At The Rep, we know that life moves fast—okay, really fast. But we also know that some things are worth slowing down for. We believe that live theatre is one of those pit stops worth making and are excited that you are going to stop by for a show. To help you get the most bang for your buck, we have put together **WU? @ THE REP**—an IM guide that will give you everything you need to know to get at the top of your theatergoing game—fast. You’ll find character descriptions (A/S/L), a plot summary (FYI), biographical information (F2F), historical context (B4U), and other bits and pieces (HTH). Most importantly, we’ll have some ideas about what this all means **IRL, anyway.**

**CU@therep!**

**The Teacher’s Lounge**

In an effort to make our educational materials accessible to students and easy for educators to incorporate into the classroom, our study guide is written in a student-oriented format. We hope that you will circulate this guide among your students in the weeks preceding your visit to The Rep, encouraging them to browse it before and after class and as time allows, using it as a launch point for both pre- and post-performance discussions. You may also want to visit our website, [www.repstl.org](http://www.repstl.org), for additional information including educational games, activity suggestions and behind-the-scenes information. Any materials, either from this guide or from our website may be reproduced for use in the classroom. As always, we appreciate your making live theatre a part of your classroom experience and welcome your feedback and questions.

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**WELCOME!**

The desire to learn, insatiable when awakened, can sometimes lie dormant until touched by the right teacher or the right experience. We at The Rep are grateful to have the opportunity to play a role supporting you as you awaken the desire for learning in your students.

There has always been fascination with the perfect crime, wishes for an quick route to getting what we want and endless discussion on what one would do for love. Though your students are certainly not living in the ethical gray areas of film noir, they are working on drawing their personal lines in the sand. It never hurts to show them that actions can have dire consequences and the easy road often isn’t.

It would be a good idea to take a minute on the bus to give your students these quick theatre etiquette reminders:

- This show has an intermission; there will be time for bathroom breaks before the show and partway through.
- The actors can hear the audience and appreciate responses; however, talking, moving around and eating is distracting and can affect the action on stage.
- Pictures, phone calls and texting are not allowed at any time during the performance.

Live theatre won’t allow your students to take a passive role—they must work with us to create the experience which takes the learning deeper. Our unique ability to fuse words and images onstage allows your students to explore new ideas as well as excites their imaginations. We will do our part so your students will be stirred to understandings and self-awareness while delving into new and familiar worlds. You are doing your part by using The Rep to extend your intellectual and aesthetic curriculum. Thank you!

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**REP EDUCATION DEPARTMENT**

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<tr>
<th>Position</th>
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<tr>
<td>Director of Education</td>
<td>Marsha Coplon</td>
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<td>Associate Director of Education</td>
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<td>Study Guide Writer</td>
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WALTER HUFF: An insurance agent who is smart and good at his job but whose inner decency can be compromised easily

PHYLLIS NIRLINGER: A beautiful woman who is married to Herbert; she appears gentle and coy at first, but there’s more to her than meets the eye

KEYES: Huff’s friend and investigator for the insurance agency

HERBERT NIRLINGER: Phyllis’ husband who works in the oil fields

LOLA NIRLINGER: Herbert’s good-hearted daughter from his marriage before Phyllis

NINO SACHETTI: Lola’s scheming boyfriend

JACKSON: A friendly and chatty train passenger

NORTON: The president of Huff’s insurance company

NETTIE: Huff’s secretary

If you like this play and its themes, you’ll probably love these similar tales!

*Dial M for Murder*: Based on the successful play by Fredrick Knott, this film is one of Alfred Hitchcock’s classics! Starring Ray Milland and Grace Kelly as married couple Tony and Margot, the thriller’s storyline is similar to *Double Indemnity* in that Tony arranges to have Margot killed so he can inherit her fortune...the fact that she had been having an affair didn’t help either.

*The Postman Always Rings Twice*: Another one of James M. Cain’s crime novels, *Postman* resembles *Double Indemnity*’s tale of a femme fatale seducing a man to help her kill her husband, but this time it’s to inherit the diner that they run together. Also like *Double Indemnity*, this novel was adapted into a successful movie, so if you prefer to view rather than read, check out the film starring Lana Turner.

*It’s a Wonderful Life*: If you’re looking for something a bit more uplifting, watch Frank Capra’s famous film, which many think of as a Christmas classic! Starring Jimmy Stewart as good-hearted guy George Bailey, the film also examines the value of life versus the value of money via life insurance. George gets into some financial trouble and considers committing suicide so that his life insurance money will solve the problem. Might sound depressing, but just wait until George’s guardian angel Clarence comes to give him a reality check!
THE PLAY BEGINS as insurance agent Walter Huff visits the home of Herbert Nirlinger to talk about renewing Nirlinger’s auto insurance. Phyllis, Nirlinger’s wife, answers the door and tells Walter that her husband isn’t home, but he should come back after dinner. When Walter is back in his office, his secretary, Nettie, informs him that Phyllis decided it would be inconvenient for Huff to come after dinner, but she would let him know a better time.

