friend is no longer a “walking open wound” as she once was. Nevertheless, one cannot disagree completely with Rafferty’s criticism: “Although you’re grateful that Leigh doesn’t use the flashback conceit to construct a vulgar cause-and-effect model of personality, you may still feel that this departure from his customary approach to character and narrative doesn’t quite pay off” (84). As odysseys through the streets of London, Naked and Career Girls, with key roles assigned Thewlis and Cartlidge respectively, appear provocatively conjugated.

Leigh’s original score in Career Girls was composed by the alumna from Secrets & Lies, Marianne Jean-Baptiste, and Tony Remy. It seems less significant than the numerous songs performed by The Cure as an example of the rock nourishment of Britain’s youth culture in the last quarter of the twentieth century. The adult Annie remarks that she still listens to The Cure on occasion, while Hannah acknowledges that she no longer does. Still “The Lovecats,” “The Upstairs Room,” “Let’s Go to Bed,” “The Caterpillar,” “Just One Kiss” among others resound throughout the film to prove that rock is capable of chronicling something more than dancing, driving, and making out. It can also express growing up with respect to complex and ambiguous emotions. Leigh in the past had never run up a film with this kind of unified popular musical background. So in several instances Career Girls represents some innovations in his work. It offers, as Stella Bruzzi concludes, “the ultimate meta-commentary on Leigh’s method. Like a Richard Rogers building in which normally internal structures are displayed on the outside, Career Girls flaunts its own artifice” (38). The architectural simile becomes apt for Leigh’s next project mining a more remote past, his nearly Royal Albert monument to the Victorians with Topsy-Turvy.

Mike Leigh’s audacity in creating Topsy-Turvy (1999), his seventh theatrical feature, continues to astonish. Of all the late-twentieth-century directors to revive an essentially defunct genre, the movie musical, with an historical costume picture set in the late nineteenth century about actual Victorian personages, W. S. Gilbert and Arthur Sullivan, Leigh might seem among the more improbable. In his biography of the director, Michael Coveney did reveal long before production work began on Topsy-Turvy that “Leigh sheepishly describes himself today as a ‘closet Gilbert and Sullivan freak’” (49). Much of the story is a backstage look at how a stage show is put together, one of the oldest movie commonplaces. However, Leigh surely had earned the right to take up these matters since he had by this time in his stage and film career written and directed twenty-two plays for the theater. Was part of his impulse for this film a tribute to the pleasure and education the theater had bestowed upon him? What is audacious and gratifying is how well and with what characteristic sureness Leigh succeeds in creating a biopic that unmistakably bears his distinctive signature. Given his collaborative approach to filmmaking, Leigh appears ideally suited to celebrate one of the greatest collaborations in English cultural history. While the pairing of Gilbert and Sullivan ran from 1871 to 1896, Leigh dramatizes only the events around their legendary production, the premiere of The Mikado on March 14, 1885. The film is one of the greatest movies ever made about mounting a stage production with an exemplary cinematic assimilation of theater. Leigh’s presentation of the action is completely consistent with his earlier films in its intimate approach to characters and interpretation of the period through historical details, for example, running the gamut from fashion to the conditions of dental treatment as well as closely observed behavior and evocative dialogue.

Gayden Wren in a recent study of the art of Gilbert and Sullivan, A Most Ingenious Paradox, argues that these operas are at bottom “a series of powerful,
very human stories whose themes are as universal as their parody and satire are dated, and it is this fact that I think accounts for the operas' longevity" (4). Therein may lie a significant parallel between Leigh and the subject matter of this film. Leigh's cast of characters in Topsy-Turvy has never been so large, but he manages the same kind of ensemble intimacy with individuals that he has successfully presented in all his preceding films. Wren further ascribes a distinctive "riff" feeling, a jazz-like sense of almost improvisatory looseness to its [The Mikado's] dialogue and songs," where "many of its scenes are not built on what happens as much as how it happens—"character riffs" on a simple premise" (172). Without much strain, a certain common denominator may be invoked on this point to bring Leigh and the Victorian collaborators together.

Before Leigh and his extensive collaborators began working on Topsy-Turvy, rumors were afloat in London that the director's next project would be a parody of Merchant-Ivory films. In typical Leigh fashion, his portrayal of Gilbert and Sullivan may well instead suggest a form of homage to as much as a subversion of Merchant-Ivory and the so-called heritage film made with solid, realistic details and memorable Leigh touches. The director does not disclose in advance what he will be working on in a film project, since, of course, he really does not know himself. However, Topsy-Turvy proved an exception, since there was a "leak," as he called it, about Gilbert and Sullivan as his future subjects with a budget projected at about four times that for Secrets & Lies, which would get him past the $10 million mark for the first time in his career. The actual cost of Topsy-Turvy came in nearer to $20 million. Notwithstanding this considerable budget increase, I commented to him that I assumed Arnold Schwartzzenegger would not be playing W. S. Gilbert. Leigh rejoined in the same jooose spirit that "actually I would like to have him play both roles, but it would create havoc with the budget as you imply." Leigh reported to Ryan Gilbee in The Express: "But it was important to me to make something that was more detailed than the kind of costume dramas we see. People don't make films that examine the various social, economic, political, sartorial, medical factors that make people who they are—but we have done just that!" (43).

