Thompson–Bill Norvas) on 11/15/1956, but the song was never released. It still exists in Capitol’s vault. He later performed it on *The Danny Kaye Show* (CBS-TV, 2/8/1966).

325 *under the nom de plume*: In the author’s 2007 interview with Andy Williams, Williams confirmed that Kay Thompson was indeed the composer of “Stop Teasin’ Me.”

Published by Williams' own company, Barnaby Music, Inc., "Stop Teasin' Me" is registered with ASCAP under "Kay Thompson." A search for "Y. des Louvettes" on the ASCAP website cross-references back to "Kay Thompson."

326 *Kay wrote a midtempo*: Andy Williams' single, "Promise Me, Love" (Kay Thompson), Cadence Records (1351), published by Kay Thompson Music, Inc., backed with "Your Hand, Your Heart, Your Love," recorded on August 1, 1958, orchestra conducted by Archie Bleyer, uncredited vocal arrangement by Kay Thompson, released late August 1958; peaked at No. 17 on the *Billboard* pop singles chart on September 22, 1958. Oddly, the song was never included on any regular studio album during that era—only on much later hits collections.

326 *three consecutive summer replacement*: Andy's three summer replacement series were *The Andy Williams–June Valli Show* (NBC-TV, 7/2/1957–9/5/1957); *Chevy's Summer Showroom starring Andy Williams* (ABC-TV, 7/3/1958–9/25/1958); *The Andy Williams Show* (CBS-TV, 7/7/1959–9/22/1959).

327 *Andy sprawled out*: *Look*, 9/1/1959.

327 "quite content to play the field": *TV Guide*, 5/20/1961.

327 *a whole string of starlets*: *San Antonio Light* (San Antonio, Texas), 9/24/1958; *Eureka Humboldt Standard* (Eureka, California), 4/3/1959; *Oneonta Star* (Oneonta, New York), 4/17/1959; *Daily Gleaner* (Kingston, Jamaica), 9/16/1959; *Lima News* (Lima, Ohio), 12/16/1959; *Evening Standard* (Uniontown, Pennsylvania), 5/18/1960; *Coshocton Tribune* (Coshocton, Ohio), 6/2/1960; *San Antonio Light* (San Antonio, Texas), 8/22/1960; *Nevada State Journal* (Reno, Nevada), 9/28/1960; *TV Guide*, 5/20/1961. Also, a July 1959 publicity still of Andy Williams and Dorothy Provine described the couple as "dating."

327 *bidding for Andy*: *TV Guide*, 5/20/1961.

327 *to stay in the public eye*: *Ibid.* During the late 1950s and early 1960s, Andy hosted such specials as *Andy Williams in Music from Shubert Alley* (NBC-TV, 11/13/1959) and *Pontiac Star Parade: "The Man in the Moon"* (NBC-TV, 4/16/1960). He was also a substitute host for series normally hosted by Dinah Shore, Perry Como, and Pat Boone. Additionally, Andy signed a \$250,000 three-year deal to appear at the Desert Inn in Las Vegas.

328 *all the way to No. 7*: Whitburn, Joel. *The Billboard Book of Top 40 Hits*, 3rd ed. New York: Billboard Publications, Inc., 1987, page 324.

328 *she had written in 1948*: *New York World-Telegram*, 10/28/1948.

328 "I don't think so": Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, page 102.

328 “*I couldn’t believe that she*”: Ibid.

328 *sang it at the 2003 funeral*: In the author’s 2007 interview with Andy Williams, Williams confirmed that he had sung “Kay Thompson’s Twenty-third Psalm (The Lord is My Shepherd)” at the funeral of his brother, Bob (who passed away from natural causes on September 23, 2003, at the age of eighty-six) and at the 2005 funeral of Emily Lennon Miller, the mother of the Lennon Sisters. Special thanks to Richard Erikson, the Andy Williams historian and authority, for bringing this to light.

328 *commendation from the Vatican: Anderson Daily Bulletin* (Anderson, Indiana), 5/4/1960.

329 *Hollywood came calling: Lima News* (Lima, Ohio), 9/21/1960 and 9/28/1960; *Washington Post, Weekly TV Channels Magazine*, 11/6/1960; *TV Guide*, 5/20/1961. According to Louella Parsons, “Paramount Pictures is in discussions to star Andy Williams in a remake of *Pennies from Heaven*, the 1936 Columbia Pictures movie starring Bing Crosby.” And, at Twentieth Century–Fox, Dick Powell announced he was developing a picture for Williams called *Solo*. Then came rumors that Andy was going to have a small part in *The Misfits* (United Artists, 1961). None of these happened for Andy, but the buzz created a stir all over town.

329 *Andy had been cast to star: Odessa American* (Odessa, Texas), 7/8/1960.

329 *to star with Julie Wilson: Odessa American* (Odessa, Texas), 5/10/1961; *Newark Advocate* (Newark, Ohio), 7/18/1961 and 7/21/1961; *Coshocton Tribune* (Coshocton, Ohio), 7/18/1961; *Times Recorder* (Zanesville, Ohio), 7/23/1961. This Kenley Players’ summer stock production of *Pal Joey* starred Andy Williams, Julie Wilson, and Marilyn Lovell (the future Mrs. Peter Matz). Director: Leslie Cutler. Choreographer: Mario Melodia. Musical director: Jay Blackton. Assistant musical director: Dave Grusin (Williams’ pianist). The following summer of 1962, Andy returned to Ohio to star in the Kenley Players’ summer stock tour of *Bye Bye Birdie*, co-starring Selma Diamond. “By then, Kay had moved to Rome and Andy was with Claudine Longet,” recalled John Kenley in a 2005 interview with the author. “Claudine came with Andy that summer. I never thought too much of her. But he was in love with her and the distraction got in the way of his performance. He was much better the summer before when Kay was coaching him.”

329 *insisted on adding: Mansfield News-Journal* (Mansfield, Ohio), 9/9/1961.

329 *became an instant smash: The Dick Van Dyke Show* premiered on CBS-TV on October 3, 1961, and ran through June 1, 1966.

329 *dumped Andy for Dick*: After Andy Williams lost the lead in the movie version of *Bye Bye Birdie*, his career as an actor only amounted to two projects: *The Dick Powell Show*, “A Time to Die” (NBC-TV, 1/9/1962) and *I’d Rather Be Rich* (Universal Pictures, 1964). In “A Time to Die,” Andy plays an arrogant rock ’n’ roll idol named Mike Nelson. He is married with two kids, but, under pressure from his record label, he hides them to

preserve his media image as a single and available heartthrob. Complicating matters is the secret affair he is having with Tuesday Weld. Confounding audience expectations, Andy does not sing a single note of music in the show, marking his one and only assignment strictly as a dramatic actor. Although Kay was not around to coach Andy on this project, the director just so happened to be Marc Daniels, Kay's former agent at William Morris. Shortly after "A Time to Die" was aired, Andy landed his one and only starring role in a theatrical motion picture, *I'd Rather Be Rich*, a romantic comedy with music in which he and Robert Goulet compete for the affections of Sandra Dee. Though Andy gave it his all, acting was really not his forte. He found much greater success as a recording artist, nightclub performer, and, of course, as the star of his smash hit television variety series, *The Andy Williams Show* (NBC, 1962–1967; 1969–1971). Among the many major guest stars that appeared on Andy's series was Judy Garland (pre-taped at NBC Studios in Burbank for broadcast on September 20, 1965). On this installment, Judy and Andy nostalgically performed a duet of "On the Atchison, Topeka and the Santa Fe" (Harry Warren-Johnny Mercer), the song Kay Thompson had massively re-arranged and embellished for *The Harvey Girls*, originally sung in the film by Judy, with Andy singing off-screen in Kay's large MGM choir. For another production number on the TV show, Judy had rehearsed an entire dance routine with choreographer Nick Castle. Andy Williams recalled, "She worked on the number all day with Nick and eight dancers, but when she came in the next morning, she had no recollection whatsoever of the previous day and had no idea how to even begin performing the routine they had so laboriously rehearsed. We were left with a four-minute spot to fill. After an uncomfortable silence Judy said, 'Well, what if we do a skit where I show Andy how to put on makeup?'" With no time to come up with anything else, they tried it. "Judy and I sat down at a makeup table," Andy continued, "with only a piano tinkling in the background, like an old silent movie. She began by carefully drawing a greasepaint mustache on my face and then drew one on herself as well. Then she drew eyebrows on both of us. 'And this is how you put on powder, Andy,' she said, dabbing a small pad of it on my nose, hard enough to raise a small cloud. 'Well, I guess you could use some, too' I said, dabbing her nose and producing another cloud of powder. Things steadily escalated from there, with larger pads being used until we were both covered in powder and the whole makeup table was almost buried under drifts of it. 'I think you need just a little bit more, Andy,' she said, reaching under the makeup table and pulling out a great big pillow. She smothered it in powder and then whacked me in the face with it, producing a pall of powder that hung in the studio like fog and obliterated the pair of us completely. It was simple slapstick stuff, but she performed it with such brilliance that she turned what could have been a ho-hum moment into one of the funniest skits we ever had on the show. Even today I get buttonholed by people who remember it and want to talk about it. Kay Thompson saw the show, called me up the next morning and said 'Well, And,' –she always called me that—'you finally made it.' It was the one and only unqualified compliments—if it was compliment—that she ever paid me about my television work." Since Kay was residing in Rome at that time (and apparently never set foot in the United States from 1962 to 1968), it is somewhat unclear how she saw this particular broadcast. However, according to Williams, his show aired in many foreign countries (it was particularly popular in England). It is also possible that Judy Garland or some other show business friend organized a private screening of the show for Kay. She certainly would have been very

curious to see it—and obviously made sure that she did. Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, pages 138-139.

329 *Andy signed with Columbia Records*: From 1956 to 1961, Williams' tenure at Cadence Records had yielded eleven Top 40 hits, six of which went Top 10. Nevertheless, as long as Andy remained on contract at Cadence, he was obligated to fork over 50% of his earnings to Kay Thompson. Clearly, Andy had grown weary of Kay's controlling behavior and onerous commission but it was daunting to consider exiting the label that had made him a star. However, in 1960, his label mates, the Everly Brothers, did just that. They moved from Cadence to Warner Bros. Records "for what was widely reported to be one of the most lucrative contracts in popular music. Without missing a beat, they delivered their first hit for Warner Bros. with 'Cathy's Clown,' which spent five weeks at No. 1, and at that point they were more popular than Elvis Presley, who'd enlisted in the U.S. Army." This hugely successful transition was inspirational in giving Andy the courage to leave Cadence in October 1961 for a much more lucrative deal at Columbia Records. Although he never had as much success on the singles chart, his album sales soared to greater heights than ever. *Los Angeles Times*, 1/4/2014; *Evening Independent* (Massillon, Ohio), 10/23/1961; Whitburn, Joel. *The Billboard Book of Top 40 Hits*, 3rd ed. New York: Billboard Publications, 1987, page 324.

330 "*Looking back on our affair*": Williams, Andy. *Moon River and Me*. New York: Viking Press, 2009, page 77.

330 *Garroway being fired*: Weaver, Pat, with Thomas M. Coffey. *Pat Weaver: The Best Seat in the House: The Golden Years of Radio and Television*. New York: Alfred A. Knopf, 1994, page 237. Dave Garroway's second wife was Pamela Wilde Kastner, a TV production coordinator. They married on August 20, 1956, and had a son, David Cunningham Garroway VIII, in 1958; she committed suicide in April 1961. Dave also had a daughter, Paris, from his first marriage. He married his third wife, Sarah Lee Lippincott, in 1980.

330 *Dave reconnected with Kay*: *New Castle News* (New Castle, Pennsylvania), 9/25/1961; *Reno Evening Gazette* (Reno, Nevada), 10/9/1961.

330 "*totally trashed the place*": Another source who wished to remain anonymous claimed that Kay found menstrual blood and semen stains on her bed and clothes.

330 "*I didn't want anything*": *Women's Wear Daily*, 10/24/1974; *New York Daily News*, 1/10/1975.

PART SIX: THE DOYENNE

Chapter Thirteen: The Roman Spring of Miss Thompson

333 “*Dear Eloise, We wish we could*”: Gathje, Curtis. *At the Plaza: An Illustrated History of the World’s Most Famous Hotel*. New York: St. Martin’s Press, 2000, page 126. The Beatles’ telegram to Eloise, c/o Eve Brown, publicist for the Plaza, was dated April 14, 1964 (three days prior to the unveiling of the new Eloise portrait).

333 *hell-bent on embracing*: *Coshocton Tribune* (Coshocton, Ohio), 10/29/1960. Ever since a 1960 summer vacation in Rome with Judy Garland, Ethel Merman, and Benay Venuta, Kay had been flirting with the idea of moving there. She had traveled back and forth several times from the fall of 1960 through the end of 1961, but decided to make it permanent in April 1962.

333 *businessman named Lee Engel*: Price, Victoria. *Vincent Price: A Daughter’s Biography*. New York: St. Martin’s Press, 1999, pages 290–91.

333 *Janis Paige and Doe Avedon*: *Nevada State Journal* (Reno, Nevada), 1/12/1955; *Morning Herald* (Uniontown, Pennsylvania), 6/1/1955; *Newark Advocate* (Newark, New Jersey), 6/21/1956.

333 “*Kay Thompson found her Great*”: *Nevada State Journal* (Reno, Nevada), 1/25/1966.

334 *she wept*: *New York Daily News*, 1/10/1975.

334 “*It is a wonderful place*”: *Los Angeles Times*, 8/3/1969.

334 “*kitsch paintings of priests*”: At the time Mart Crowley was interviewed for this book, he could not remember the name of the artist of these “kitsch paintings of priests, dressed in birettas and cassocks, doing unlikely things like walking a tightrope or swinging on swings in a playground.” In 2016, Crowley came across the *New York Times* obituary for Frank Whipple (1923-2016) and realized this was indeed the artist in question. Here is the link to Whipple’s *New York Times* obituary:

<https://www.nytimes.com/2016/06/30/arts/design/frank-whipple-whose-nun-paintings-drew-hollywood-fans-dies-at-93.html>. If you Google his name, many images of his art come right up. Crowley remembered “paintings of priests,” but Whipple seems to have been most prolific with his paintings of nuns doing unlikely things. His many famous clients included Ethel Kennedy (who was a friend of Kay Thompson and looked her up when she visited Rome in the 1960s), Lady Bird Johnson, Phyllis Diller, Buddy Hackett and Jonathan Winters.

335 “*We dined peacefully*”: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 2000, page 512.

336 *a pushy fashion magazine reporter*: Affron, Charles, ed. *8½: Federico Fellini, Director*. New Brunswick, N.J.: Rutgers University Press, 1987, pages 34–35. Although the part offered to Kay in *8½* was credited in the cast list as “The American Journalist’s Wife,” in the movie, the character was introduced to Guido (Marcello Mastroianni) as “a columnist for a ladies’ magazine” who is anxious to interview him. She says, “My

readers are *mad* for love stories. Can you tell me something about your love life?” In the original screenplay, the stage direction reads, “She uses an incorrect salutation in Italian, heavily accented and particularly grating... In ever-increasing close-up, she appears more and more grotesque.”

