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One Fine Day at the Brill Building

By JANET MASLIN

A lovely moment in Allison Anders's "Grace of My Heart" finds Denise Waverly (Ileana Douglas) and Howard Cazesatt (Eric Stoltz), her lover and songwriting partner, in the legendary Brill Building on Broadway, sitting at the piano discussing a number about teen-age romance.

It's a song that could be set up on the roof or under the boardwalk. But these particular teen-age lovers are on a fire escape, and Ms. Anders's camera imagines them there. While Denise and Howard debate the political implications of this urban setting, the film interweaves the inspiration for their music, the creative excitement of the Brill Building writers in the early 1960's, and the ways in which Denise and Howard's private soap opera is finding its way onto hit records so indelible to the baby boom generation. It's a perfect illustration of why "Grace of My Heart," at its best, is such a labor of love.

Ms. Anders's film, about Denise's struggle toward personal and professional fulfillment in the world of popular music, taps into this lost world so energetically that it automatically generates interest and good will. But the film's nostalgia turns out to be something of a double-edged sword. The same audience that will be drawn to this film's subject matter is sure to notice that "Grace of My Heart" is more scrapbook than story, and that its pop reference points are often scrambled in empty and distracting ways. Despite obvious affection for her film's emblematic heroine, Ms. Anders keeps the character too passive and one-note to have much life of her own.

The career of Carole King is this film's unmistakable starting point, even if a mainstay of New York pop has been unaccountably transported to the Philadelphia Main Line. Edna Buxton (Ms. Douglas), a WASP heiress, has been brought up by her starchy mother to sing songs like "You'll Never Walk Alone," but she makes her break for independence in the film's evocative opening scene. Edna enters the singing contest that will start her on the road to success in the music business, and Ms. Anders invites the audience to look right over her shoulder.

Months later, in Manhattan, Edna meets Joel Milner (John Turturro), whose wig suggests Phil Spector and whose impresario instincts tell him to change Edna's name. So she becomes Denise

Waverly, installed in a Brill Building cubicle as she watches the parade of pop history go by. A trio of black women (led by Jennifer Leigh Warren) seem to be inventing the Supremes' hand movements while they show Denise a thing or two about lost love. "Grace of My Heart" is so ripely nostalgic for this time and place that it uses phrases like "one fine day" or "he's a rebel" in song lyrics, and "when he breaks your heart" in conversation.

Ms. Anders, who displayed such effortless, down-to-earth feminism in "Gas Food Lodging," has to strain harder to make a heroine out of Denise. Ms. Douglas plays her eagerly, but the film casts her as an old-fashioned victim in many cliched ways. Betrayed by her husband, she takes up with a married man (Bruce Davison); both episodes bear fruit in the recording studio as Denise moves toward inventing the idea of a female singer and songwriter of Ms. King's prodigious talent. This story offers so little novelty that the film's musical score and great retro costumes easily upstage its drama.

The worst misstep comes late in the film, when Matt Dillon appears to play a professorial Brian Wilson type (a stupendous oxymoron) who takes charge of Denise's recording style. To evoke the Beach Boys, Ms. Anders creates a surf band and throws in a theremin, but she grafts this weakly to "A Star is Born" and winds up losing a lot of credibility along the way.

"Grace of My Heart" bolsters its tepid central story with entertaining cameos (like Bridget Fonda's turn as Kelly Porter, who strongly resembles Lesley Gore) and a mixed-up musical melange. Motown meets the Brill style; brothers sounding like the Everlies sing a melody recalling Roy Orbison; the film's 60's-style score sounds anachronistically slick, and Ms. Douglas has a tough time lip-synching. Martin Scorsese, this film's executive producer, captured the essence of this music more powerfully by just letting the camera glide along to "Be My Baby" in "Mean Streets."

Ms. Anders's film is somewhat saved from its floundering by a rich, sultry look that savors the time period, by witty props and costumes, and by an imaginative scoring idea. Though it could easily have fallen back on jukebox favorites, "Grace of My Heart" uses new songs combining stellar writers from the film's era with some of their stylistic disciples. A Burt Bachrach-Elvis Costello collaboration is one notable oddity, and two generations of Goffins -- Gerry and his daughter Louise -- have also written songs. Kristen Vigard supplies Ms. Douglas with a big, proud singing voice that strongly evokes Mr. Goffin's former wife and collaborator, Ms. King.

"Grace of My Heart" is rated R (Under 17 requires accompanying parent or adult guardian). It includes mild profanity and brief sexual situations.

GRACE OF MY HEART

Written and directed by Allison Anders; director of photography, Jan Yves Escoffier; edited by James Kwei and Harvey Rosenstock; music by Larry Klein; production designer, Francois Seguin; produced by Ruth Charny and Daniel Hassid; executive producer, Martin Scorsese; released by Gramercy Pictures. Running time: 115 minutes. This film is rated R.

WITH: Illeana Douglas (Edna Buxton/Denise Waverly), John Turturro (Joel Millner), Eric Stoltz (Howard Caszatt), Bruce Davison (John Murray), Matt Dillon (Jay Phillips), Jennifer Leigh Warren (Doris Shelley) and Bridget Fonda (Kelly Porter).

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