Rather than creating a period movie in the conventional sense, Leigh has presented what Henry Fitzherbert termed in the Sunday Express an intimate 'epic' in which the period is interpreted through behaviour and fashion. The camera never sits back to soak up immaculate vistas of recreated Victoriana, but probes and magnifies the telling details of everyday life" (54). He is true to a recreation of late Victorian England seen on its own terms, at its own pace, with no attempt at playing for easy laughs or surely with no bout of nostalgia for the class system. Leigh observed to Ryan Gilbee about the conventional theater experience of seeing Gilbert and Sullivan, as he did as a child, "Obviously I'm retrospectively critical of all the bourgeois associations about theatre" (43). Topsy-Turvy also becomes by analogy a mirror of our own time and of Leigh's aesthetic value as a contemporary filmmaker whose passionate precision reconstructs the past. Indeed, through this film, Mike Leigh merits a chorus or two of Gilbert and Sullivan's "He Is an Englishman," to borrow from H.M.S. Pinafore. David Denby in his New Yorker review of Leigh's film ably summarized this aspect: Topsy-Turvy "is one of the greatest tributes ever paid to British civilization at its meridian hour" (132).

One might interject an additional tribute to the continuity of British civilization, this time around circumstances of late-twentieth-century England, implied in the making of this film: the fact that its production was partly financed by funds from the National Lottery through the Arts Council of England merits gratitude. The content of the film with its focus on creative processes in the performing arts is completely appropriate to Leigh's interest, considering his own distinctive method and preoccupation with such matters. Then, too, thematically, the series of burlesques on human nature in general and on English nature and institutions in particular from Gilbert and Sullivan prefigure Mike Leigh's works to some degree. But the color, scope, and content here is properly theatrical, beginning with the opening credits. The silent chorus of white-gloved ushers lower the curiously beautiful deep-blue seats at the Savoy, and Leigh suddenly cuts to Arthur Sullivan popping up and being made ready to conduct the orchestra for Princess Ida about to open at the Savoy.

The film is not always totally accurate in its narrative. Gilbert had already begun the libretto for The Mikado before he attended the Japanese Exhibition that provides the context for the epiphany leading to a new kind of Savoy opera in Topsy-Turvy. Mike Leigh as interviewed by Michael Billington comments on this deliberate departure from historical fact in the film:

...Gilbert thought of the Mikado—which solved the problem of their impasse—before the Japanese exhibition came to London. But when it came he was immediately attracted by it and indeed did, as we have in the film, have Japanese folk from the exhibition come to the Savoy theatre to show the actors how to be Japanese. But the order is different. I just thought dramatically it was more interesting for him to get the inspiration by going to it in the first place and have to be persuaded by his wife.

As Anthony Tommasini in a New York Times essay, "Sullivan Without Gilbert? Don't Ask" explains Gilbert's inspiration, "the notion of using stiff Japanese
protocol and exotic Oriental imagery to parody British rectitude, law and society takes hold of him” (Section 2, 34).

In the specific moment of revelation in the film, when a Japanese sword Gilbert has purchased as a souvenir of the exhibition falls from his study wall almost upon his head, Leigh registers a parody of such moments in past biopics. Leigh himself, in his discussion with Billington, suggests how Topsy-Turvy operates in contrast to the received understanding of so-called costume pictures because it is “really about creating a world in a distilled cinematic way that goes beyond the surface, naturalistic thing of simply recording…[it] challenges your assumptions, that subverts your assumptions about what the surface presents.” As Joe Morgenstern describes Leigh veteran Jim Broadbent’s performance as Gilbert in this sequence from The Wall Street Journal review, the specificity of detail and response is wholly consistent with Leigh’s usual approach:

...he [Broadbent] stares at the exotic object, and the camera stares at him in close-up for 20 seconds. That’s an extraordinarily long stretch of screen time, but not a second too long for what Jim Broadbent packs into it—bewildered curiosity, then growing interest, then amusement, then delight, then slow-burning excitement that ignites visible commitment.

(WJ, 2)

Brenda Blethyn demonstrated a similar gamut in her recognition scene at the café with her biological daughter in Secrets & Lies. Here Leigh uses a subtle dolly shot to a close-up of Gilbert as he wields the sword in Kabuki fashion as he has witnessed at the Japanese Exhibition. Then a sudden cut to the Lord High Executioner in The Mikado confirms the artistic use Gilbert will make of the implement. Throughout the film Leigh bridges process and product to perhaps the best effect he has ever demonstrated.

Interestingly enough, Leigh is most authentic historically with personal and material details, often almost casually introduced and swiftly played out but responsible for the layered and persuasive texture of the whole. Gilbert’s father (Charles Simon), an irascible novelist and former naval surgeon, is deep suspicious of the electric doorbell, for example, and the rate of technological change in late Victorian Britain serves as a recurrent parallel to the late twentieth century in Leigh’s film. If, as Timothy Garton Ash has observed, “one of the great British arts is to conceal the reality of change behind the appearance of continuity” (WK 15), Leigh challenges that notion in this film. Dr. Gilbert quickly dismisses the telephone through which Gilbert and D’Oyly Carte discuss and code the previous evening’s receipts at the Savoy: “Sheer waste of time; it can only result in further erosion of the written word.” Gilbert’s father experiences day terrors in the presence of his son as he remembers nightmares induced by forces he ascribes to his estranged wife. The scene of his father’s potential dementia may remind seasoned Leigh viewers of senile Mrs. Bender in High Hopes and the misogynistic theorizing of something Johnny in Naked does not utter but surely has the potential to do so.