336 “leftovers from her days”: Boyer, Deena. *The Two Hundred Days of 8½: The Genius of Fellini’s Masterpiece*. New York: The Macmillan Company, 1964, pages 66–67.

When Kay turned down the part in *8½*, she recommended her friend Gilda Dahlberg, the widow of Swedish industrialist Bror Gustav Dahlberg (1881–1954), founder and chairman of Celotex Corporation, a Chicago-based building materials and plastics manufacturer. Although Gilda glamorized her background by telling friends she was born in Shanghai, she was actually born in Pittsburgh, Pennsylvania, on November 23, 1912. Her birth name was Rebecca Krieger. She was the sister of Alice Krieger Matz (wife of Louis Matz), the mother of arranger-conductor Peter Matz (one of Thompson’s many protégés). In her younger days, Gilda was a Ziegfeld girl but she had to give all that up when she married Bror, one of the wealthiest men in America. The couple maintained lavish homes in Chicago, Beverly Hills, New York, and Miami. They invested heavily in Broadway shows and were particularly beloved by the theater community because they never interfered with the artistic process. They were well-known socially in Hollywood, too. In 1947, Gilda partnered with *Meet Me in St. Louis* screenwriter Fred Finklehoffe to produce movies but, the following year, the partnership dissolved before anything got made. In *The Two Hundred Days of 8½: The Genius of Fellini’s Masterpiece* (Macmillan, 1964), author Deena Boyer described Gilda as “a former Ziegfeld girl, widow of a rich industrialist, herself a theatrical producer and film actress. She is four feet eleven inches tall, vivacious, pleasant, extremely conscientious.” In her first scene in the lobby of the hotel, when she pounces on Mastroianni with a barrage of interview questions, Gilda is an ostentatious fashion victim with too many frills, an overabundance of pearls around her neck, a pretentious pair of lorgnette eyeglasses which she waves in front of her eyes, an outlandish black hat curled up around the brim, and a goofy bleach-blonde flapper bob. In a later dinner party sequence, she is overdressed in “a luxurious red gown, feathers and fabulous jewels, all from her own wardrobe.” The production diary notes that Dahlberg was “well organized” on the set, arriving with “a wicker basket packed with crackers, French cheeses, and Burgundy in a silver flask, which she serves in crystal glasses.”

336 *On the social scene*: In *Fellini’s 8½*, the actor playing Gilda Dahlberg’s husband (identified in the credits as “The American Journalist”) was Eugene Walter (1921–1998). Born and raised in Mobile, Alabama, Eugene had migrated to Rome to become a weekly showbiz columnist for the *Rome Daily American* during the *La Dolce Vita* rush, the period when *Cleopatra* and a multitude of other major Hollywood movies were being made there. When Kay Thompson moved to Rome in 1962, she was charmed by Eugene’s Southern accent and they became fast friends (though completely platonic since he was gay). Through Eugene, Kay met a hunky, aspiring actor from Baxter, Tennessee, named Mark Herron (1928–1996), who likewise had landed a bit part in *8½* as “Luisa’s Admirer” (Luisa was played by Anouk Aimée). According to publicist John Springer, Kay eventually introduced Eugene and Mark to Judy Garland. A conflicting account in *Judy Garland: The Secret Life of an American Legend* (Hyperion, 1992) claims that Judy

met Mark Herron in California “at a party given by [costume designer] Ray Aghayan, who had known [Herron] in college.” In any event, by 1964, Kay, Judy, Mark, and Eugene were a mutual admiration society. According to Eugene’s memoir, *Milking the Moon: A Southerner’s Story of Life on This Planet* (Three Rivers Press, 2002), Judy asked him to throw her a party in Rome in the summer of 1964. Eugene tipped off fellow members of the press to meet her at the airport and he had dinner with her that night—several hours at a restaurant—but each time she needed to go to the bathroom, she’d get in her limo and go back to her hotel, then return to the restaurant. This happened numerous times throughout the protracted evening until, finally, she just never came back. Undaunted by her rude behavior, Eugene forged ahead and hosted a big, expensive party in her honor, attended by Thompson, Fellini, Noël Coward, Leontyne Price, composer Hans Werner Henze, and painter Baron Saint-Just. Mark Herron arrived fashionably late with Garland’s “trained nurse / lady-in-waiting” Mrs. Snow, but Judy was a no-show. “She called me in the middle of the party,” Eugene lamented, “and kept me on the phone for an hour to apologize and give me all the reasons why she had to leave. She said she wasn’t very good at facing crowds, and besides that, she had to get back [to London] to rehearse these new songs for a record.” With Kay by her side for coaching and moral support, Judy did fly to London on August 3, 1964, for the Capitol/EMI recording sessions of four songs from *Maggie May*, the new Lionel Bart musical playing in the West End: *The Land of Promises* and *It’s Yourself* (recorded 8/5/1964) and *Maggie May* and *There’s Only One Union* (recorded 8/6/1964). No one knew it at the time, but these four songs would turn out to be the very last recordings Garland ever made. The following year, on November 14, 1965, Judy married Mark Herron. This turn of events took Kay and Eugene by surprise because they knew that Mark was gay. Naturally, the marriage didn’t last; they separated in 1966 and became officially divorced on January 9, 1969. On March 15, 1969, Judy married Mickey Deans. She died on June 22, 1969.

336 *Mart Crowley crashed there*: Mart Crowley remained a lifelong friend of Robert Wagner and became one of the producers on Wagner’s hit television series *Hart to Hart* (ABC-TV, 1979–84).

337 *Judy Garland in I Could Go On Singing*: Schechter, Scott. *Judy Garland: The Day-By-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 246–47. As soon as shooting was completed for *I Could Go on Singing*, Judy flew from London to Lake Tahoe, where she filed for divorce from Sid Luft on September 28, 1962.

337 “*who could play trumpet like*”: *New York Times*, 12/3/1961, 12/14/1961, and 12/21/1961; *Show*, 7/1962; Hampton, Lionel, and James Haskins. *Hamp: An Autobiography of Lionel Hampton*. New York: Amistad Press, 1993, pages 136–37.

337 “*Kay made shorthand notes*”: *Oneonta Star* (Oneonta, New York), 5/5/1962.

338 “*a detective who is trying to catch*”: Sikov, Ed. *Mr. Strangelove: A Biography of Peter Sellers*. New York: Hyperion, 2002, page 185.

338 *ensemble that, originally, was to include: San Antonio Express* (San Antonio, Texas), 9/10/1962; *Fresno Bee Republican* (Fresno, California), 1/11/1963; Sikov, Ed, *Mr. Strangelove: A Biography of Peter Sellers* (New York: Hyperion, 2002), page 185; the Claudia Cardinale biography Web page posted on the Tribute to Claudia Cardinale website (www.claudiacardinale.co.uk/biography/biography.htm); the author's interview with Robert Wagner. "Audrey Hepburn was originally set for this cute-sounding picture," reported Sheila Graham in her September 10, 1962, column, "but she is still busy in *Paris When It Sizzles*, and afterward will take a long rest." That "long rest" ended abruptly the following month when Audrey broke her word and agreed to star with Cary Grant in *Charade* (Universal, 1963). Apparently the part, and/or the money, was more enticing than what *Panther* had to offer. French bombshell Brigitte Bardot was hired to replace Audrey, but that only lasted about five minutes. For reasons no one fully understood, Bardot suddenly decided not to do the movie, remarking, "I already know who's destined to take my place. There can be only one, and one alone. After BB comes CC, no?" She was referring to Claudia Cardinale, who was to Italy what Bardot was to France—exports of the sex goddess variety, though Claudia was not yet well known to American audiences. Perhaps heeding Bardot's suggestion, but more probably seizing the opportunity to save quite a bit of money, the producers promptly signed Cardinale to take over the role. *Panther* co-star David Niven did his duty by putting a positive spin on the low-rent substitution, announcing, "If you ask me, Claudia Cardinale is, after spaghetti, Italy's happiest invention." The invention, however, was not yet ready for English-language movies and her thick Italian accent would have to be overdubbed in post-production by someone who could speak the language. Despite Niven's seal of approval, other members of the cast were not so impressed. The freefall from Audrey to Brigitte to Claudia was a precipitous one.

338 *during Angela's soirees*: Albert, Marvin. *The Pink Panther*. New York: Bantam Books, 1964, page 18. This book is a novelization based on early drafts of the screenplay by Maurice Richlin and Blake Edwards.

338 "suddenly stop the plot": From Blake Edwards's director's commentary on the DVD extras for *The Pink Panther*, released in 2005 as part of the box set *The Pink Panther Film Collection* (MGM Home Entertainment, 4008301); *Los Angeles Times*, 10/31/1962.

338 "Latin jet-set" number: Mancini, Henry, with Gene Lees. *The Autobiography of Henry Mancini: Did They Mention the Music?* Revised ed. New York: Cooper Square Press, 2001, pages 138–39.

339 *wunderkind Yves Saint Laurent*: No longer with the House of Dior, Yves Saint Laurent had debuted his first independent collection earlier that year, and *The Pink Panther* would represent his first major movie exposure.

339 *dressed in clownish designs*: When Kay Thompson was cast to play the part of Angela Dunning, Cinecittà Studios' wardrobe mistress Annalisa Nasalli-Rocca went right to work designing her ensembles. First, there was a gold lamé, paisley-print tunic, to be worn over slacks, with a spherical fur puff to be perched on the top of her head. Next would be a formal evening dress, over-accessorized with a floor-length feather boa, purse

and long chiffon scarf—all in blinding hot pink to spoof the “Think Pink” fad in *Funny Face*. And, for a costume ball scene, the script called for her to dress up as Martha Washington, wearing an unflattering colonial frock with a ruffled, Grandma Moses bonnet. (Albert, Marvin. *The Pink Panther*. New York: Bantam Books, 1964, page 97. Novelization based on early drafts of the screenplay by Maurice Richlin and Blake Edwards.) Marion Marshall recalled, “Kay came in for a wardrobe fitting and was just aghast at what they were going to put her in.” After Thompson refused to wear the Martha Washington get-up, a compromise was made to let her dress up as Cinderella’s Fairy Godmother, resplendent in a twinkling ball gown complete with wand and tiara. When Brenda de Banzie took over the role, all the ensembles made for Kay (including the Fairy Godmother ball gown) were simply refitted with minimal adjustments.

339 *bloated the budget*: Server, Lee, *Ava Gardner: Love Is Nothing* (New York: St. Martin’s Press, 2006), page 401–402; Lord, Graham, *Niv: The Authorized Biography of David Niven* (New York: Macmillan, 2005), page 224; *San Antonio Light* (San Antonio, Texas), 11/12/1962; *Long Beach Press-Telegram*, 11/6/1962; *Lebanon Daily News* (Lebanon, Pennsylvania), 11/17/1962; and the author’s interview with Robert Wagner. Kay could be quite the diva, but her whims paled in comparison to those of Ava Gardner. “Ava, of course, could not simply be hired for the role,” wrote biographer Lee Server in *Ava Gardner: Love Is Nothing* (St. Martin’s Press, 2006). “She had to be wooed.” And meeting her face-to-face required a bit of a trek because, to escape the glare of Hollywood photographers, Gardner had moved to Spain. “[Producer Martin] Jurow was dispatched to Madrid,” Server noted, “and put through days and nights of cajoling, flattering, begging, led on a chase through the city’s nightlife, picking up the bills for Ava’s hungry, thirsty entourage, drinking with Gypsies and doing an improvised flamenco with a restaurant tablecloth tied around his waist.” Fearing the notorious Roman paparazzi (named after “Paparazzo,” the celebrity-chasing photographer in Fellini’s *La Dolce Vita*), Gardner asked that the production be moved to Madrid—a request that was summarily denied. If she were to brave Rome, then, her list of needs would include renting a gated villa, providing her with a limousine and driver, hiring a personal secretary, flying in Sydney Guilaroff of Hollywood to be her personal hairdresser, and retaining the services of “a particular private cook from a certain small Italian village.” It was leaked in Louella Parsons’ column that the tab for Gardner’s demands would have been “something like an added \$100,000.” And Ava wasn’t done taking them to the cleaners. When Yves Saint-Laurent was too busy with his spring collection to fly to Madrid to meet with Gardner, she “expressed aggravation,” but grudgingly acquiesced to a Parisian excursion, as long as her accommodations would rival visiting royalty. “Unfortunately, word had leaked to the press of Ava Gardner’s visit,” explained Server, “and the presence of photographers at the airport set off a temper tantrum of such foul-mouthed intensity that it left Jurow feeling stained.” “That was Ava,” Jurow fumed, “with swiveling hips and vulgar expletives ... She cursed the photographers, only to be jeered in return. She cursed me prolifically ... she cursed the driver and the luggage carriers, who were simply doing their jobs and had nothing to do with what she perceived as a betrayal.” Was it a betrayal? Were the photographers tipped off in order to generate press for the movie? Looking back on it now, *Pink Panther* co-star Robert Wagner suspects that’s exactly what happened: “They had the paparazzi all over her and she couldn’t move. And she said, ‘No. Fuck it. I’m not gonna do this.’” The

other version of the story is that a fed-up Jurow, in the middle of the night, slipped a letter of dismissal under the door of Gardner's presidential suite at the Hotel Athénée and, the following day, after \$1500 worth of furious long-distance phone calls to her lawyers and agents in Hollywood, she was drop-kicked back to Madrid with one less movie on her résumé. Either way, Ava was out of the picture. Privately, *Pink Panther* co-star David Niven must have breathed a sigh of relief because, although he liked Ava personally, working with her on *55 Days at Peking* had not been a day in the park. "[Ava] was still extraordinarily beautiful," noted Charlton Heston, one of the other stars on *Peking*, "but the problem was liquor. After three in the afternoon it was not going to be easy to get anything out of her." In fact, *Peking's* director, Nicholas Ray, had suffered a heart attack halfway through its Madrid shoot—reportedly brought about, in part, by the stress of working with Gardner. Although losing another one of his stars was not exactly soothing to his own ticker, *Pink Panther* director Blake Edwards was probably better off without Ava. But who could he get to replace her in a hurry? With only two weeks left before *The Pink Panther* was set to begin shooting, it was decided to go after Elizabeth Taylor. To understand the breadth of this hubris, one must take into account that Miss Taylor had just spent two and a half years filming the most expensive motion picture ever made, *Cleopatra*, for a record-breaking fee of \$1 million, establishing her as the biggest movie star in the world. Additionally, Taylor was keeping the press in a twitter over her on-set romance with Richard Burton, which was wrecking havoc on her high-profile marriage to Eddie Fisher (husband number four). The costs of Taylor, with all her trimmings, would inevitably bloat to Elizabethan proportions, making the combined demands of Gardner and Thompson seem thrifty. But, apparently, the producers felt Liz would be worth every penny, no matter how extravagant. The question was, how could they persuade her—especially on such short notice? "Elizabeth had a home in Gstaad," Robert Wagner explained, referring to the ritzy ski resort village in the Swiss Alps. "I was sent there by Marty [Jurow] to try to let her know this was a true thing. I had a long talk with her. She wanted a great deal of money—and they were prepared to pay her a lot of money—but she wanted to make the picture in England. It had something to do with Richard [Burton] and his being there—maybe he was doing a play there, or family, I don't remember exactly what. But they wouldn't change the locations to England and so that was that."