More darkly, instances of addiction, both to alcohol and drugs, sexual frustrations of the meek and love-deprived Lucy, “Kitty,” Gilbert, and matter-of-fact arrangements for Sullivan’s American mistress to obtain an abortion figure in the action of Topsy-Turvy. Lesley Manville gives another fine and subtle performance in a Leigh film as Kitty Gilbert. She shines especially at the conclusion when she manages to convey both convincing Victorian demeanor and a lively, intelligent spirit longing to be set free. Leigh does not hesitate to show sometimes the sour lives behind the sweet music and witty lyrics; he gets behind the public surface of the theatrical world to private moments of pain that reveal genuine emotion. As always Leigh remains sensitive to human frailty even when celebrating success. Steve Vineberg has astutely commented on Leigh’s treatment of the foibles of the D’Oyly Carte performers: “He’s intimate yet tactful; he knows just how much he can expose without cheapening them…He’s interested in the ways in which these women and men handle the very human frailties that this time and place (and profession) officially deny that they have” (B11).

Leigh once more illuminates the particular difficulties faced by women in a male-dominated society. A widowed actress with a little boy cannot hope to establish a relationship with a new man despite the quantity of her admirers. Another actress, performing on a painful leg which requires bandaging before the curtain rises, tells her colleague in their shared dressing room: “Well, you shouldn’t reveal your little secret [her young son] until he’s fallen hopelessly in love with you, and has asked you to marry him.” The look of the film with its lavish production values and huge cast compares to the best of Merchant-Ivory or John Madden’s Shakespeare in Love (1998), but, in addition, Leigh makes his usual nod to problematic subtexts in his treatment of what other directors might consider recalcitrant material.

Leigh chooses to examine a period of stress, after they had been collaborating for over thirteen years, in the relationship of librettist/lyricist Gilbert and composer Sullivan in the hideously hot summer of 1884 when the box office of their latest collaboration, Princess Ida, was languishing. Sullivan is suffering from a painful kidney ailment and a longing to compose some serious music. Given Leigh’s wry wit and abiding interest in gastronomy, he has Kitty Gilbert
tell her husband as she chases after him down a long corridor at breakfast time before a cut to a scene with Sullivan, "Willie! Your kidneys are getting cold."

Sullivan desired to be the English Mendelssohn (at age 14 he became the youngest recipient of the Mendelssohn Scholarship), but his comic operas with Gilbert permitted him to maintain the luxurious lifestyle the film shows he so much enjoyed. Many musical authorities over the years have seen in Sullivan's scores a typically Mendelssohnian polish, dexterity, and melodic appeal. Nevertheless, because of a convergence of factors, Sullivan (Allan Corduner) at this point feels unable to become engaged sufficiently to compose a score for more of his partner's lightweight, magical-themed libretti. As a supposedly anonymous London reviewer's grudgingly favorable response to *Princess Ida* (this Gilbert reads with a sense of disgust) expresses it: "W.S. Gilbert abundantly proves he is still the legitimate monarch of the Realm of Topsy-Turvym." And then, adding insult to injury in Gilbert's estimation, this reviewer goes on to call the story itself a dull one. What Leigh's film does not mention is that Gilbert had written a play in 1874 titled *Topsy-Turvym* "on the notion," as Dennis Denisoff observes, "of a gender-inverted society where women are men and men are women" (59). Edmund Wilson wrote years ago in "Gilbert Without Sullivan," which was anthologized in *Classics and Commercials*, that "Gilbert had been trying to foist upon his partner what he considered a magnificent theme: a magic charm which would convert human beings into the realities of what they pretended to be" (363). Sullivan can no longer cope with a libretto where everything has been turned upside down by sorcerers, magic potions, enchanted coins, or similar arbitrary devices. In a scene in *D'Oyly Carte*’s office where he is attempting to reconcile the partners, Leigh begins by showing fragments: hands, cigars, disembodied aspects before the two men sit down and become whole. It is a device that was effectively used at the close of the dinner party sequence in *Who's Who* to suggest disarray between people.

Leigh's opening sequence of Sullivan waking late from a nap and being readied to conduct the opening of *Princess Ida* uses the same kind of lurching tracking shot seen before in Leigh's work. It resembles the beginning of *Naked*, but the crucial difference in content and tone does not alter the director's desire in the contexts of both films to involve viewers in a visceral and essentially kinetic experience. Henry Fitzherbert found this sequence on the nature of celebrity as the servants scramble to meet Sullivan’s demands for brandy and cigarettes, "reminiscent of the opening tracking shot of *The Bonfire of the Vanities* in which Bruce Willis's bestselling author prepares to meet the press." The bon vivant, even libertine, Sullivan, despite ill health, appears somewhat more Gallic and cosmopolitan than conventionally British. He has a mistress, Mrs. Fanny Ronalds (Eleanor David), frequently uses French, and visits a Parisian brothel, where he encounters Leigh alumna, Katrin Cartlidge, as Madame. The film's music director, Gary Yershon, appears as the brothel pianist.

Richard D'Oyly Carte is played with gentlemanly aplomb by Ron Cook, who was the down-and-out former photographer in *Secrets & Lies*. The extraordinarily successful producer of these *D'Oyly Carte* operettas has recently built the Savoy Theatre for these productions and now must try to reconcile his two contracted collaborators when Sullivan rejects Gilbert's new piece of "topsy-turvym." Under their contract with *D'Oyly Carte*, the duo was obliged to provide a new opera upon six-month notice or else indemnify their producer for any losses incurred from their default. Gilbert, the workaholic, despairs of finding a solution to this impasse, and the stabilizing influence of D'Oyly Carte and his wife Helen Lenoir (Wendy Nottingham) seems on this occasion insufficient.

Ray Carney, while not writing specifically about *Topsy-Turvym*, makes an observation about Leigh that seems quite germane to why the filmmaker might find this disagreement between Gilbert and Sullivan particularly relevant for his own purposes: "Leigh celebrates uniqueness. He creates partnerships in which the partners don't blend and merge, but each brings something different to the table. The result is the most stimulating sort of relationship: one in which the individuals are both dependent and independent" (216). Twentieth-century American playwright and famous collaborator George S. Kaufman wrote in a letter to Howard Teichmann, his last collaborator, which the latter quotes in his biography of Kaufman, that the total result of collaboration is frequently "far more than the combined abilities of two people might give you. The two people often fly far above their talents, and if I don't know about collaboration who the hell does?" (270–71). As the film would have it, Japanese art and culture suddenly ignite Gilbert's imagination and, in turn, stimulate Sullivan into renewed energy to work with his collaborator. Among the numerous historically accurate pleasures in *Topsy-Turvym* is Wendy Nottingham's portrayal of Helen Lenoir, a remarkable Victorian businesswoman who was an accomplished diplomat. Leigh demonstrates how much of the whole foundation of the Savoy operation rested on her. She supplied all the detail; her husband produced and promoted. Their right-hand man in the business is Richard Barker in another choice role for a Leigh regular, Sam Kelly.

Through the introduction of the actual collaborative process, *Topsy-Turvym* becomes a reflection of concerns in Leigh's own career, which makes this film curiously more autobiographical in some ways than any other in his substantial
body of work. Leigh creates an epic film about process, something akin to his method as a filmmaker. To be sure, Leigh may try the patience and endurance of his viewers during the first hour or so of this film with appearing and disappearing characters and oblique, sometimes opaque, principles of narrative sequencing. However, attenuated his leisurely storytelling or lack thereof first appears, Leigh delivers finally a stunning product from these disparate resources. He takes full advantage of the generous time permitted him in a grandiose feature-length film that runs for two hours and forty minutes. In the Ryan Gilbey article in *The Express*, Leigh discusses the special challenge and pleasure of the larger canvas required for *Topsy-Turvy*: “I’m very at home with domestic subjects, people in houses and so on, just as Vermeer was at home with women standing in rooms. But as a film-maker I never got the chance to work on a bigger canvas, and there was this unfulfilled area in me....” (43). The long middle portion of Leigh’s film is given over to the extensive rehearsal process preceding the opening of *The Mikado* in 1885, from running lines to designing costumes. Rehearsal sequences are presented back and forth with scenes of the finished product from the staged *The Mikado* to suggest how process and product happened in the late-nineteenth-century London theater. The thorough theatrical professional Gilbert serves as painstaking director for the production, harnessing talent, tempering emotions, and successfully integrating numerous elaborate production elements. His prescriptive practice would seem quite opposite to Mike Leigh’s own procedure although doubtless both men were equally hard driving. Gilbert demonstrates, as Leigh has written for the CD recording of the film’s soundtrack, “the serious purpose...about all of us who strain and struggle to make other people laugh” (6).

Scenes are devoted to such technical matters as how to sing triplets with the proper rhythm, as Sullivan presides over a voice rehearsal or colorful details of how corseted Japanese women should advance across the stage. The abandonment of foundation garments proves an especially profound loss to Victorian Britons of both sexes, so it seems. The romantic male lead in the company, Lely (Kevin McKidd), for example, remonstrates with Gilbert, claiming that he cannot produce the required vocal vigor without the necessary diaphragmatic support that the corset provides. Gilbert cajoles him into compliance: “Come, come, Lely. This is not grand opera in Milan. It is merely low burlesque in a small theatre on the banks of the River Thames. You have a fine, strong voice which will be more than adequate for our purposes, with or without the corset. Kindly remove it this instant.” Alison Steadman has one excellent scene as Madame Leon, costumer for *The Mikado*, during which she tries to change established British habits and behavior relative to dress, as the performers demur over costumes that expose their ankles among other hitherto concealed body parts.

Certainly *The Mikado* as originally presented by D’Oyly Carte’s company could scarcely be considered a model of realist theater in the twentieth century. Still Gilbert dedicates considerable effort with his invited trio of young Japanese women from the Exhibition to instructing his three little wholly English maids from school in authentic movement, fan handling, and the like in order to achieve an authentic Japanese quality in their performance. Jack Purdy writes in his Baltimore *City Paper* review that “Leigh is showing us the birth of the modern theatrical sensibility, being midwifed by a man who previously couldn’t care a fig about realism” (30). Amusingly, this emphasis on realistic details connects Gilbert and Leigh as blood brothers, especially with respect to the honesty, relevance, and accuracy that Leigh cherishes in his films. “Of course,” as Steve Vineberg correctly concludes, “*The Mikado* is as thoroughly British as *H.M.S. Pinafore*. The made-up Japanese names and Eastern-flavored trills in the chorus numbers, the fans and the pigtail, have the effect of emphasizing that fact, just as the fantasy costumes and makeup in *The Wizard of Oz* are floridities in the unmistakable vaudevillian antics of its stars” (81). Additionally, as Gayden Wren has observed, the score for *The Mikado* may be Sullivan’s “most English score, with glees, madrigals, and other characteristic English song formats turning up repeatedly” (167).