339 "*They were an item*": From Blake Edwards' director's commentary on the DVD extras for *The Pink Panther*, released in 2005 as part of the box set *The Pink Panther Film Collection* (MGM Home Entertainment, 4008301).

339 "*The replacement did not please*": Mirisch, Walter. *I Thought We Were Making Movies, Not History*. Madison: University of Wisconsin Press, 2008, page 163; *Fresno Bee Republican* (Fresno, California), 1/11/1963; *Pacific Stars and Stripes* (Tokyo, Japan), 1/13/1963; *San Mateo Times* (San Mateo, California), 4/18/1963. The timing of Ustinov's sudden departure—on Friday, November 9, 1962, just three days before shooting was set to begin—was enough to make grown men weep. The production company, the Mirisch Corporation, instituted a \$175,000 lawsuit against him, but the case was later dismissed.

339 "*I can't be in show business*": From the author's interviews with Mart Crowley and Marion Marshall Donen Wagner.

340 *Originally, there was a major subplot*: From *The Pink Panther* screenplay by Maurice Richlin and Blake Edwards, draft dated 1/30/1963, archived in the Walter Mirisch Papers at the University of Wisconsin, Historical Society Archives, Special Collections, with special thanks to archivist Harry Miller; Albert, Marvin. *The Pink Panther*. New York: Bantam Books, 1964, various pages throughout.

340 *“flipped her wig”*: Cedar Rapids Gazette (Cedar Rapids, Iowa), 11/30/1962.

340 *“A spokesman for the Mirisch”*: *Lebanon Daily News* (Lebanon, Pennsylvania), 11/17/1962.

340 *soon-to-be ex-wife of Dick Haymes*: *Oneonta Star* (Oneonta, New York), 5/15/1963; *Press-Telegram* (Long Beach, California), 9/27/1963. According to several insiders, Fran Jeffries seemed to be “getting awfully cozy” with Henry Mancini during the making of *The Pink Panther*, and the general consensus was that her casting was “a boys’ club decision.” When contacted by the author in 2008, Fran Jeffries denied that she and Henry Mancini were involved at that time. “No, not really,” Jeffries said. “No, not quite. I was still married [to Dick Haymes] but we were going to separate after the film and all that, soooo ... that’s that.” On March 15, 1963, a few days after shooting had ended, Jeffries and Haymes separated. On May 15, 1963, columnist Dorothy Kilgallen wrote, “Fran Jeffries and Dick Haymes are living apart, to the surprise of few.” They filed for divorce in September 1963 but the divorce was not finalized until January 12, 1965 (so she could marry director Richard Quine). She subsequently appeared in several films and did two nude layouts in *Playboy* (in 1971 and 1982).

340 *given to Brenda de Banzie*: If the filmmakers thought Brenda de Banzie would be a welcome relief from the shenanigans of Thompson, they were rudely mistaken. In Blake Edwards’s director’s commentary on the DVD extras for *The Pink Panther* (released in 2005 as part of the box set *The Pink Panther Film Collection*, MGM Home Entertainment, 4008301), Edwards said, “[Brenda] just was one of those people who made a lot of demands that were very hard to accommodate. When we traveled by train from Cortina back to Rome, she gave the Italian train crew such a problem that they put her car on a siding and just left her there in the middle of Italy somewhere.”

341 *“I’ve Got EWE Under My Skin”*: Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 515.

341 *a fad among such jet-set disciples*: *Ibid.*, page 510; Heymann, C. David. *A Woman Named Jackie*. New York: Lyle Stuart, 1989, page 308.

342 *“she was into beige”*: The staples of Thompson’s casual wear were hot pink Capri pants designed by Emilio Pucci, white Levi jeans, ivory corduroy slacks, and a white and brown horizontal-striped minidress. Her evening wear included a fabulous Herbert Sondheim orange silk bolero jacket with mink collar and a full-length orange skirt. In the daytime, she carried a large floral print tote bag by Contessa Margherita with a pink satin change purse. For nighttime, Kay owned a collection of clutch handbags by Mr. John, in

colors ranging from white to cobalt blue. And, for all occasions, she favored floor length chiffon scarves and leather gloves in white, ivory, or camel. For jewelry, she wore a blue topaz ring, a Gucci bracelet, and a watch. Her metamorphosis to black included an assortment of black bolero jackets by Balenciaga and Emilio Pucci, black leather gloves, and knee-high black boots. Items of Kay Thompson's 1960s wardrobe from Rome, which had been put into storage for nearly forty years, were retrieved in 2007 by her niece and nephew, Julie Hurd Szende and John Hurd (offspring of Kay's older sister, Blanche), the two people who control the Kay Thompson estate. In February 2007, the author was given access to inspect and inventory many of the articles of clothing. Courtesy of Julie Hurd Szende and John Hurd.

342 "*a pink Chanel*": From the author's interviews with Mart Crowley, Roland Flamini, and Janet Flamini.

342 "*hand-loomed knits*": *New York Times*, 7/20/1964; *Herald-American* (Syracuse, New York), 7/25/1965. The *Los Angeles Times*, 7/20/1964, reported that "the vivacious Kay Thompson ... flipped down the stately red-carpeted runway in Micia's black and white flared tunic over black pants that flared at the ankles."

342 "*slinky black and white print*": *Los Angeles Times*, 1/19/1968.

342 "*At collection time*": *News Journal* (Mansfield, Ohio), 11/18/1966.

342 "*I want to open a shop*": *Women's Wear Daily*, 10/24/1974.

342 "*Vegetables and ribbon*": From the author's 2004 interview with Marion Marshall Donen Wagner.

342 *La Mendola, a luxury ladies boutique*: *Lebanon Daily News* (Lebanon, Pennsylvania), 8/21/1970.

342 *led all of her famous friends*: *Syracuse Herald-Journal* (Syracuse, New York), 6/29/1965; *New York Times*, 1/17/1967; *Lebanon Daily News* (Lebanon, Pennsylvania), 8/21/1970.

343 "*One day Kay Thompson popped*": *Lebanon Daily News* (Lebanon, Pennsylvania), 8/21/1970.

343 *Coward tried to convince Kay*: Day, Barry. *The Letters of Noël Coward*. New York: Knopf, 2007, pages 709–10. *High Spirits* was originally proposed in 1953 as a Broadway vehicle for Thompson and Judy Garland.

343 "*sweet as ever and barmy as ever*": Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 1982, page 571.

343 *all-star thriller*: From the TVParty.com website, "The UN Goes to the Movies" by Mitchell Hadley (<http://www.tvparty.com/fall-un.html>). From the CommanderBond.net

website, “Ian Fleming’s Last Story: The Poppy Is Also a Flower” by Charles Helfenstein (<http://commanderbond.net/article/5170>).

343 *Kay volunteered to discreetly*: A photo of Rita Hayworth with Kay Thompson was distributed to the media from Rome, dated 11/23/1965. The caption read: “RITA HAYWORTH MEETS KAY THOMPSON IN ROME. Hollywood actress Rita Hayworth (left) and actress-writer Kay Thompson take a walk in central street Via Condotti, Nov. 22. Miss Hayworth has come here [to Rome] to be in *The Flower of Evil* [*sic*; the working title for *The Poppy Is Also a Flower*].”

344 *Lansbury paid homage: Pacific Stars and Stripes* (Tokyo, Japan), 8/20/1995.

344 “a jazzy, finger-snapping”: *New York Times Magazine*, 3/12/2000. Aside from “I’ve Got You to Lean On” from Stephen Sondheim’s *Anyone Can Whistle*, Angela Lansbury and four boys channel Kay Thompson and the Williams Brothers in the number “Me and My Town” (music and lyrics by Stephen Sondheim) which has shades of Kay’s compositions “The Interview” (aka “Madame Crematante”), “Poor Suzette,” and “Myrtle (of Sheepshead Bay)” all rolled into one.

344 *Kay to write the Rome segment: Los Angeles Times*, 9/27/1963; Fordin, Hugh. *The World of Entertainment! Hollywood’s Greatest Musicals: The Freed Unit at MGM*. New York: Doubleday, 1975, pages 518–23.

344 *dinner party for Sophia Loren*: In this excerpt from a 2002 letter to *Eloise* illustrator Hilary Knight, Hart Leavitt has his own Kay Thompson anecdote regarding Sophia Loren:

In 1967, I was granted a Sabbatical from my teaching career at Andover, and my wife Carol suggested we spend a year in Rome, which I thought was a magnificent idea.

Among the many startling and imaginative happenings that excited our lives in that fascinating old city was the discovery that Kay Thompson was then living in Rome, so one day I called her up and immediately we made plans to do things together.

One day she called to say that she was inviting some of her Roman friends for dinner and would we join them. It was a memorable evening, especially for a friendly question Kay asked me at dinner.

“Hart, what is the one thing above all others that you would like to do in Rome this year?”

I thought for a minute and suddenly an idea occurred to me: “I would like to meet Sophia Loren.”

“Yeah, I thought it would be something like that... typical make itch,” Kay said.

My wife chuckled, and my son, Ned, who was visiting us, said, “Wanna be there, too.”

Kay laughed and changed the subject.

A couple of weeks later, Kay called me and said, “I have something for you. Come on over.”

What she said was this: “I have talked to Sophia and everything has been arranged. She’d be delighted to meet you. What I told her was that you are a millionaire American businessman who wants to buy an estate in Rome so he can entertain famous Italians, like Sophia.”

I almost choked, literally and figuratively..... I knew dramatically that I never could act out that part convincingly, and Sophia would laugh at me, but I was ashamed to say so to Kay. She could get away with a show like that, easily.

Finally, I said it: “Kay, I couldn’t pull that off, much as I’d like to.”

Kay stared at me... then barked, “NO GUTS! Just like Pitkin. [Previously, Kay had proposed marriage to a friend of Hart’s named Brud Pitkin. When Pitkin turned down Thompson’s proposal, she told him he had “NO GUTS!”] Tell your wife to come over and see me.”

I never saw Kay alone again that year in Rome, but she had dinner several times with Carol, who once said, “There’s something sad about Kay Thompson, but I have no idea what it is. She did say once you were a fool to give up your chance to meet Sophia.”

And at times I do wish I’d tried to play the part in Kay’s trick. What would it have been like to play a game with one of the most beautiful women in the world, AND a great actress.

This letter by Hart Leavitt appears in its entirety in these endnotes as a reference for page 131, with the trailing phrase “first and foremost, attracted to men.” Under the same trailing phrase, see also an anecdote written by Hart’s son, Ned Leavitt, regarding his remembrances of Kay in Rome in 1967.

344 Loren’s recorded audition: Los Angeles Times, 11/11/1963.

344 a revolving door: Los Angeles Times, 9/27/1963; New York Times, 11/11/1963; Film Daily, 12/12/1963; Daily Variety, 5/16/1963; the MGM Collection, the Arthur Freed Collection, and the Roger Edens Collection archived at the University of Southern

California Cinema-Television Library, Ned Comstock, archivist; Fordin, Hugh. *The World of Entertainment! Hollywood's Greatest Musicals: The Freed Unit at MGM*. New York: Doubleday, 1975, pages 518–23. When Sinatra backed out of *Say It with Music*, he was replaced, sequentially, by Jack Lemmon, Robert Goulet, Rock Hudson, and Fred Astaire. The Ann-Margret role was passed down sequentially to Natalie Wood, Shirley MacLaine, and Lee Remick. After Vincente Minnelli departed, Blake Edwards was going to direct. Screenwriters included Arthur Laurents (1963–64), Leonard Gershe (1964–65), Betty Comden and Adolph Green (1965–66), George Wells (1966–67), George Axelrod (1968), and Blake Edwards and Ken Wales (1968–69).

344 “*The beastly fox*”: From unfinished, unpublished manuscript fragments to *Kay Thompson's The Fox and the Fig: A Bedtime Story*. Courtesy of Mart Crowley.

345 “*too decorative*”: Nordstrom, Ursula. *Dear Genius: The Letters of Ursula Nordstrom*. Edited by Leonard S. Marcus. New York: HarperCollins, 1998, page 164.

346 “*I am so disappointed*”: *Washington Post–Times Herald*, 4/22/1964.

346 “*What'll we do?*”: From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman's book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

346 “*If you want to have another*”: From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

346 *a ceremonial unveiling*: Brown, Eve, *The Plaza, 1907–1967: Its Life and Times* (New York: Meredith Press, 1967), pages 160–61; Gathje, Curtis. *At the Plaza: An Illustrated History of the World's Most Famous Hotel* (New York: St. Martin's Press, 2000), pages 126–27. Additional information based on the author's interviews with Hilary Knight, Carla Javits, Christina Krupka (whose father, Henry Krupka of D'Arlene Studios, photographed the event and kept notes on the attendees), and Curt Gathje. Those who attended the unveiling included Hilary Knight, New York City mayor Robert Wagner (no relation to the actor), Senator Jacob Javits, and his nine-year-old daughter, Carla, who pulled the cord for the big reveal.

346 “*Dear Eloise, We wish*”: Gathje, Curtis. *At the Plaza: An Illustrated History of the World's Most Famous Hotel*. New York: St. Martin's Press, 2000, page 126. The Beatles' telegram to Eloise, c/o Eve Brown, publicist for the Plaza, was dated April 14, 1964, three days prior to the unveiling of the new Eloise portrait.

347 *Kay finally met the Beatles*: From the author's 2008 interviews with Roland Flamini and Janet Flamini; *Independent* (Long Beach, California), 6/28/1965; Coward, Noël. *The Noël Coward Diaries*. Edited by Graham Payn and Sheridan Morley. London: Phoenix Press, 2000, page 602. Kay Thompson, Noël Coward, Roland Flamini, and Janet Flamini saw the Beatles perform in Rome on June 27, 1965, at Teatro Adriano.

347 “*Do Not Disturb*”: Letter from Kay Thompson to Alphonse Salomone, circa summer 1964. Kay enclosed a copy of the original Eloise “Do Not Disturb” sign from the 1957 Eloise Emergency Hotel Kit and asked Salomone to reproduce it for new ones to be used in the hotel. From the author’s collection.

347 “*For Lord’s sake*”: *New Yorker*, circa 4/1964; *New York Times Magazine*, circa 4/1964.

347 *entire front cover: Publishers’ Weekly*, 7/13/1964. The inside spread read, “Bravissimo! Eloise (still only six) is back at the Plaza, unleashing a flood of hilarity in a marvelously funny escapade devised by that mistress of comedy, Kay Thompson, gleefully abetted by artist Hilary Knight.” A charming illustration by Knight depicted the moppet loaded down with flippers, a life preserver, soap, scrub brush, sponge, shampoo, towel, fish food, underwater goggles, a boat paddle, and two cookies.

347 “*I wonder if I’m dead*”: Marcus, Leonard S., ed. *Dear Genius: The Letters of Ursula Nordstrom*. New York: HarperCollins, 1998, pages 181–82.

347 “*Oh, Hilary, please!*”: From the author’s 2005 interview with Hilary Knight.

347 “*Ursula, Kay has destroyed*”: *Ibid.*

347 “*Get over it!*”: *Ibid.*

348 *Rudi’s job to get Vespas: Time*, 10/22/1965.

348 “*I plunk my guitar*”: *Daily Review* (Hayward, California), 6/27/1971.

348 *Fenice died of diabetes: Women’s Wear Daily*, 4/28/69.

348 “*helped with her expenses*”: Deans, Mickey, and Ann Pinchot. *Weep No More, My Lady*. New York: Hawthorn Books, Inc., 1972, pages 212–13.

Chapter Fourteen: Life with Liza

349 “*Walk like you have ice water*”: From author’s 2009 interview with Dennis Christopher.

349 *Kay flew back: Independent Press-Telegram* (Long Beach, California), 11/8/1968; *Syracuse Herald-American* (Syracuse, New York), 5/6/1973.

349 *and The Hollywood Palace*: When Kay Thompson came to Los Angeles to appear on *The Hollywood Palace* (broadcast February 8, 1969), she had been booked by show’s producer Bill Harbach – Kay’s former aide de camp in 1948 when she was performing with the Williams Brothers at Le Directoire in Manhattan. Bill’s father was the famous

lyricist Otto Harbach. Bill had also appeared in *Good News* for which Kay did the vocal arrangements. Bill's other claim to fame was being the founding producer of NBC's *The Tonight Show*. During Kay's visit to Los Angeles in early 1969, she visited with Andy Williams, Barron Polan, Connie Polan Wald, Leonard Grainger, and other friends from days gone by, many of whom she had not seen during the years she had been living in Rome.

349 *large-scale reissue*: On April 29, 1969, at The Plaza in New York, a book launch party was held for Simon & Schuster's first major reissue of Kay Thompson's *Eloise* (originally published in 1955). Guests at the party included Kay Thompson, Hilary Knight, Angela Lansbury, Ethel Merman, Sally Kirkland Jr. (the actress; daughter of *Life* magazine fashion editor Sally Kirkland), Jacqueline Susann (author of *The Valley of the Dolls*), Anne Francine (who replaced Bea Arthur as "Vera Charles" in Broadway's *Mame*), actress Mariette Hartley, costume designer Robert Mackintosh, Anthony Pullen Shaw (son of Angela Lansbury and Peter Shaw), composer Cy Coleman, PR exec Bud Calisch, Simon & Schuster publicist Larry Vinick, and Plaza publicist Eve Brown. Two photos from this event appear in the photo insert section of this book showing Kay with Ethel Merman (#93) and Kay with Angela Lansbury (#94).

349 *all the major talk shows*: In late-1968 and 1969, in addition to her prime time appearance on *The Hollywood Palace*, Kay appeared on *The Tonight Show Starring Johnny Carson* (with substitute host Peter Lawford), *The Joey Bishop Show*, *The Mike Douglas Show*, *The Merv Griffin Show*, *That Show with Joan Rivers*, and a slew of others.

349 "I want to see about making": Daily Review (Hayward, California), 6/27/1971.

350 *Thompson sanctioned a new Eloise: House Beautiful*, 12/1969; *New York Times Magazine*, 10/3/1971.

350 "Kay did what godmothers": *New York Post*, 7/13/1998.

350 "They asked for a white one": *Newsday*, 3/4/2001.

350 "Judy had a bracelet": Frank, Gerold. *Judy*. New York: HarperCollins, 1975, page 629.

350 *Thompson's next "client"*: Several sources claimed that Thompson often referred to Liza Minnelli as "my client."

351 *a spoiled young heiress*: Kellogg, Marjorie. *Tell Me That You Love Me, Junie Moon*. New York: Popular Library, 1968, page 102.

351 *Thompson had been signed*: *Los Angeles Times*, 7/1/1969.

351 *1925 Rolls-Royce Phantom*: Identification of the Rolls-Royce that appears in *Tell Me That You Love Me*, *Junie Moon* was graciously verified by Julian Spencer, general secretary, Rolls-Royce Enthusiasts Club, England.

351 “zebra-striped Porthault sheets”: Smith, David, and Neal Peters. *Peter Allen: Between the Moon and New York City*. New York: Delilah Books, 1983, page 72.

352 “Would you come to dinner”: Dialogue transcribed from *Tell Me That You Love Me*, *Junie Moon* (Paramount, 1970), screenplay by Marjorie Kellogg, based on her novel.

352 “A little VO, some Grand Marnier”: Ibid.

352 *Eau de B’Otto*: From *The Mike Douglas Show* (syndicated, 11/18/1969) with guests Liza Minnelli and Kay Thompson.

352 *to follow in rapid succession*: *Women’s Wear Daily*, 4/28/1969; *Publishers’ Weekly*, 5/12/1969; *Harper’s Bazaar*, 11/1972.

353 *discussions with David Hockney*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman. Portions of the interviews appear in Stephen M. Silverman’s book *Dancing on the Ceiling: Stanley Donen and His Movies* (New York: Alfred A. Knopf, 1996).

353 “Arthur is awful”: Thompson, Kay. *Kay Thompson’s Miss Pooky Peckinpaugh and Her Secret Private Boyfriends Complete with Telephone Numbers*. Illustrations by Joe Eula. New York: Harper & Row, 1970.

353 “walking 26 blocks daily”: *Daily Tribune* (Great Bend, Kansas), 7/20/1970.

354 *Hayworth would replace Lauren*: *Oakland Tribune* (Oakland, California), 3/6/1971; *Lawton Constitution* (Lawton, Oklahoma), 5/14/1971; *Lowell Sun* (Lowell, Massachusetts), 5/28/1971.

354 “My mother really depended”: From the author’s 2009 interview with Princess Yasmin Khan. With considerable irony, Hayworth was replaced in *Applause* by Anne Baxter, who had played the treacherous understudy Eve Harrington in the original film version of *All about Eve*. Sadly, the progressive onset of Alzheimer’s disease forced Rita Hayworth into an early retirement in 1972 at the age of fifty-four. It was the eventual cause of her death in 1987. The following sidebar encapsulates the friendship between Kay Thompson and Rita Hayworth:

Rita Hayworth, Kay Thompson and Eloise...

by Sam Irvin

Kay Thompson’s closest pal may have been Judy Garland—but Kay was also very close to a number of other famous women, including Lena Horne, Ethel

Merman, Lucille Ball, Ava Gardner, Audrey Hepburn, and, of course, her own goddaughter Liza Minnelli. Few knew, however, that one of Kay's most lasting friendships was with Rita Hayworth.

Kay and Rita first met one another in 1939 when Rita was filming *Music in My Heart* opposite Tony Martin—featuring conductor Andre Kostelanetz. At the time, Kay and Tony were co-hosts of the popular CBS-Radio series *Tune-Up Time*, conducted by Kostelanetz, and Kay became involved in the making of *Music in My Heart* as a vocal arranger and vocal coach.

When Rita was filming *Gilda* (Columbia Pictures, 1946) – her most iconic starring role – Kay was exclusively contracted to MGM, but that didn't stop her from secretly moonlighting as Rita's vocal coach.

Rita explained: “I wanted to study singing, but [Columbia Pictures president] Harry Cohn kept saying, ‘Who needs it?’ and the studio wouldn't pay for it.” So, Rita took matters into her own hands and took private voice lessons from Kay.

“I once made and intercut eighty-four takes of a song with Rita singing,” recalled music arranger Fred Karger, referring to “Amado Mio,” a number performed in *Gilda*. “The effort was certainly made and Rita worked hard. She was going to Kay Thompson at the time.”

Hilary Knight, illustrator of Thompson's Eloise books, recalled, “Kay told me that she went with Rita into the music studio at Columbia and, while she was there, Harry Cohn came by, saw them working, and just broke it up. He lashed out at Kay, ‘You are not getting involved with this. Rita is going to be dubbed!’”

“Although Anita Ellis dubbed most of Hayworth's singing in the film,” noted the *AFI Catalog of Feature Films*, “Hayworth actually sang the acoustic guitar version of ‘Put the Blame on Mame.’” So, Kay's vocal training was not entirely for naught.

When Rita married Orson Welles in 1943, the couple often double-dated with Kay and her husband Bill Spier (the *Suspense* radio director-producer who had given Welles his very first job in radio on *The March of Time*). When Kay Thompson and the Williams Brothers exploded on the nightclub scene at Ciro's in Hollywood in 1947, Rita was frequently ringside and heartily endorsed the act in advertisements in *Daily Variety* and *The Hollywood Reporter* that read: “Thank you for what we all agree is the best and most original entertainment we have had in years.”

That same year, Kay and Bill Spier split up while Orson began cheating on Rita with Ava Gardner. Hoping to rearrange her friends into happier duets, Kay quietly intervened by introducing Ava to Howard Duff (star of Bill Spier's hit radio series *The Adventures of Sam Spade*). Just as Kay had hoped, Ava fell hard for Howard and, thusly, the affair with Orson came to an end. Rita greatly appreciated Kay's effort to save her marriage, but the bloom was off the rose—and they were officially divorced December 1, 1948.

Meanwhile, Rita had become engaged to Prince Aly Khan and one of the couple's first public outings was to see Kay's nightclub act at the Beverly-Wilshire in December 1948. In fact, Rita came twice with her royal fiancé and volunteered to the press, “We're amazed at Kay's vitality and think the show is worth a bottle of vitamin pills.”

When Kay brought her nightclub act to perform in Paris in the summer of 1950, Rita and Prince Aly Khan—now newlyweds—were ringsiders nearly every night. Gossip columnists reported that Kay often socialized with the couple on their yacht.

“Kay told me she went on Aly Khan’s yacht in the south of France,” recalled Deanna Wenble, Liza Minnelli’s manager in the 1970s. “He’d just been married to Rita Hayworth for a very short time. Kay said he made a pass at her but she didn’t accept his advances.”

Rita divorced Prince Aly Khan in 1953 but her loyalty to Kay remained steadfast. In 1958, Kay Thompson’s third runaway best-seller was published: *Eloise at Christmastime*, featuring Hilary Knight’s whimsical illustrations. As a tribute to Kay’s enduring friendship with Rita, the book included a cameo appearance by none other than Rita herself, elegantly dressed to kill in an evening gown and fur stole, crossing the lobby of New York’s Plaza Hotel – as Eloise spies on her from a nearby potted palm.

As the years progressed, Kay and Rita continued to cross paths as friends and colleagues. While living in Rome in the 1960s, Kay was offered the opportunity to co-star with Rita in Terence Young’s all-star thriller *The Poppy Is Also a Flower* (ABC-TV, April 22, 1966; subsequently released theatrically), based on a story by Ian Fleming. Aside from Rita, the dream cast included Yul Brynner, Marcello Mastroianni, Omar Sharif, Trevor Howard, Angie Dickinson, Stephen Boyd, Eli Wallach, and numerous other big names (including Princess Grace of Monaco, coaxed out of retirement for a “special introduction”).

Kay was offered the role of Madame Dubonnet, a wealthy socialite, but ultimately the producers would not meet her demands, so she turned it down. (While in Rome, Kay also foolishly turned down offers to play featured roles in *Fellini’s 8½* and Blake Edwards’ *The Pink Panther*.)

Instead, Thompson recommended the flamboyant woman who had replaced her in *Fellini’s 8½*, Gilda Dahlberg (aunt of Kay’s protégé / accompanist Peter Matz) – and that’s exactly who ended up in the role.

Few knew, however, that Kay’s involvement with *The Poppy Is Also a Flower* did not end there. When Rita was having trouble remembering her dialogue, Kay volunteered to discreetly help her on the sidelines, free of charge.

When Kay moved back to New York in 1968, she moved into the Plaza Hotel in New York where, because of her ongoing *Eloise at the Plaza* book promotions, she was given free rent.

In 1971, when it was announced that Rita Hayworth would replace Lauren Bacall as Margo Channing in the Broadway hit *Applause*—the musical adaptation of *All About Eve*—Rita moved into the Plaza to be near Kay.

“My mother really depended on Kay,” recalled Princess Yasmin Khan (daughter of Hayworth and Prince Aly Khan). “And Kay was always there for her. They were very, very close. For *Applause*, Kay was coaching my mother, trying to help her with her confidence, but my mom was sick and she couldn’t remember anything. So, it was a real drama and turmoil and panic. Of course, none of us knew it was Alzheimer’s. Finally, my mother had to pull out.”

With considerable irony, Anne Baxter—who had played Eve in the movie version of *All About Eve*—took over the role of Margo Channing when it was determined that Rita was simply not capable of performing a live show.

Princess Yasmin Khan added: “I knew my mother had been drinking and, even though it wasn’t that much, I didn’t know anything else to blame it on other than that. Kay was there for me and she was just amazing. She was so loving and caring. I just remember her enormous warmth and love. I know she had an incredible personality and I had heard she was difficult with some people, but never with me and never with my mother.”

Sadly, after an excruciatingly slow decline, Rita eventually passed away from Alzheimer’s disease in 1987.

354 *lessons to Carrie Fisher: News Journal* (Mansfield, Ohio), 1/4/1973.

354 *helped create nightclub acts: Syracuse Herald-Journal* (Syracuse, New York), 3/3/1972; *Variety*, 3/8/1972; *Chicago Tribune*, 2/27/1977.

354 *preached style and method acting: Smith, David, and Neal Peters. Peter Allen: Between the Moon and New York City.* New York: Delilah Books, 1983, pages 72–73.

354 *taught Prince Albert: New York Observer*, 7/20/1998.

354 “*You're wearing a white*”: *Ibid.*

354 *discussions of teaming Judy: In January 1968, Judy Garland met with producer Robert Fryer, director Gene Saks, and composer-lyricist Jerry Herman about replacing Angela Lansbury on Broadway in Mame when Lansbury was scheduled to leave the show in the spring of 1968. Herman reported that Judy sang the entire score for them. They all agreed that Judy would be too unreliable for the rigors of the Broadway show, but she was deemed first choice for the film version. The film rights had just been purchased in January 1968 by Warner-Seven Arts, but the deal stipulated that the movie could not be released before 1971 to avoid competition with the stage show. Lansbury openly campaigned for the movie role, but was not considered to be enough of a boxoffice draw. Warner-Seven Arts approved the Judy Garland casting choice and, according to publicist John Springer, Kay Thompson was the top choice to play Vera Charles opposite Judy, with George Cukor in negotiation to direct. Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend.* New York: Cooper Square Press, 2002, page 325, 344, 346, 349. Sanders, Coyne S. and Tom Gilbert. *Desilu: The Story of Lucille Ball and Desi Arnaz.* New York: Harper Paperbacks, 1994, pages 336-337. The author’s 1999 interview with John Springer.*

354 *it was announced that Lucille: After Judy Garland died in June 1969, Warner-Seven Arts, producer Robert Fryer, and director George Cukor agreed to offer the lead in the film version of Mame to Elizabeth Taylor—but she passed. On December 28, 1971, columnist Joyce Haber announced in the Los Angeles Times that Lucille Ball had been signed for the film role. The first week of January 1972, however, Ball broke her leg in a skiing accident while on vacation in Colorado. To allow Lucy time to heal, Fryer*

postponed production until January 1973. Because of the lengthy delay, Cukor dropped out and was replaced by Gene Saks who had directed the Broadway show. Meanwhile, Bette Davis campaigned for the supporting part of Vera Charles but neither the producers nor Ball cottoned to that idea. Then Vivian Vance threw her name into the hat. “They wouldn’t even consider it,” Vivian lamented. “It would have been too much like Lucy and Ethel again.” According to the August 10, 1972 edition of *The Hollywood Reporter*, the role of Vera Charles had circled back to Kay Thompson who was in negotiation and “virtually signed.” Nevertheless, when Kay’s demands became insurmountable, the part was finally awarded to Bea Arthur who had played the character on Broadway and just so happened to be the wife of Gene Saks. Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, pages 325, 344, 346, 349. Sanders, Coyne S. and Tom Gilbert. *Desilu: The Story of Lucille Ball and Desi Arnaz*. New York: Harper Paperbacks, 1994, pages 336-337. *Los Angeles Times*, 12/28/1971. *Hollywood Reporter*, 8/10/1972. The author’s 1999 interview with John Springer.