Leigh shows in these scenes the provenance of a modern theatrical sensibility being advanced not by Ibsen but by W. S. Gilbert, a practitioner who, in his previous topsy-turvydom, presumably cared not at all about verisimilitude. Gilbert bears witness to the notion that comedy is serious. The actors in *The Mikado* must play their roles reasonably straight if they are to be funny. At a point when the breach between Gilbert and Sullivan appears irreparable, the librettist dares his collaborator with the challenge that if he wishes to write a grand opera about a prostitute dying of consumption in a garret, “I suggest you contact Mr. Ibsen in Oslo. I am sure he will be able to furnish you with something suitably dull.”

Perhaps what Gilbert represents is the application to the stage of John Ruskin’s gospel of patient particularity and respect for a sense of fact. In this regard he is a Victorian progenitor of Mike Leigh as well. Of course, to viewers at the beginning of the twenty-first century, *The Mikado* may be unconvincing as anything but a highly patronizing portrayal of stereotyped Japanese; therefore, the film’s rehearsal scenes become, in part, metaphorical for cultural
Leigh does not shy away from revealing serious defects in Gilbert's personality. His choice of Jim Broadbent for the role is especially fortunate, because this actor convincingly portrays the troubling ambivalence of the character. The height of jest for Gilbert is that he was himself a pillar of Victorian dignity, in his conservative, choleric, straitlaced attitude and behavior representative of much in England that he was satirizing. He is the repressed Englishman who takes his vocation seriously and expresses himself best through his craft. If he embodied much of what he seems to rebel against, to that extent Gilbert was rebelling against himself as Broadbent effectively portrays him. Gilbert's humor often puts self-importance in its place, notwithstanding his own propensity toward pomposity, and properly ridicules ignorance.

Gilbert may also be seen as another emotionally stunted Leigh character who evokes memories of Peter's dread of displaying open emotion in Bleak Moments. Andy Medhurst in his Sight and Sound review of Topsy-Turvy, amusingly titled “The Mike-ado,” astutely addresses this dimension of Gilbert as portrayed by Broadbent: “The son of two clearly deranged parents and the husband in a stilted marriage, Gilbert clings to his formulaic writing because formulas offer certainty, a certainty unattainable in the destabilizing realm of emotions” (37). Herein lies the crux of this historical figure as a scion of a dysfunctional family that immediately allies him with numerous others in Leigh. Who would doubt that by this point in Leigh's career he would not offer convincing historical personages as Mike Leigh characters and get away with it?

On one occasion when a member of the orchestra refers to Sullivan as “Dr. Sullivan,” Cellier (Stefan Bednarczyk), Sullivan’s musical director, corrects him by recalling that Dr. Sullivan, Sir Arthur’s father, who was also a conductor, is deceased. Sullivan thanks Cellier for the correction. This is the only allusion to Sullivan’s family in the film, but its inclusion offers a contrast for the collaborators with respect to families. One might speculate on how galling it was for Gilbert that Sullivan was knighted in 1883. Gilbert had to wait until 1907, after the demise of both Queen Victoria and Sullivan.

Topsy-Turvy includes significant glimpses of Svenck, as his estranged mother calls her son, in his troubled family relationships with wife, father, mother, and sisters. His mother (Eve Pearce) tells her daughter, Maude (Theresa Watson), who had encountered her brother at the Japanese Exhibition, “Never bear a humbug.” Maude assures her mother she will endeavor not to. One biographical detail of Gilbert’s life Leigh’s film regretfully does not include—that at the age of two, taken on a tour with his parents, he was kidnapped by brigands in Naples. W. S. Gilbert was returned to his mother and
father for a mere twenty-five pounds! The analogy with O. Henry’s “The Ransom of Red Chief” is all too easy to imagine. This species of detail could be familiar coin in the world of Mike Leigh. “I can assure you, Papa,” Leigh’s Gilbert explains to his father at one point, “that the very last person with whom I wish to have any communication at all is your estranged wife...the vicious woman who bore me into this ridiculous world.” Later, declining his wife’s suggestion that he should visit a dentist to relieve his painful toothache, Gilbert replies, “Madam, I had rather spend an afternoon in a Turkish bath with my mother than visit the drosset dentist.” Leigh follows up this exchange with Gilbert’s horrific dental visit for a tooth extraction to underscore further the physical reality of life in Victorian Britain. While these moments devoted to Gilbert’s parents may add nothing to the plot, as some reviewers noted, they do, in the subliminal way Leigh prefers, suggest the sources of Gilbert’s bizarre inspiration.