354 “do not try to sing the songs”: *Los Angeles Times*, 1/14/1973.

354 tried to persuade Thompson: *Los Angeles Times*, 1/13/1973; *Harper’s Bazaar*, 11/1972.

355 “I mean, bombastic Kay”: *Los Angeles Times*, 1/13/1973.

355 twinge of *schadenfreude*: Kay apparently had some mixed feelings about Lucille Ball. Although they were great pals ever since meeting at MGM in 1943, Kay confided with her inner circle that Lucille was not always the loveable “Lucy Ricardo” everyone knew and adored from “I Love Lucy.” Columnist Liz Smith recalled, “Kay Thompson always said Lucy was exactly like her character in ‘The Big Street’ (based on the Damon Runyon tale of a crippled, embittered showgirl who treats Henry Fonda like dirt). She did not love Lucy.” Kay may not “loved” everything about Lucille, but their friendship certainly endured through several decades better than most. According to Robert Osborne, Lucille never wavered in her unqualified admiration of Kay’s genius as a coach and musician. Liz Smith column, wowOwow.com, 8/26/2011; from the author’s interview with Robert Osborne.

355 George Roy Hill asked Kay: *Women’s Wear Daily*, 4/28/1969; *Los Angeles Times*, 8/29/1969; *Oakland Tribune* (Oakland, California), 10/26/1969. When director George Roy Hill bought the movie rights to David W. Elliott’s gay coming-of-age novel *Listen to the Silence*, he wanted Thompson to play Miss Runson, the stern matron of the mental institution—a slightly less malevolent version of Nurse Ratched from *One Flew over the Cuckoo’s Nest*. But, after the disappointing box-office performance of Hill’s art house film *Slaughterhouse-Five*, he chose to go off in a more commercial direction by reuniting his *Butch Cassidy and the Sundance Kid* stars, Paul Newman and Robert Redford, for *The Sting*—which became a huge hit and won the Best Picture Oscar. With Hill in demand for more commercial fare, *Listen to the Silence* never got made.

355 “really nutty”: *New York Daily News*, 1/10/1975. When Kay turned down the leading role of the old hag in Louis Malle’s *Black Moon*, the celebrated German actress, Thérèse Giehse, was cast instead.

355 “Although Liza Minnelli”: *Los Angeles Times*, 6/21/1970.

355 “Stick with Halston”: From the author’s 2002 interview with Joe Eula.

355 “influential buildup”: *Lebanon Daily News* (Lebanon, Pennsylvania), 11/12/1970; *Harper’s Bazaar*, 5/1972. *British Vogue*, 9/1/1973, with Liza Minnelli on the cover, featured “fragments of [Minnelli’s] biography to be published next spring,” written by Kay Thompson, with photos of Liza taken by Peter Sellers.

355 “A Day in the Life of Liza”: *Harper’s Bazaar*, 5/1972.

356 “I don’t like looking back”: *Harper’s Bazaar*, 11/1972.

356 explosive exposé: *New York Times*, 12/4/1972.

356 *JFK, Jackie Kennedy*: *Time*, 12/18/1972; *Washington Post*, 12/19/1972.

356 “B-12 shot”: *Harper’s Bazaar*, 11/1972.

356 *Craver, the manager du jour*: *New York Times*, 8/9/1972.

356 “She was given 24 hours”: *Pocono Record* (Stroudsburg, Pennsylvania), 12/21/1972. “Kay was furious,” Hilary Knight remembered, “and she told the management, ‘Okay, you can’t have anything. The Eloise portrait has to come down. The postcards must stop.’ And everything to do with Eloise just vanished. The portrait came down briefly but then, somehow, it got put back up, and Kay said, ‘You can’t identify it as Eloise,’ so they removed the little gold plaque that was on the frame at the bottom that said it was Eloise. Of course, it didn’t matter because everybody knew who she was.”

356 home of her sister, Blanche: *Pocono Record* (Stroudsburg, Pennsylvania), 12/21/1972.

357 old apartment had been given: *Women’s Wear Daily*, 10/24/1974.

357 covered the grand piano: *Independent Press-Telegram* (Long Beach, California), 3/14/1976; *Lawton Constitution* (Lawton, California), 3/15/1976.

357 “in the shape of a great”: *Chicago Tribune*, 10/4/1973.

357 “the Pope eating spaghetti”: *Women’s Wear Daily*, 10/24/1974.

358 “Look! God’s paring”: From the author’s interviews with Liza Minnelli, Lorna Luft, and Joe Luft.

358 “*Kay was Ga and I was Trix*”: From the author’s 2008 interview with Liza Minnelli. According to several Thompson acquaintances including Bill Goulding, Kay busied herself on-and-off for years writing an untitled screenplay about Trix and Ga as a vehicle to star Liza and herself. Other characters were being developed with Alain Delon and James Mason in mind to co-star. But, like so many unfinished Thompson projects, this screenplay never congealed beyond random dialogue scenes with no discernible plotline.

358 “*You need to buy yourself*”: From the author’s 2002 interview with Michael Feinstein.

358 “*Enthusiasm and imagination*”: Reed, Rex. *People Are Crazy Here*. New York: Dell Publishing Co, Inc., 1975, page 111.

358 “*Drink lots of orange juice*”: From the author’s 2002 interview with Michael Feinstein.

358 “*Do it for Donnie*”: From the author’s 2008 interview with Liza Minnelli.

358 *joined at the hip*: *Los Angeles Times*, 6/18/1973 and 7/4/1973; *Chicago Tribune*, 6/10/1973; *Pocono Record* (Stroudsburg, Pennsylvania), 6/7/1973; *New York Post*, 5/26/1973.

358 “*Kay Thompson was with them*”: Leigh, Wendy. *Liza: A Biography of Liza Minnelli*. New York: Dutton, 1993, pages 152–53.

358 “*a rotten bastard*”: When Peter Sellers dumped Liza Minnelli, Kay Thompson was absolutely furious—and vented her anger openly. Columnist Jack O’Brian wrote, “Kay Thompson got pretty lippy with the newshawks and photogs when she lobbygowed along after Liza Minnelli” as they dashed through an airport. Kay was quoted saying that Peter was “a rotten bastard for the way he treated my beautiful Liza.” Curiously, Michael Caine reported in his 2010 memoir, *The Elephant to Hollywood*, very similar words coming from the mouth of Marlene Dietrich: “You are a friend of Peter Sellers? Well, you may tell him from me that he’s a bastard to treat Liza in this way! Why are you friends with a man like him?” With all due respect to Mr. Caine, it seems that his memory must have somehow transposed Kay Thompson for Marlene Dietrich—particularly when he goes on to quote Dietrich as saying, “Liza is my goddaughter. And you should dress better when you go out! You look like a bum!” Of course, Dietrich was not Minnelli’s godmother; Thompson was. And, it is common knowledge that Kay rarely left Liza’s side throughout those weeks in London during May and June 1973. In fact, Caine himself reports that just days before the breakup, Peter Sellers, Liza and Kay had been guests at his home, the Mill House on the Thames, where a group Polaroid photograph had been taken. That photo is published in Caine’s book. Not to belabor the inaccuracies of Mr. Caine’s reportage, but he also claims that the Peter Sellers-Liza Minnelli break-up occurred just before Liza Minnelli’s birthday party “at Rex Harrison’s flat.” In fact, Liza Minnelli’s birthday is on March 12. At that time in 1973, Liza was engaged to Desi Arnaz Jr. and was spending most of her time in Los Angeles where, on March 27, she collected the

Best Actress Oscar statuette for her performance in *Cabaret*. Liza did not cross paths with Peter Sellers until she traveled to London that May. On May 11, 1973, Sellers attended a *Liza with a Z* concert at the Palladium. He was entranced with Liza, met her backstage afterwards, and “swept her off her feet.” A few days later, Liza broke off her engagement to Arnaz and then, on May 21, 1973, at a press conference at the Savoy Hotel in London, Liza and Peter announced they were engaged. On May 24, 1973, it was reported that Peter, Liza, and Kay Thompson arrived together to attend the memorial service for Noël Coward. The following day, Liza and Kay flew back to the United States because Liza had three nights of concerts scheduled in Chicago (May 30-June 1). But, immediately thereafter, Liza and Kay flew back to London so that Liza could resume her whirlwind romance with Sellers (with Kay always hovering nearby). Before the end of June, however, Peter had decided to end it. There was a crowd. *USA Today*, 12/18/2007. *New York Post*, 5/26/1973. *Los Angeles Times*, 6/18/1973 and 7/4/1973. *Chicago Tribune*, 6/10/1973. *Redlands Daily Facts* (Redlands, CA), 5/21/1973. *The Independent* (Long Beach, CA), 5/23/1973 and 5/29/1973. *Pocono Record* (Stroudsburg, Pennsylvania), 6/7/1973. Sikov, Ed. *Mr. Strangelove: A Biography of Peter Sellers*. New York: Hyperion, 2002, pages 327–28. Mair, George. *Under the Rainbow: The Real Life of Liza Minnelli*. Secaucus, NJ: Birch Lane Press, 1996, pages 137-140. Schechter, Scott. *The Liza Minnelli Scrapbook*. New York: Citadel Press, 2004, page 166. Caine, Michael. *The Elephant to Hollywood*. New York: Henry Holt and Company, 2010, pages 156–157, and 112-L (group photo of Kay Thompson with Peter Sellers, Liza Minnelli, Vincente Minnelli, Michael Caine, and others).

359 *remake of Camille*: Zeffirelli, Franco. *Zeffirelli: An Autobiography*. New York: Weidenfeld & Nicolson, 1986, pages 114, 266–67, 234-D (photo of Liza Minnelli, Kay Thompson, and Pippo Pisciotto).

359 *screen test was filmed*: *Ibid.*, pages 266–67, 138a (photo of Liza Minnelli in period wardrobe from the screen test for Zeffirelli’s *Camille*).

359 “*fragments*”: *British Vogue*, 9/1/1973.

359 “*The biggest influence*”: *Ibid.*

359 “*We’re giving a fashion*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

359 “*Funny Face lit up like*”: *Ibid.*

360 *a celebrity model*: *Los Angeles Times*, 6/8/1969; *New York Post*, 10/16/1969; *New York Times*, 1/17/1970; *Vogue*, 8/15/1972; *Newport Daily News* (Newport, Rhode Island), 10/18/1973 and 1/18/1974.

360 *at two annual Coty*: In October 1969, Kay Thompson was a model for Halston at the 27th Annual Coty American Fashion Critics Awards. The *New York Post* ran a head-to-toe photo of Thompson with this caption: “A hit of this week’s Coty Fashion Awards show was Kay Thompson, cavorting across the stage in this Halston outfit of crushy

velvet and floaty chiffon.” Then, in October 1973, Thompson was a model for Piero Dimitri at the 31st Annual Coty American Fashion Critics Awards, hosted by Dina Merrill, “actress and vice-president of Coty, Inc., sponsors of the Awards since their inception in 1942.” The awards ceremony was presented at Alice Tully Hall at New York’s Lincoln Center to an audience of 900. Oscar de la Renta, a three-time past winner, was given the Coty Fashion Hall of Fame Award. Stephen Burrows and Calvin Klein were both awarded special Coty “Winnie” awards. The 1973 Coty Menswear Fashion Awards went to Ralph Lauren (hot off of designing costumes for *The Great Gatsby*) and Piero Dimitri. “Dimitri, exponent of the quietly elegant yet thoroughly contemporary feeling in menswear, showed his new mutations in classic male fashions such as a black satin dinner suit to be worn three ways for varying degrees of formality, his revival of the tailcoat in a new softened version, which was highlighted in this scene of the fashion show when Kay Thompson, the actress and choreographer, appeared wearing the new tails and top hat in pink satin. . . ‘In America, anything is possible,’ says Dimitri who, on a bold whim, telephoned the dancer—then a stranger—to ask her to be one of his mannequins. ‘Kay uses the runway like a stage and creates magic with every rakish step,’ says Dimitri. She gave him an instant ‘yes’ answer. Kay brought her famous godchild, Liza Minnelli, to the fittings. Liza, a devotee of Halston, has shown interest in a pink tuxedo for herself—but didn’t order, out of loyalty to Halston. However, Kay Thompson might give Liza a pink Dimitri suit as a gift.” *New York Post*, 10/16/1969. *Newport Daily News* (Newport, Rhode Island), 10/18/1973 and 1/18/1974.

360 *her undervalued potential*: In the lavish program for *Grand Divertissement à Versailles*, 11/28/1973, the “Divertissement Americain” page is headlined with “Produced and directed by Kay Thompson; Starring Liza Minnelli.” Program reference courtesy of Bill Dugan.

360 *Théâtre Royal du Château de Versailles*: From the program for *Grand Divertissement à Versailles*, 11/28/1973, courtesy of Bill Dugan.

360 *\$16 million acquisition*: *Los Angeles Times*, 11/18/1973.

361 *at Dr. Feelgood’s office*: According to the *New York Sun*, 9/20/2005, “Jacobson was charged with 48 counts of unprofessional conduct,” and his license was revoked in 1975. After he was no longer legally allowed to practice medicine, there are claims that he discreetly continued seeing certain loyal patients, though, if true, we can only guess how he managed to dispense methamphetamines and other prescription drugs. He died in December 1979 at the approximate age of 79. In the absence of Max, few were denied their drugs of choice as copycat Dr. Feelgoods sprung up everywhere.

361 *“I got on the phone”*: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

361 *Cole Porter songs*: *New York Times*, 8/19/2001.

361 *“Love’s Theme”*: “Love’s Theme” (Barry White) by the Love Unlimited Orchestra, hit No. 1 on *Billboard’s* Top 100 for the week of February 9, 1974.

362 “*What was really essential*”: Mower, Sarah. *Oscar: The Style, Inspiration and Life of Oscar de la Renta*. New York: Assouline Publishing, 2002, pages 90, 97.