As in earlier films, Leigh negotiates a remarkably delicate nonjudgmental course in his portrayal of a complex character. He seems to come down on the view that the basis of Gilbert’s success lies in his power of sustained irony and paradox shown in his gentlemanly good humor that mocks affection without alienating his audience. Gilbert as man and theater director in the film issues pleasantly dry remarks and pungent understatements. Maybe Leigh neglects the lyricist in the act of writing perhaps because he shares something of the conclusion reached years ago about W. S. Gilbert by Louis Kronenberger in *The Thread of Laughter: Chapters on English Stage Comedy from Jonson to Maugham*:

Gilbert’s librettos suffer from something unattractive and even repellent in his own personality. They have the really bad taste that comes from a lack of heart; they suggest the kind of man who was not simply cruel in order to be funny, but who was almost funny in order to be cruel. Writing so unhuman, so inhuman, as Gilbert’s *should* be artificial, but he seems not merely that, it seems—to use a word that Shaw even ventured to apply to Gilbert’s lyrics—ard. It is as unwatered by charm as it is unwarmed by feeling. (207)

Leigh’s approach to Gilbert in contrast to Kronenberger’s appears somewhat more moderate and magnanimous; nevertheless, the inclusion in *Topsy-Turvy* of “If You Give Me Your Attention” from *Princess Ida* with its lament “I love my fellow creatures—I do all the good I can~/Yet everybody says I’m such a disagreeable man!/ And I can’t think why!” might well apply to Gilbert himself, and it is tempting to speculate on any possible inferences Mike Leigh might make along the same lines when critics labeled his approach “patronizing” or otherwise opprobrious. But it must be said that Sullivan was prompted to compose his best music by Gilbert’s lines. And, as is true of “The Lost Chord,” Sullivan without Gilbert is rather dull; Gilbert without Sullivan can still be very funny as with “The Bishop of Rum-ti-Foo.”

To both men equally goes the credit for writing English operettas that can be understood. English is a tricky language to set to music. Sullivan succeeded where precious few other composers did, thanks in large measure to Gilbert. This feature of their collaboration comes across especially well in the vocal numbers of Leigh’s film. Leigh does not pursue Sullivan’s musical ambition in the second half of the film even though it is addressed strongly at the beginning. Exactly why Sullivan found *The Mikado* so much more rewarding than earlier Gilbert plots is likewise left unexamined.

Few composers before or since Arthur Sullivan have employed with equal dramatic power the different forms of the human voice, but he lacked originality. Anthony Tommasini has addressed this matter of Sullivan’s derivative music as an advantage for his collaboration with Gilbert where Purcell odes, Handel choruses, Italian opera recitatives, and Rossini patter arias could all be appropriate. “Imitation is the essence of comedy however,” Tommasini writes, “and Sullivan had keen instincts about the kinds of music to put with Gilbert’s dry, witty words. When a verse suggested a jaunty dance tune, an Italianate aria, a pastoral ditty or an agitated recitative, he provided it, exaggerated slightly for comic effect with an odd turn of phrase, a mawkish harmonic progression or some inflated dramatic intensity: whatever it took. The results were hilarious” (Section 2, 34). To Gilbert’s credit as a collaborator in musical theater, his scenes are conceived so that they may be readily molded into formal musical structures.

Sullivan’s solo songs often effectively suggest a popular continuation of the old Italian bel canto, with its lyric grace, its elegant refinement of detail, its noble pathos, and frequent brilliant coloratura. His telling and direct solos can go straight to the heart as well as provoke, when needed, laughter. Leigh’s recreation of selected sequences from the works of Gilbert and Sullivan do justice to this dimension of their collaboration. Andy Medhurst was not the lone reviewer who submitted that “Leigh’s appetite for the music is evidently immense, resulting in too many indulgent performances of their songs” (36).

But the great glory and distinguishing feature of the Savoy operas is the chorus. Sullivan’s talent, like that of so many other composers in the English tradition of the oratorio, rests indisputably upon his skill in writing for bodies of voices. Leigh respects the chorus as fully as he can within the time limitations
of his already quite long film. He commemorates its special importance with a dramatic sequence where the prescient ladies and gentlemen of the chorus respectfully request and prevail upon Gilbert to restore the Mikado’s “Song” from Act Two with “its object all sublime to let the punishment fit the crime.” Gilbert eliminated it from the production following a dress rehearsal. This action may also hint at increased democratic assertion at the end of the nineteenth century in Victorian England. Andy Medhurst picks up other elements backstage that anticipate later events and changes of attitude with the following: “...there are enough hints of queer undercurrents in the backstage milieu to remind us that the Oscar Wilde trial was only a few years away” (37).

Leigh’s accomplished actor-singers in Topsy-Turvy perform their own vocals to surprisingly good effect. One can only imagine what dubbing would have been implemented had the film been a major Hollywood movie in the sixties. That Rob Marshall’s Academy Award-winning Chicago (2002) did not dub an actor like Richard Gere perhaps suggests the salutary influence on American movies of Mike Leigh’s example of Topsy-Turvy, but that probably is wishful thinking. In his Guardian interview at the National Theatre with Michael Billington, Leigh commented that in the 1880s “the Savoy also worked with actors, not opera singers for the most part.” Leigh veteran Timothy Spall, for example, playing leading Savoy performer Richard Temple, delivers the Mikado’s numbers with refinement and gusto. Andy Medhurst describes Spall’s performance of the aging star Temple as “a perfectly judged study of juxtaposed fragility and bombast” (37). Likewise, Martin Savage’s Grossmith, who performs a variety of patter songs from the repertory, seems an exemplary Savoyard in every respect. His portrayal brings back memories of beloved earlier twentieth-century D’Oyly Carte performers like Martyn Green and John Reed. Mike Leigh and his musical director, Gary Yershon, honor D’Oyly Carte by selecting performers who are as completely worthy of Gilbert and Sullivan as his nineteenth-century company was. The orchestra in the film performs on period instruments, and Carl Davis slows the tempos more than is customary in twentieth-century performances of the comic operas so that Gilbert’s text remains clear. In sum, Leigh and his collaborators trust the original material as contemporary conceptual stage directors may not.