362 “*Walk like praying mantises!*”: *Women’s Wear Daily*, 10/24/1974. Also, in *The New York Times*, 1/13/2011, model Pat Cleveland recalled that Thompson “gave her charges a piece of sage though slightly loopy advice that she, at least, has held on to throughout her long career.” Thompson’s directive was: “Pop the seed and grow toward the light.”

362 *Forty models*: The models included: Karen Bjornson, Pat Cleveland, Nancy North, Alva Chin, Chris Royer, Shirley Ferro, Billie Blair, Apollonia Von Ravenstein, Cara Araque, Amina Warsuma, Heidi Lieberfarb, Ramona Saunders, and Bethann Hardison. In an interview conducted by legendary model Iman, posted 9/7/2010 on the website for the Washington, D.C., radio station MAJIC 102.3 (<http://mymajicdc.com/>), Bethann Hardison recalled her experience as a model for the Versailles show: “The thing that was so great about it was the American designers went with a very small crew, with Kay Thompson, Joe Eula, and Liza Minnelli. We had simplicity, but the French had the production. They had the Crazy Horse Saloon; they had Nureyev. But the thing that was unique about us was the girls of color. The black girls had that personality, and it was something that wasn’t typical back in the early ’70s ... That night at Versailles, we introduced the talent of girls of color to the French designers. People don’t know that there are real people who took some shit. Even when Paco Rabanne wanted to have a black model in his show, there was an editor who spat on him. His family begged him [not to], because it was hurting his business. But that was before Versailles.”

362 *several famous women*: Other famous women to appear in Halston’s segment were Betsy Theodoracopulos (the former model and New York socialite) and Carola Polakov (designer).

363 *mistaken metric*: Blass, Bill. *Bare Blass*. New York: HarperCollins, 2002, pages 123–24.

363 *impatiently awaited*: Gross, Elaine, and Fred Rottman. *Halston: An American Original*. New York: HarperCollins, 1999, page 20.

363 “*Fed up with*”: Blass, Bill. *Bare Blass*. New York: HarperCollins, 2002, page 124.

363 *Le Grand Divertissement*: The title *Le Grand Divertissement à Versailles* was modeled after the title of the show put on by Louis XIV in 1668 to celebrate his victory over Spain.

363 *designed by Jean-François*: *Syracuse Herald-Journal* (Syracuse, New York), 11/21/1973; *New York Times*, 4/2/1992. “Jean-François Daigre ... partner in the Valerian Rybar & Daigre Design Corporation of New York and Paris ... one of the world’s most expensive decorating and architectural design firms.” Daigre died of AIDS at age fifty-six in 1992.

364 “*I’ll never forget Yves*”: Gross, Elaine, and Fred Rottman. *Halston: An American Original*. New York: HarperCollins, 1999, page 22.

364 “*Not since Eisenhower*”: *New York Times*, 8/19/2001.

364 “*It was the robbery*”: *Los Angeles Times*, 12/2/1973.

364 “*Like a big show*”: Gross, Elaine, and Fred Rottman. *Halston: An American Original*. New York: HarperCollins, 1999, page 22.

364 “*They agree to disagree*”: *New York Times*, 12/3/1973.

364 “*the Valhalla of American*”: Blass, Bill. *Bare Blass*. New York: HarperCollins, 2002, pages 121–22.

364 “*We did Versailles in*”: *Women’s Wear Daily*, 10/24/1974.

364 “*It was just the most*”: From Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

364 *a coffee table book*: *New York Daily News*, 1/10/1975; from Stephen M. Silverman’s August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

365 “*the moment American*”: *New York Times*, 9/10/1993. Also, on January 24, 2011, the Costume Institute of the Metropolitan Museum of Art staged “a rare gathering—a kind of Oprah moment—a luncheon to honor as many of the ‘ethnic’ models from that fabled event [at Versailles in 1973].” The luncheon was hosted by Harold Koda, curator of the Costume Institute, and Donna Williams, chief audience development officer; co-hosted by Oscar de la Renta and Stephen Burrows. The models being celebrated included Billie Blair, Alva Chinn, Pat Cleveland, Norma Jean Darden, Bethann Hardison, Barbara Jackson, China Machado, Ramona Saunders and Amina Warsuma. *New York Times*, 1/13/2011.

365 *a whole new career*: *Women’s Wear Daily*, 10/24/1974.

365 *underscored with Burt Bacharach’s*: *New York Times*, 9/22/1974; *New York Post*, 9/23/1974. Songs from the Burt Bacharach–Hal David score to the Broadway musical *Promises, Promises* (1968–1972) were also utilized in the fashion show.

365 “*Twenty-five models*”: *New York Times*, 9/22/1974.

365 “*I wanted it to look*”: *New York Post*, 9/23/1974.

365 “*Miss Thompson*”: *New York Times*, 9/22/1974.

365 “*Surrounding Kay*”: *New York Post*, 9/23/1974.

365 “*smasheroo*”: *New York Times*, 9/22/1974.

365 *Donna Karan*: When Anne Klein died of cancer in 1974, her assistant, Donna Karan, became head designer for the company and chose Thompson to direct the presentation of her first collection. When Kay decided to show the tropical resort wear in a grimy, industrial warehouse setting, some of the Klein establishment feared she’d lost all her marbles, but critics and buyers went positively nuts over the unusual juxtaposition. At the conclusion of the show, amid screams of approval, Thompson gave Karan a great big bear hug and said, “You just went out and came back a star.” When Thompson’s name was mentioned to Donna Karan in 2008, her eyes lit up and she exclaimed, “Oh my God, Kay! She was so important in my life. She meant so much to me and I wouldn’t be here today without her. After Anne passed away, Kay was the one who helped me produce my first show for Anne Klein. I was just 25-years-old and Kay was my total inspiration through the best of times and the worst of times. She was motherly, delicious, and made it all happen. She was the creative Mom who stood by my side through the whole process. I couldn’t have done it without her.” In *Women’s Wear Daily*, 10/24/1974, Catherine Bigwood wrote: “Now Ms. Thompson is known around town as the lady who turns predictable fashion show formats into unexpected theatrical events. She stages her sophisticated, stylized, slick tableaus in the most unlikely places—on moving escalators in suburbia (Bergdorf Goodman’s White Plains opening), in a shipping room (Anne Klein’s resort collection) and in an ancient gold and blue French theater (Versailles)—and even the most jaded fashion show habitués are impressed.” *New York Times*, 5/16/1974; *Women’s Wear Daily*, 10/24/1974.

365 “*You just went out*”: *New York Times*, 5/16/1974.

366 “*Actually, the thing was*”: Griffin, Mark. *A Hundred or More Hidden Things: The Life and Films of Vincente Minnelli*. Cambridge, Mass.: Da Capo Press, 2010, page 292.

366 “*live snakes as jewelry*”: From the Marchesa Casati website at www.marchesacasati.com.

366 “*Liza’s going to do*”: Transcribed from the Kay Thompson interview on *New York, New York* (show 283), broadcast on the VOA (Voice of America) Radio Network, July 28, 1973. Hosted by Ben Grauer and Lucy Chernova. Courtesy of the U.S. National Archives in Washington, D.C.

366 “*a brainless gumbo*”: Leigh, Wendy. *Liza: Born a Star*. New York: Dutton, 1993, page 176.

367 *Archdeacon Peter Delaney*: A longtime friend of Judy Garland, Peter Delaney first met Thompson when he was working at NBC Studios in 1962 during the shooting of *The Judy Garland Show*. When he was working on *The Hollywood Palace* in the late 1960s, he met Kay again when she was a guest on February 8, 1969. Five weeks later, having joined the clergy in London as rector of the University Church, Delaney presided over the March 15, 1969, marriage of Judy Garland and Mickey Deans. In 1973, Liza Minnelli

and Kay visited Delaney in London and, inside the University Church when it was closed, the two ladies recorded an impromptu duet of “Great Day” (with piano accompaniment by Thompson). Minnelli still has that historic recording, and it is hoped that one day it will be released for all to enjoy.

368 *hot to trot*: *New York Daily News*, 3/26/1976; *Syracuse Herald-Journal* (Syracuse, New York), 3/31/1976; *Pocono Record* (Stroudsburg, Pennsylvania), 11/1/1976; *Daily Intelligencer* (Doylestown, Pennsylvania), 4/26/1978; *Syracuse Herald Journal* (Syracuse, New York), 7/15/1978.

368 *at Ted Hook's Backstage*: After-Party Honoring Ralph Blane at Ted Hook's Backstage Restaurant, 318 W. 45th Street, New York, NY, next to the Martin Beck Theatre, Sunday, 3/30/1976. In the piano bar, Kay Thompson performed an impromptu one-hour concert, singing and keyboarding her own unique arrangements of “I Love a Violin” (Kay Thompson), “I Got Rhythm” (George & Ira Gershwin), “Myrtle of Sheepshead Bay” (Kay Thompson), “Louisiana Purchase” (Irving Berlin), “Light Up the Candles on the Birthday Cake” (Kay Thompson-Ralph Blane), etc. This was quite likely Kay's very last extended public “concert” appearance, even though it was impromptu. On December 17, 1975, Backstage opened in New York City, described by *Intimate Nights* author James Gavin as “the most popular piano bar of all” situated “in a corner of Backstage, a restaurant in the midtown theatre district that became a second home for Ethel Merman, Liza Minnelli, Ann Miller, Debbie Reynolds, Rock Hudson, Cher, and countless other celebrities. A modern-day Stork Club without the pomp... It was owned by Ted Hook, the room's host and still the quintessential starstruck kid, even though he was in his forties. Hook had danced in the choruses of many film musicals and later worked as secretary to Tallulah Bankhead, Joan Blondell and other stars... The piano bar and vast dining room on the left were partitioned by flowers, with a lengthy social bar on the right. The walls were lined with photographs of Bankhead, Merman, Angela Lansbury, and other stars Hook had known.” Bobby Short rival Steve Ross was the regular pianist. On March 31, 1976, columnist Earl Wilson reported: “Ted Hook's Backstage Club resembled Celebrity Nights of the 1940s in a tribute to songwriter Ralph Blane with Kay Thompson singing for almost an hour. Also songs [were performed] by Margaret Whiting, Sylvia Syms, Dolores Wilson, Jackie & Roy and Rita Dimitri.” Columnist Rex Reed also wrote about this night in the *New York Daily News*, 3/26/1976: “Unlucky are those tastemakers who were absent from last Sunday night's party [Sunday, 3/21/1976] for lyricist Ralph Blane at Ted Hook's bouncy new ‘in’ spot, Backstage. The after-concert party for this great innovator at MGM was attended by some of the most talented people in show business. Margaret Whiting, Sylvia Syms, Jackie Cain and Roy Kral, Charles De Forrest and Stan Freeman all sang and played. Then, around midnight, lightning struck and magic happened when Ralph Blane himself persuaded the legendary Kay Thompson to step to the keyboard and take a bow. She did more than that. She actually recreated whole passages of her historic nightclub act with the Williams Brothers, singing all the parts and rocking the place with screams of applause and joy. I've heard about Kay Thompson and the Williams Brothers all my life, but was never around for the fun. Now I know what I missed. She turned *Funny Face* into a motion picture masterpiece, but has kept herself a stranger to actual ‘in person’ appearances lo these many years. She knows more about rhythm, harmony, vocal calisthenics and style

than anybody else in the entertainment world and her voice can level you to tears. The wise impresario who lures her back to the stage in any capacity will be our next millionaire. By some voodoo, a place called Music Masters, at 25 W. 43rd St. [a legendary record store which issued limited edition compilation albums in plain white record sleeves], has just released an entire album of Kay's great recordings, and one listen will convince you of what it was that enabled her to teach Judy Garland all she knew. Get this record and change your way of living. Oh Kay, where have you been, and when will you return? The world is at your feet, waiting for more." Regarding the same night, James Gavin added: "The reclusive Kay Thompson literally climbed over the piano bar and made her way over to the keyboard to sing in public for one of the last times." In an exclusive interview for these endnotes, musical theatre writer (and ghostwriter of Marni Nixon and Charles Strouse's memoirs) Stephen Cole recalled: "I was lucky enough to meet Kay back in the 1970s when she sang at a private after party at Backstage for Ralph Blane—who had appeared earlier that same night at the Lyric and Lyricist series at the 92nd Street Y [92nd Street Young Men's and Young Women's Hebrew Association—YM-YWHA—not part of the YMCA]. Because I knew all her songs at that young age—seventeen or so—a friend of hers said 'Kay, this is Stephen Cole... he knows so much, he must be somebody's son from MGM.' She replied, 'Nobody's son from MGM ever knew anything!' When it was announced that she would perform, she got up on a chair and walked over the top of the grand piano and sat at the keyboard. She played and sang a ballad version of 'I Got Rhythm' that was amazing. I've never heard a recording of it. And then she started to do all her special material like 'Myrtle' and 'Light Up the Candles on the Birthday Cake.' When she got to 'Louisiana Purchase,' she was dropping some lyrics and seventeen-year-old me threw the words to her and sang along—yikes—and she just picked them up and used them. What a night!" In addition to the names Earl Wilson mentioned in his column, Cole recalled that he was sitting next to Lisa Kirk at the bar, and that Albert Hague and his wife sang that night as well. From the author's 2011 interview with Stephen Cole (www.stephencolewriter.com). *New York Daily News*, 3/26/1976; *Syracuse Herald Journal* (Syracuse, NY), 3/31/1976. Gavin, James. *Intimate Nights: The Golden Age of Cabaret*. New York: Grove Weidenfeld, 1991, pages 324-327.

368 "a Bergmanesque dervish": *People*, 3/21/1981.

368 in the Betty Ford Center: *New York Times*, 7/26/1985.

368 "The legend is going": Reuters.co.uk, 9/10/2005; from Amran Abocar's interview with Liza Minnelli.

369 *dropping like flies*: Just some of Kay's friends who died between 1970 and 1985 included Noël Coward, Roger Edens, Arthur Freed, Lennie Hayton, Charles Walters, Don Loper, Bill Spier, Tennessee Williams, Orson Welles, Rita Hayworth, Danny Kaye, Barron Polan, Billie Marcus, and Dave Garroway.

369 "Well, good-bye": *Vanity Fair*, 12/1996.

369 *Sumptuously produced*: Phillips, Gene D. *Godfather: The Intimate Francis Ford Coppola*. Lexington: University Press of Kentucky, 2004, pages 279–82.

370 *barrage of proposals*: *New York Times Magazine Business World* (with an exquisitely detailed, full-color ink and watercolor illustration of Eloise on the cover, newly drawn by Hilary Knight), 9/25/1988; *Daily Globe* (Ironwood, Michigan), 11/11/1988; *Syracuse Herald American* (Syracuse, New York), 12/18/1988; *New York*, 1/16/1989; *Aiken Standard* (Aiken, South Carolina), 2/28/1989; *Philadelphia Inquirer*, 2/28/1989; *Chicago Tribune*, 3/1/1989; *Post-Standard* (Syracuse, New York), 3/3/1989; *Vanity Fair*, 12/1996; the author's interviews with Hilary Knight, Mart Crowley, George Hamilton, Robert Wagner, Charles Evans, Robert Evans, Jim Caruso, Deanna Wenble, and Roni Agress.