In Topsy-Turvy the high and practiced technical skills associated with D’Oyly Carte seem part of a long unbroken history. Francesca Jaynes, Leigh’s choreographer, together with the musical director worked from original prompt copies of the productions, which Gilbert, as the film shows, directed. He recorded the bits of stage business with sketches and diagrams in his thick

"Business Book," the guide for all D’Oyly directors who succeeded him. Sullivan, who conducted the original performances, did not publish his orchestrations. Carl Davis, the Brooklyn-born composer who had previously worked with Leigh, assembled the pieces from Sullivan’s large output for the film’s magnificently full musical score. It is especially notable for Davis’s appropriation of melodies from Sullivan that he uses with shimmering grace to support and enhance a nonmusical sequence such as the final moving bedroom scene between Gilbert and Kitty. Davis underscores their sad lack of physical connection with the “Women’s Trio” from the Act Two Finale of The Yeomen of the Guard, “Tis Said That Joy in Full Perfection” heard earlier in the film as Gilbert declared it humiliating to be called “The King of Topsy-Turvydom.” Since this operetta will be a part of the future collaboration of Gilbert and Sullivan after The Mikado, it is interesting how much of it is used in Davis’s score for the film. Because Kitty Gilbert projects her own scenario for a future operetta in this bedroom scene with her husband, music from The Yeomen of the Guard is strangely appropriate.

This intimate scene of failed conjugal begins with Gilbert observing to his wife after the triumphant premiere of The Mikado that “there’s something inherently disappointing about success.” Perhaps that admission accounts for his failed familial relationship, unwilling as he is to be disappointed off stage. Kitty observes as a rhetorical question: “Wouldn’t it be wondrous if perfectly commonplace people gave each other a round of applause at the end of the day?” She demonstrates by clapping enthusiastically herself to which Gilbert adds his own applause of “Well done, Kitty! Bravo Encore!” She expresses gratitude to him, since this prompted endorsement is the most demonstrative one he has given her anywhere in the film, but he insists, despite her reluctance to accept his conclusion, that she must be tired as he prefaces to take his leave of her bedroom. Elegant two-shots of him full face and her in profile and then sometimes reversed in position alternate with leisurely shot-counter-shots of the husband and wife speaking together but neither quite sharing their deepest thoughts. She detains him long enough to propose a scenario for his new work, which turns out to be rather crypto-Freudian.

Framed together by the drapery of the four-poster bed, they sit as though on stage, Kitty in the “wings” and Gilbert stage right. Here, the bedclothes are heavy, a barrier to any physical intimacy. In her narrative for a new musical, Kitty creates a heroine who grows old and plain while the ladies’ chorus becomes younger and younger, a mirror image of Kitty’s own predicament. While she laughs and Gilbert immediately perceives a situation once more topsy-turvy,
the moment is agonizingly self-reflexive on her part. The music cue begins as Kitty becomes more animated, describing the plot of her proposed opera. Here a husband whom she describes as not the hero refuses to give his desiring wife the key to open a door, but she ascends the stairs anyway to find the door unlocked, where “on the sands, are hundreds of nannies, all pushing perambulators about.” This oblique expression of Kitty’s longing for children concludes with her tearfully noting that “every time she tries to be born...he [the husband] strangles her with her umbilical cord.” Close-ups of the two reveal their struggle and failure to communicate beyond metaphor. Like Peter in Bleak Moments, Gilbert is unable to provide the comfort required; he merely replies after a long delay, “Mm...I shouldn’t imagine Sullivan’d much care for that.” As complement to this scene, a quotation about Gilbert by J. B. Priestley seems relevant: “There is about Gilbert an aggressive clubman masculinity, together with a lack of that feminine element which brings fertility to the creative artist” (92).

The music changes ironically to “He Loves” from Act Two of Iolanthe that continues into the next sequence, a cut to Sullivan’s bedroom, now daytime. Here he lies snuggled with his longtime mistress in a curvaceous bed, wherein she explains to her composer-lover that she has made her “own arrangements,” presumably for an abortion. In what apparently was an earlier incident, he had made arrangements for her. As she explains to him, “After all, it is 1885, Arthur” and then goes on to tell him how much she loved The Mikado as she thinks he has put everything he is into it. In contrast to the preceding sequence with the Gilberts and Dick Pope’s skillful use of separating shot-counter-shots, this sequence consists entirely of two shots of both Sullivan and Fanny until the very end. After she has kissed him, she tells him she must fly in a lone close-up followed by a comparable close-up of him pondering what has occurred. For neither Gilbert nor Sullivan will there be a next generation such as Leigh has previously provided with his studies of families.