370 *Robert Evans*: In the spring of 1974, Robert Evans, who was then head of production at Paramount Pictures, proposed a live-action feature film of Kay Thompson's *Eloise* starring ten-year-old Tatum O'Neal, hot off of winning an Academy Award for her role in *Paper Moon* (Paramount, 1973). When reporters asked Tatum what she thought about her Oscar triumph, her reponse was certainly Eloisian: "I'm really happy, but I've got to go play." The actress' father, Ryan O'Neal, told reporters that he did not want her to have another starring role in a movie until she was sixteen so that she could "have a normal, happy childhood." Nevertheless, Tatum ended up starring in three more movies prior to her sixteenth birthday, including *The Bad News Bears* (Paramount, 1976) opposite Walter Matthau. Regardless, there were two unavoidable obstacles that dashed any hope of an *Eloise* film being made at Paramount starring Tatum O'Neal: 1.) At nearly eleven, Tatum was far too old to play a six-year-old; and 2.) Kay Thompson was not sold on the idea and refused to grant the rights. *Movie Stars*, 7/1974.

370 "*She's crazy*": This Richard Avedon quote came from a friend of Thompson who wished to remain anonymous. When Avedon was approached to be interviewed for this book in 2003 (a year before his death), he declined.

371 *recent deaths*: Greta Garbo (9/18/1905–4/15/1990) died from pneumonia. Sammy Davis, Jr. (12/8/1925–5/16/1990) died from throat cancer. Roy Halston Frowick, professionally known as Halston (4/23/1932–3/26/1990), died from AIDS.

371 "*filming a movie in Toronto*": From early August to November 16, 1990, Liza Minnelli was in Toronto rehearsing and shooting *Stepping Out* (Paramount Pictures, 1991).

372 *the nightmarish squalor*: The apartment had to be gutted and fumigated. Kay's ruined belongings were tossed into a dumpster outside the building. Her red lip sofa—apparently covered in urine stains—ended up next to the dumpster where it was supposedly scavenged as a grotesque souvenir.

372 *Minnelli's apartment on Sixty-ninth*: The apartment building at 150 East Sixty-ninth Street is not only known as the residence of Liza Minnelli and Kay Thompson, it was also home to Joan Crawford (who died there) and was the temporary New York pad for

Lucille Ball during her 1960-61 Broadway run in *Wildcat* (for which Kay was her vocal coach).

373 *praised Roni Agress*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), “Roni” was erroneously spelled “Ronnie” on the following pages: 373, 377, 387, and 393. The author extends his sincerest apologies to Roni Agress for this unfortunate snafu.

373 “*With Garbo gone*”: *New York Daily News*, 1/2/1991.

373 “*the last recluse in New York*”: This quote came from *New York Daily News*, 1/2/1991, but it was not the only publication to note that Kay Thompson had become something of a hermit. In the November 1989 issue of the satirical magazine *Spy*, there was a chart entitled “The Anti-Social Register” featuring Greta Garbo, J. D. Salinger, Jay Ward, and Kay Thompson. Thompson’s column on the chart read as follows:

Name, age: Kay Thompson, 75 [sic: she actually turned 80 on 11/9/1989].

Hideout: East 57th Street, Manhattan.

Former occupation: Singer—actress—musical arranger—author of *Eloise*.

Last position held: 1970, wrote her first non-*Eloise* book, *Miss Pooky Peckinpaugh and Her Secret Private Boyfriends Complete with Phone Numbers*.

Current occupation: Apartment-sitter (her own).

Last known mood: Unavailable.

Interesting shred of information: Has not given Ivana Trump her consent to reinstall The Plaza’s *Eloise* suite; is Liza Minnelli’s godmother.

Suggested replacement: High-strung, pseudo-actress-singer-memoirist Phyllis Newman.

373 *to brave the public*: Kay Thompson’s first public appearance in a wheelchair was at the New York premiere of Liza Minnelli’s latest movie, *Stepping Out* (Paramount Pictures, 1991), held in September 1991.

374 *pulled the plug*: *U.S. News & World Report*, 12/7/1992.

374 “*does things Eloise would*”: *New York Times*, 5/27/1967.

375 “*My mother ... cawn’t*”: *National Lampoon*, 9/1971; “Michael O’Donaghue’s *Eloise*” was reprinted in *Best of National Lampoon* 3, Fall 1972.

375 “*Eloise Returns*”: “Eloise Returns” was written by Janie Gaynor and Peggy Goldman, with drawings by Little Moon. Conceived and edited by Deanne Stillman and Anne Beatts. Art direction by Judith Jacklin. It appeared in the following two publications: Stillman, Deanne, and Anne Beatts, eds. *Titters: The First Collection of Humor by Women*. New York: Macmillan Publishing Company, Inc., 1976, pages 111–15; *New Dawn*, 11/1976.

375 *sued for libel*: From the author’s interviews with Deanne Stillman, Anne Beatts, Judith Jacklin Belushi-Pisano, Victor Kovner, and Robert G. Salomone. In *Salomone v. MacMillan Publishing Co., Inc.* (429 N.Y.S.2d 441, N.Y. App. Div. 1980), the New York Supreme Court, Appellate Division, held that the plaintiff in a libel suit, who was a private individual, had failed to prove any damages compensable in law. Deanne Stillman and Anne Beatts were represented by attorney Victor A. Kovner. According to Anne Beatts, Christie Hefner of *Playboy* contributed \$1,000 toward Stillman and Beatts’s legal defense, in support of free speech.

375 “*a trendy 8-year-old*”: *New York Times*, 12/31/1996.

275 *the spread into a book*: Morris, Bob. *Delia at the Delano*. Illustrations by Tracy Dockray. New York: Ian Schragger Hotels, 1996.

375 “*to create a groundswell*”: *New York Times*, 12/31/1996.

375 “*suppressed*”: *Entertainment Weekly*, 1/10/1997; *New York Observer*, 1/20/1997; *Time*, 1/27/1997.

375 *agreed to yank it*: *Time*, 1/27/1997. Upon reading this article in *Time*, in which Ian Schragger claimed he had amicably yanked *Delia at the Delano*, Sam Irvin, the author of this book, called the Delano Gift Shop in Miami and placed a phone order for *Delia at the Delano* that was cheerfully fulfilled. Others did the same over the course of the next several weeks until Thompson got wind of the breach and put a stop to it, once and for all.

375 “*Eloise Revisited*”: *New Yorker*, 5/1/1995. In the Roz Chast cartoon “Eloise Revisited,” the dialogue balloon reads, “I am Eloise. I am forty-six. I still live at The Plaza. And I don’t give a damn who owns it.” The age of “forty-six” was inspired by Simon & Schuster’s promotion of the fortieth anniversary of the first *Eloise* book (with ubiquitous newspaper reportage of Hilary Knight’s multi-city promotional signing tour). Because Eloise was six-years-old in the book, she would have turned forty-six in 1995. The “I don’t give a damn who owns it” line refers to the fact that the ownership of The Plaza had frequently changed hands over the years. When Donald Trump acquired the property in March 1988, he and his wife, Ivana, proposed a whole new wave of Eloise promotions at the hotel but Thompson would have none of it. Cantankerously, she barred them from using the character for anything.

376 *for independent candidate Ross Perot*: From Stephen M. Silverman's August 1993 interviews with Kay Thompson. Used by special permission and courtesy of Stephen M. Silverman.

376 *real-life mysteries: Times Recorder* (Zanesville, Ohio), 2/11/1972.

376 "*He's a guru*": From Hugh Fordin's 1971–72 interviews with Kay Thompson, archived at the University of Southern California Cinema-Television Library, Ned Comstock, archivist. Used by special permission and courtesy of Hugh Fordin. Portions of the interviews appear in Hugh Fordin's book *The World of Entertainment! Hollywood's Greatest Musicals: The Freed Unit at MGM* (New York: Doubleday, 1975).

377 "*like the bookstore in Funny Face*": The fictional Existentialism bookstore in *Funny Face*—where Audrey Hepburn works as a clerk—was named "Embryo Concepts." The store was supposed to be located in New York's Greenwich Village but the exterior was shot on the backlot of Paramount Studios in Hollywood.

377 "*her version of*": Kay Thompson's special arrangement of Irving Berlin's "How Deep Is the Ocean" was recreated for the stage musical *Stormy Weather* starring Leslie Uggams (as Lena Horne) and Dee Hoty (as Kay Thompson). In the show, Hoty sang "How Deep Is the Ocean." With hopes of eventually mounting the production on Broadway, the show has been successfully mounted at the Prince Music Theatre, Philadelphia, Pennsylvania, from February 10 to March 4, 2007 (for which Dee Hoty won the 2007 Barrymore Award for best supporting actress in a musical) and at the Pasadena Playhouse, Pasadena, California, from January 21 to March 1, 2009. During the Tommy Tune tribute at the Seventh Annual Theater Hall of Fame Fellowship Luncheon at the Friars Club in New York on June 3, 2010, Hoty brought down the house performing Thompson's showstopping arrangement of "How Deep is the Ocean" once again.

377 *performing out of Branson*: Andy Williams opened his own Moon River Theatre in Branson, Missouri, in 1992.

377 "*Mama died when*": From the author's 2006 interview with Donald Saddler.

377 *throw her a birthday*: Due to scheduling conflicts, the date of the party had to be shifted to March 11, 1994, the night before Liza's actual birthday on March 12.

377 "*A Radio City musical*": *Variety*, 3/8/1994.

378 "*on little bits*": From the author's 2008 interview with John Loring.

378 "*Kay Thompson is giving*": Text from invitation, from the author's collection.

378 *pneumonia*: *Variety*, 3/8/1994.

378 “*Oh, no. Kay’s*”: From the author’s 2002 interview with Virginia “Jitchy” Vass Scott (formerly of the Kay Thompson Rhythm Singers).

378 “*Whenever I’m tired*”: *Harper’s Bazaar*, 11/1972.

379 “*Dear Kay, I like this*”: From a letter Andy Williams sent to Kay Thompson, dated 6/19/1998.

379 *her long-lost love*: The following sidebar essay, “Kay & Andy,” by Sam Irvin, was originally published in 2010 by Powell’s Books on its website www.powells.com.

Kay & Andy
By Sam Irvin

Rabid curiosity was the force that drove me to write *Kay Thompson: From Funny Face to Eloise* on the jaw-dropping life and career of entertainer Kay Thompson (1909-1998).

As a kid, I had fallen in love with Thompson’s series of Eloise books (about the impish little girl who lives at The Plaza in New York). When I got older, I was blown away by Thompson’s striking portrayal of the fashion magazine editor in *Funny Face*, and how she so effortlessly stole the movie right out from under Audrey Hepburn and Fred Astaire. (Her über chic opening number “Think Pink!” is a fashionista anthem.) At first, I did not realize that this Kay Thompson was the same Kay Thompson who had written *Eloise*. But eventually, I put two and two together and, from then on, I kept my eyes and ears peeled for any additional information about this fascinating woman. My jaw has not stopped yo-yoing ever since.

A major radio star in the 1930s, the head of MGM’s vocal department in the 1940s, and the highest paid nightclub act in the 1950s, Kay had already cut a wide swath through the arts before *Eloise* and *Funny Face* solidified her status as a pop culture icon. But, unbeknownst to the general public, she was also a star maker. She was the indispensable vocal coach for Judy Garland, Frank Sinatra, Lena Horne, and a hundred other major artists. She also mentored her goddaughter, Liza Minnelli, and lived with her during the final years of her life.

Of all her protégés, however, Andy Williams was her most beloved pet and the story behind their unique bond was perhaps the most surprising of all. From a tiny Iowa farm town, Andy and his three older siblings, Dick, Don, and Bob, had formed a singing quartet known as the Williams Brothers and had come to Hollywood to seek fame and fortune in movies. In 1944, when Andy was just 16 years old, the foursome was signed by MGM to appear in *Anchors Aweigh* and *Ziegfeld Follies* but before cameras got rolling, eldest brother Bob was drafted into military service, resulting in the group being unceremoniously dumped by the studio. However, with her uncanny ability to spot diamonds in the rough, Kay was not so hasty as to dismiss the remaining boys. She immediately hired Andy, Dick, and Don to join the large choir she arranged and conducted to sing on the soundtracks of MGM musicals. For instance, in *The Harvey Girls* (MGM, 1946), when Judy Garland performs her big showstopper, “On the Atchison, Topeka and

the Santa Fe” (Thompson's most acclaimed vocal arrangement), the off-screen backup chorus includes Andy, Dick, and Don.

As time went on, Kay grew weary of working behind the scenes so, in 1947, she decided to leave MGM and springboard herself to stardom on what she liked to call “the saloon circuit.” By then, Bob had finished his military duty, so Kay drafted the reunited Williams Brothers into service as her personal backup group. Chemistry combusted and, in the blink of an eye, Kay Thompson and the Williams Brothers became the hottest nightclub act in America, breaking records at top supper clubs in Vegas, Hollywood, Miami, Chicago, and New York.

But there was a lot more to the story. On April 12, 1948, columnist Dorothy Kilgallen raised a lot of eyebrows with her shocking scoop, “Sensational Kay Thompson’s big romance is Andy Williams.”

Could this really be true? Kay was old enough to be his mother—a worldly, sophisticated woman of 38 (and, oh, by the way, twice divorced). Having just turned 20, Andy still seemed like a boy fresh off the farm.

“To say that I am flabbergasted by the rumor linking me romantically with a Williams brother is a masterpiece of understatement,” Thompson protested to columnist Florabel Muir in *Daily Variety*.

For a time, the gossip died down. Their togetherness was chalked up to the simple fact that they were touring. A business relationship. But, when the act was dissolved in 1953, Kay and Andy remained steadfastly joined at the hip for another eight years as she singlehandedly guided his every move as he became a solo sensation in television, records, and nightclubs.

Their story read like *Pygmalion*, including the inevitable declaration of independence, which came in October 1961 when Andy stopped the flow of commission royalties that Kay had been collecting on his work. And then, two months later, Andy up and married a 19-year-old Vegas showgirl named Claudine Longet. Kay did not attend the wedding and, shortly thereafter, she dropped everything on her plate (including her Eloise cottage industry) and moved to Rome.

The dissolution of any business relationship can be traumatic, but the split between Kay and Andy felt much more like a divorce. The more I researched, the more I became convinced that they must have been romantically involved—but how could I prove it? Kay had gone to her grave denying it. And when *Vanity Fair*’s writer-at-large Marie Brenner broached the subject for her 1996 profile of Thompson, Andy pooh-poohed the notion as poppycock.

In 2002, four years after Kay died, I met face-to-face with Andy in the palatial dressing room of his Moon River Theater in Branson, Missouri. I hoped that, by then, he might be more open to delving into the particulars of his relationship with Kay. After taking the scenic route, I finally got around to posing the big question: “Is there any truth to the rumors that you and Kay were romantically involved?”

By rote, Andy parroted the answer he’d always given: “No.” But then, with a mischievous twinkle in his eye, he looked at me and said, “I’m not going to tell you everything. I have to save some stories for my memoir.”

Aha! I was onto something. I could feel it. But, like an unspoken gentlemen’s agreement, he was saving that scoop for his book, not mine. Luckily,

I was in no rush. I had years of research ahead of me. I just hoped that, in the meantime, Andy would follow through with his memoir.

Seven years later, during the final nail-biting weeks before my manuscript was due at Simon & Schuster, an advance galley of Andy's 2009 memoir, *Moon River and Me* (Viking Press) landed on my desk. To my great elation, though hardly a surprise, Andy had finally come clean. They had been secret lovers for years. Everything I had come to suspect was true and now I could write about it as fact.

When advance galleys of my book were ready, I had my editor at Simon & Schuster, the legendary Alice Mayhew, send one to Mr. Williams, inviting him to provide an endorsement blurb for the dust jacket. A few weeks later, my phone rang. It was Andy. He said he had thoroughly enjoyed reading the book but asked if there was still time to make changes.

My heart sank. Fearing the worst, I admitted, "Yes, there is still time."

"Good," Andy responded, "because on page 186, it mentions that my brother Bob had settled down to raise a family in San Francisco, but it was actually the San Fernando Valley."

"That's an easy fix," I said. But what about the elephant in the room? Gingerly, I inquired, "Was I fair in how I presented your relationship with Kay?"

"Yes," said Andy. "Very fair."

Whew. My patience had paid off. And having Andy's blessing was worth every minute of the seven-year wait.

Addendum:

The blurb Andy provided for the dust jacket to *Kay Thompson: From Funny Face to Eloise* read as follows: "Kay Thompson was the most important influence on me and my musical career. Sam Irvin's wonderful book is right on the mark."

On September 25, 2012, at the age of 84, Andy Williams died of bladder cancer. In February 2013, it was announced that his vast art collection, valued at over \$30 million, would be put up for auction at various auction houses later that year. Few realized that it was Kay who first got Andy interested in art.

From the start of their collaboration, Thompson appointed herself tutor to the Williams Brothers. "Kay taught us everything while we were on the road," Andy recalled, "not only about show business, but about the arts." She knew the trick was to make lessons entertaining. "When we were learning about Impressionist painters," Andy elaborated, "she wrote a song that went like this . . . 'Toulouse-Lautrec, Renoir, Bonnard; Manet, Monet, and Degas; van Gogh, Goya, Gauguin; Sisley, Cézanne, Matisse; Mary Cassatt, et aussi; Georges Seurat, et aussi,' and so on. She also wrote one called 'The New York Public Library,' rattling off names of famous authors. This was our education."

In 1958, columnist Dick Kleiner visited Andy's tiny New York apartment and was surprised to discover that the walls were covered from floor to ceiling in framed works of art. "Andy is a budding art collector," Kleiner reported. "Although no painter, he likes to surround himself with nice paintings, generally modern impressionists. This started when he was with Kay Thompson."

379 *joined the choir*: *New York Times*, 2/7/1998. On July 2, 1998, members of Liza Minnelli's staff discovered Thompson unconscious in her bed at Minnelli's East Sixty-ninth Street apartment. Thompson was rushed to Lenox Hill Hospital, where she was officially pronounced dead, but her longtime lawyer, Arthur F. Abelman, of the law firm Moses and Singer, said, "It was unclear where she died." Thompson's body was cremated and the ashes were passed on to her next of kin, her older sister, Blanche Margaret Fink Hurd (1907–2002), of Woodland Hills, California. When Blanche passed away in 2002, her body was cremated as well. In 2007, Blanche's daughter, Julie Hurd Szende, confirmed that the ashes of both Kay and Blanche were in her possession. "I'm not yet ready to part with them," Julie told the author. "My aunt wanted her ashes scattered in the ocean and my mother wanted hers to be placed in the family mausoleum—but I think it's a dreary resting place, don't you? So, at least for now, I'm keeping them with me."

379 "a lot of joy": *Washington Post*, 7/8/1998.

Epilogue

381 "The last thing Kay": From the author's 2002 interview with Jim Caruso.

382 "I don't remember a time": From an interview with Meredith Vieira conducted on October 13, 1999, by Jim Caruso on behalf of the author of this book.

382 "words that pulled at me": Rich, Frank. *Ghost Light: A Memoir*. New York: Random House, trade paperback edition, 2001, page 85.

383 *Eloise also spoke to*: Paul Shaffer, best known as David Letterman's bandleader, explained in his memoir that Kay Thompson's *Eloise* was a seminal influence on his desire to live in a New York hotel. In Chapter 23, "Paul at the Gramercy," Shaffer wrote:

"I am Eloise. I am a city child. I live in the Plaza."

Those words, written by Kay Thompson, were read to me by Mom when I was eight. Mom had the good taste to expose me to books about Eloise as well as Barbar and Christopher Robin.

As my fashionable and loving mother—who herself dreamed of Manhattan penthouses and Parisian boulevards—slowly turned the pages, the fantasy drew me in: Imagine living in a sophisticated hotel in the most sophisticated city in the world and having the run of the place; room service; maid service; fascinating people continually checking in and checking out; banquets; weddings; parties on every floor. What could be better?

Nothing, I decided, when, at age twenty-eight, I moved back to New York from Los Angeles. I couldn't afford the Plaza, of course, but, at \$1,500 a month, I could afford the Gramercy Park Hotel on Gramercy Park at 2 Lexington Avenue.

These days the Gramercy has been reinvented as a five-star hipper-than-thou Ian Schrager production. But when I moved in—and stayed for eleven glorious years—the place was the essence of shabby gentility. The carpets were musty; the furniture was in disrepair; and a distinct funk hung in the air when you walked down the hallways. I loved it.

Shaffer, Paul, with David Ritz. *We'll Be Here For the Rest of Our Lives*. New York: Flying Dolphin Press, 2009, pages 168-169.

383 “*After I had given birth*”: From an interview with Meredith Vieira conducted on October 13, 1999, by Jim Caruso on behalf of the author of this book.

383 *Thompson's estate allowed*: Because there was no legal will, Thompson's entire estate passed to her next of kin, her older sister, Blanche Margaret Fink Hurd, of Woodland Hills, California. Soon afterward, Blanche agreed to allow the four *Eloise* books to be reissued by Simon & Schuster and for the character of Eloise to be licensed for merchandising, television, and movies. She also allowed the long-dormant *Eloise Takes a Bawth* book to be completed. Blanche passed away on May 31, 2002, several months before *Bawth* was actually published by Simon & Schuster. Control of the Kay Thompson estate was passed on to Blanche's two children, Julie Hurd Szende and John Hurd.

383 *shot to No. 1*: *New York Times Book Review*, 1/11/2003.

383 *slew of descendents*: The movie *Mahogany* (Paramount, 1975) was, in many ways, a thinly-disguised reworking of *Funny Face*, with Diana Ross in the Audrey Hepburn role of an ordinary girl plucked from obscurity (in Chicago instead of New York) by a big fashion photographer (Anthony Perkins in the Fred Astaire role) and whisked to Europe (Rome instead of Paris) where she becomes a supermodel. The photographer's tough-as-nails female boss (Nina Foch in the Kay Thompson role) is not initially keen on the idea (though, instead Thompson's concern over Hepburn's lack of experience, Foch objects to the color of Ross' skin). It is not known if Kay ever saw *Mahogany*, but Diana Ross had certainly crossed paths with her goddaughter. Two years earlier, Ross and Liza Minnelli had been nominated for Best Actress Oscars, for *Lady Sings the Blues* and *Cabaret* respectively. After relentless campaigning by her producer Berry Gordy, many predicted that Diana would win the award but, in something of an upset, Liza's name was called when the envelope was opened. In the aftermath, there were cries of racism among certain factions but, realistically, Liza was Hollywood royalty, whose parents were known and revered by a hefty percentage of Academy voters. Because Thompson was a Minnelli loyalist, her opinion of Ross was probably jaundiced by this unpleasant rivalry—surely made worse when Ross's follow-up movie *Mahogany* was described in the press as “*Funny Face* in blackface.” To prove the point, Hilary Knight recalled that, in November 1975 (one month after the release of *Mahogany*), Kay was highly amused by a report that Diana Ross had named her newborn third daughter Chudney, after a type of fruit relish called chutney. When it was pointed out that chutney was spelled with a “t” instead of a “d,” Ross sheepishly admitted she'd made a mistake – but it was too late to change the birth certificate. Not long after, Kay sent Hilary a jar of chutney—but, as an

inside joke, she had cut a “d” from a magazine headline and pasted it over the “t” on the jar’s label. “That was typical Kay Thompson humor,” Knight remarked. Devastating in its simplicity.

383 *Meryl Streep in The Devil Wears Prada*: The fictionalized fashion magazine editor depicted in Lauren Weisberger’s bestselling novel *The Devil Wears Prada* (Broadway Books, 2003) was a thinly disguised spoof of real-life *Vogue* editor Anna Wintour, for whom Weisberger had worked as an assistant. When Weisberger chose to name the character Miranda Priestly, it was not a coincidence that the initials were the same as Maggie Prescott, the fashion magazine editor played by Kay Thompson in *Funny Face*. When Meryl Streep portrayed Miranda Priestly in the film version of *The Devil Wears Prada* (Fox 2000 Pictures, 2006), she drew inspiration from both Kay Thompson and Anna Wintour. Astoundingly, a *third* fashion magazine editor sharing the initials M. P. hit the silver screen in *The Muppets* (Walt Disney, 2011) in which the editor of *Vogue Paris* is none other than Miss Piggy—dressed in a Chanel suit and sporting an Anna Wintour-style bob. Blurring the lines even further, Miss Piggy’s assistant in the film is played by Emily Blunt who also portrayed Miranda Priestly’s assistant in *The Devil Wears Prada*. Would it be too much of a stretch to suggest that Miss Piggy’s office in the heart of Paris—and the fact that her donuts are decorated in frosting stripes of pink—are visual references to *Funny Face*? And, speaking of the Muppets, there may have been a nod to Kay Thompson in yet another one of their movies. In his *DVD Talk* review for *The Great Muppet Caper* (Universal Pictures, 1981), Stuart Galbraith IV wrote the following: “Kemit the Frog (Jim Henson), Fozzie Bear (Frank Oz), and Gonzo the Great (Dave Goelz) as reporters for the *Daily Chronicle*... travel, via a passenger jet’s cargo hold, to London, hoping to interview fashion designer Lady Holiday (Diana Rigg, her character seemingly patterned after Kay Thompson’s in *Funny Face*), about the robbery of her famous jewels.” *DVDTalk.com*, 12.10.2013.

384 *her mother’s Tony Award–winning*: Schechter, Scott. *Judy Garland: The Day-by-Day Chronicle of a Legend*. New York: Cooper Square Press, 2002, page 176.

384 “*It’s sort of a goddam*”: *New York Observer*, 12/15/2008.

384 *Liza’s at the Palace*: *Liza’s at the Palace* was subsequently filmed for a PBS television special, produced by Craig Zadan and Neil Meron, broadcast in November and December 2009 and released by MPI Home Video on DVD in 2010. An original cast CD, produced by Phil Ramone, is also available from Hybrid Recordings.

384 “*I just wanted to thank*”: From *The 63rd Annual Tony Awards* (CBS-TV, 6/7/2009), broadcast live from Radio City Music Hall.

389 *amazing support team at Simon & Schuster, including Karen Thompson, Associate Editor*: Just as *Kay Thompson: From Funny Face to Eloise* was being published in November 2010, the book’s associate editor Karen Thompson (no relation to Kay Thompson) was promoted to editor at Simon & Schuster. Then, in March 2011, Karen Thompson Walker (having adopted her married name “Walker”) sold her first novel *The Age of Miracles* to Random House for a reported million dollar advance, plus another

\$750,000 advance from a publisher in the UK. Published in June 2012, *The Age of Miracles* was lavished with rave reviews—and the movie rights were snapped by up River Road Entertainment (*Brokeback Mountain*, *The Tree of Life*).

Illustration Insert Section:

Insert page 9 / photo 26 *With Judy Garland and Vincente Minnelli*: This photo was taken at the Carthay Circle Theatre (6316 San Vincente Boulevard, Los Angeles) for the gala premiere screening of *The Yearling* (MGM, 1946) on December 18, 1946. Since the publication of this book, another photo from the same series was discovered in *Movieland*, 11/1947—posted on the Judy Garland Experience blog (<http://thejudygarlandexperience.blogspot.com/>) by Buzz Stephens (via David Price who submitted it to Buzz for posting) on December 18, 2011, under the heading “This Day in Herstory.” This magazine version of the photo reveals that the gentleman who is turning around to speak to Garland is, in fact, Red Skelton. And, this same alternate shot also reveals that Bill Spier is seated on the other side of Kay Thompson. Because Kay and Bill reportedly separated in “mid-December 1946,” this shot of them together on December 18, 1946, may be one of the very last times—if not *the* last time—they were photographed together as a married couple. Thanks to David Price, Buzz Stephens, and The Judy Garland Experience blog.

Insert page 12 / photo 37 *Vincente Minnelli, Judy*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), the photo caption read: “With the Williams Brothers at Ciro’s, Hollywood, October 1947. Ringsiders: Vincente Minnelli, Judy Garland, and Jack Carson.” An observant reader of this book, Steven A. Weinstein of New York City, contacted the author to point out that the person in this photo identified as Jack Carson was, in fact, Don DeFore. The photo caption should read as follows: “With the Williams Brothers at Ciro’s, Hollywood, October 1947. Ringsiders: Vincente Minnelli, Judy Garland, and Don DeFore (who later played Mr. B. on TV’s *Hazel*).” The author sincerely thanks Steven A. Weinstein for setting the record straight.

Insert page 14 / photo 42 *Danny Kaye in drag*: Although Danny Kaye (in drag as Kay Thompson) and Jack Benny, Jack Carson, Van Johnson, and George Burns (as the Williams Brothers) did indeed perform their spoof of Kay’s nightclub act at the all-star Hollywood Press Photographers’ Costume Ball at Ciro’s on October 26, 1948, the author of this book later noticed that the distinctive curtain behind them in this particular photograph was not indigenous to Ciro’s, but rather to the Los Angeles Philharmonic Auditorium—where, three nights earlier, on October 23, 1948, Danny Kaye, Jack Benny, Jack Carson, Van Johnson, and George Burns had *also* performed their spoof of Kay’s act during the all-star Friars’ Frolic, sponsored by the Friars Club. A second photo from this series of poses—with the same tell-tale curtain behind them—was found in the February 1949 issue of *Silver Screen* which identified the venue as the Los Angeles Philharmonic Auditorium. Therefore, the last sentence of the caption for photo 42 in this book should instead read as follows: “Friars’ Frolic, an all-star charity event sponsored by the Friars Club, at the Los Angeles Philharmonic Auditorium, October 23, 1948.”

Insert page 20 / photo 63 *Designing “Fancy Pants”*: In the first hardback edition of this book (published by Simon & Schuster on November 2, 2010), the photo caption read: “Designing ‘Fancy Pants’ with seamstress Ozelle, 1948.” After publication, the author discovered and subsequently verified that the correct spelling of the seamstress’ name was not “Ozelle,” but rather “Ozel.” The photo caption should read as follows: “Designing ‘Fancy Pants’ with seamstress Ozel, 1948.”