Leigh imprints his distinctive signature on these two respective scenes, so similar and yet contrasting, of Gilbert and Sullivan and the women in their lives as coda to the earlier triumphant ensemble re-creation of the finale at the premiere of The Mikado. Lest we perceive the triumphant duo as larger than life, Leigh, ever the realist filmmaker, brings Gilbert and Sullivan back to their all-too-human condition. Kitty Gilbert approaches the kind of breakdown that other Leigh female characters have succumbed to in earlier films. That she does not succumb as they did is appropriately and decorously Victorian, yet it also is as expressive as the more overwrought climaxes seen elsewhere in his work. Kitty herself speaks of “climax and anticlimax” in her scene with Gilbert.

From these interiors of bedchambers for Gilbert and Sullivan, Leigh returns to the theater itself where the film began with shots of seats being lowered to spotlight a single performer, the vulnerable Leonora Braham (Shirley Henderson) as Yum-Yum. She is first seen in her dressing room, somewhat drunk, fortifying herself with sherry prior to her performance. She already has a child whom she adores but, like the other two women, lacks a necessary element to create a family. In her case, she needs a husband. This melancholy widowed mother and leading soprano has struggled with drink throughout the film, having been cautioned on occasion about it by D’Oyly Carte himself. Once on stage, she delivers a stunningly pure and lilting rendition of “The Sun Whose Rays Are All Ablaze,” which is sung early in the second act of The Mikado. Dick Pope’s camera cranes back over the orchestra and audience to conclude Topsy-Turvy with a long shot, beautiful and elegantly loving, but tinged with a certain sadness, that encompasses both the audience and the actors on stage to become the essence of theater through the medium of film. “We’re very wide awake/The moon and I!” sings the soprano to suggest the fusion of lucidity and lunacy that is life and art. There is a slight hint of a fade to black that Leigh makes more conspicuous use of at the end of All or Nothing. A caption appears on the screen, informing us that “Gilbert and Sullivan wrote five more operas, including The Yeomen of the Guard and The Gondoliers.” This declaration is followed by a final caption with the additional information that Sullivan wrote only one grand opera, Ivanhoe. “Although moderately successful at the time, it is now mostly forgotten, and isn’t as much fun as The Mikado,” and the list of the large cast immediately begins to scroll.

Topsy-Turvy is a synthesis of Leigh’s understanding of performance and tribute to the performer in recognition of his or her full collaboration in the artistic process and its product. But the eloquence is realized cinematically, and Dick Pope merits everyone’s gratitude for how he conveyed it. Several key setups throughout the film have shown actors before their dressing-room mirrors. Timothy Spall has been presented most effectively this way almost to the point of implied doubleness between the man and his roles caught in the round, so to speak, because of the filming. Likewise at the end of the film before her final song, Leonora gazes into her dressing-room mirror and recites Yum-Yum’s soliloquy on her own loveliness from Act Two of The Mikado, which she proclaims is not vanity but only nature.

Unlike many of his films, which open and end with exterior shots, Leigh keeps almost all the action of Topsy-Turvy within interior settings; any enlightenment pursued in this film is of an interior, not an exterior, nature. However,
past, Leigh forces the moviegoer to look at things in the world, this time the Victorian world of Gilbert and Sullivan, think about them, relate them, question them, be frustrated by them. It is just about impossible to see this film and not reach Joe Morgenstern’s conclusion that Topsy-Turvy “is as smart as it is beautiful” (W2).

Like Leigh’s earlier Secrets & Lies with its long list of Academy Award nominations, Topsy-Turvy received nominations in most categories, including Best Picture, but curiously Mike Leigh was not nominated for Best Director as he was with the earlier film. Like Secrets & Lies, the story of Gilbert and Sullivan garnered few awards at the ceremony itself. Lindy Hemming’s superb costumes were duly recognized with the award for that category, and Christine Blundell’s makeup won the Oscar for makeup design. At least twenty-three film critics in the United States and Britain had selected Leigh’s film as one of their top 10 films for 1999, and Topsy-Turvy was judged best film at the Venice Film Festival along with Jim Broadbent receiving the Best Actor award. The late Tom King in a “Hollywood Journal” piece in The Wall Street Journal queried Barry Diller, the chair of USA Films that released Topsy-Turvy, which, as he put it, “won a slew of critics’ awards. But it was a box-office failure. What happened?” (W4). Diller responded in a way to reaffirm that filmmaking remains an industry:

Mike Leigh is a very interesting director and we thought the subject matter was more appealing that it was, but we were wrong. The film is a wonderful movie. But I would consider us a total failure if all we did is get on Top 10 lists and nobody came to see these movies. Like anything, it’s either an artful dodge or an artful balance. (W4)

Quite apart from any well-deserved awards, Topsy-Turvy’s paean to collaboration in the creative process while taking account of historical influences on arts and culture serves as a testament of faith in the kind of cinema practiced by Mike Leigh. This time he realized his goal with a larger cast and on a grander scale than usual. The filmmaker was not being hyperbolic when in a number of interviews he referred to this particular film in his body of work as “epic.” The film was welcomed enthusiastically worldwide by what John Milton, no mean creator of an epic himself, might term, a fit audience found though few—if the quantity and quality of public approval must be judged by the economics of Hollywood blockbuster bottom lines, which are often more than slightly topsy-turvy.