LATER ON, Phyllis invites Walter over for tea, which he assumes is because she spoke to her husband about the insurance, but he is surprised to learn she hasn’t. Instead, Phyllis tells him that she hates the idea of talking to her husband, who works in the oil fields, about accident insurance. For this reason, she asks Walter if they can insure Nirlinger without him knowing it. There’s an obvious attraction between the two of them; one thing leads to another and Phyllis and Walter begin to kiss, but then she asks him to leave. Later, Phyllis visits Walter at his office where she apologizes for her behavior. Walter says he strongly suspects she wants to kill her husband to get the insurance money. Phyllis is frightened at the prospect of the deed because she says Nirlinger has been a good husband, but she doesn’t love him; plus he’s not happy, so she feels she would even be doing him a favor. Walter says he has a good idea of how to make sure it doesn’t look suspicious. He mentions how all the big money on an accident policy comes from railroad accidents, which can result in a payout of $50,000. He tells Phyllis they have to be bold, yet careful, carrying out the plan. She must look innocent by dissuading her husband from buying the policy. Phyllis does just that, but later Walter uses his tricks to make it look like Nirlinger bought the policy after all. After the meeting, Walter offers to give Nirlinger’s daughter Lola a ride to the movies but she actually directs him to take her to meet her boyfriend Nino Sachetti.

LATER ON, Phyllis informs Huff that her husband plans on taking the train to a class reunion in Palo Alto. At first it seems Nirlinger might be unable to go because he breaks his leg, but Phyllis convinces him to go anyway. As she’s driving her husband to the station, Walter hides in backseat. As they drive, he attacks Nirlinger and breaks his neck. Walter then disguises himself as Nirlinger, and boards the train. After the train starts moving, he jumps off, and together, he and Phyllis drag Nirlinger’s lifeless body on the track so it appears he died in a fall from the train.

ONCE THE ACCIDENT is reported to the insurance company, Walter’s co-workers Norton and Keyes discuss the case. Norton thinks it was suicide, but Keyes’ instincts tell him it was murder. However, when they file an inquest with a jury, it comes to the conclusion that it was just an accident. Keyes is still suspicious and tells Walter he’s going to watch Phyllis like a hawk, so the two lovers decide not to meet until everything dies down.

MEANWHILE, LOLA VISITS Walter in his office and tells him the story of how her mother died. She went to the family cabin for vacation in the dead of winter with her best friend and caught pneumonia. Her
friend traveled 12 miles on foot to get a doctor, but by the time they returned, Lola's mother was dead. Lola then intimates to Walter that her mother's best friend was Phyllis. She's naturally suspicious that Phyllis had something to do with both of her parents' deaths. She also tells Walter that she broke up with Nino, and he had been seeing Phyllis. Walter develops feelings for Lola and decides that in order to prevent her from ever knowing he killed her father, he will have to kill Phyllis and frame Nino. However, before he has a chance to carry out his plan, Phyllis shows up at Walter's house and shoots him! He survives, and while he's in the hospital, Keyes visits him and says the gun that shot him was found and was registered to Nino. He figures Nino and Lola killed Nirlinger. Because Walter now cares for Lola, he admits to the murder.

OUT OF LOYALTY to Walter, Keyes works out a scheme so that he can escape by boat right after he mails his confession. While he is on the boat, Walter meets Phyllis with whom Keyes made a similar arrangement. She tells Walter that she's going to jump from the ship. He tells her he'll join her and the lights dim as he walks towards her.
JAMES M. CAIN

James M. Cain might be most famous for his novels, such as *Double Indemnity*, but he actually got his start in journalism. Born in 1892 in Maryland, Cain graduated from Washington College and worked as a reporter for the *Baltimore Sun* newspaper before he enlisted in the army. While in service in France, he worked as an editor for *The Lorraine Cross*, a weekly army newspaper. In the early 1920s, he wrote articles for the *Atlantic Monthly* and *New York World*. He was even briefly managing editor of *The New Yorker* in 1931 before he turned to novels.

His first novel, *The Postman Always Rings Twice*, was published in 1934 and was an immediate bestseller that earned high praise. Setting many precedents for 20th century crime novels, it told the story of drifter Frank Chambers who is seduced by the beautiful, entrancing Cora into murdering her husband to take over the diner they own together.

The year 1936 was a big one for Cain, as he adapted *Postman* for the stage, where it ran for 72 performances, and it was also the year *Double Indemnity* was published as a serial in *Liberty* magazine. The story of Walter Huff and his seduction by femme fatale Phyllis was also very successful. In 1941, Cain published another popular novel, *Mildred Pierce*, the story of a housewife-turned-businesswoman and mother who struggles to elevate her family’s social position during the Great Depression.

Cain’s popularity soared in the mid-1940s when his novels were successfully adapted into some of the most popular films of the time. *Double Indemnity*, directed by the famous Billy Wilder, opened in 1944 starring Fred MacMurray and Barbara Stanwyck. It was a major hit with audiences and was nominated for seven Oscars. It currently stands as #29 on the American Film Institute’s list of 100 greatest films. *Mildred Pierce* opened in 1945 starring the formidable Joan Crawford, who won an Oscar for her role. The story also found great success with the recent Emmy-winning mini-series starring Kate Winslet in the title role. *Postman* was released in 1946 starring John Garfield and screen legend Lana Turner and was also well-received. All three films helped define the immensely popular film noir genre of the time.

Cain continued writing until his death in 1977 at the age of 85, though none of his projects were nearly as successful as his heyday in the 1930s and 40s.

OTHER FAST FACTS ON CAIN:

- **He took after both his parents.** His father was a professor, and Cain briefly followed in his footsteps when he taught journalism at St. John’s College. His mother was a singer, which Cain trained to be as well before he decided to become a writer. He included his affinity for opera in his novels *Serenade*, *Mildred Pierce* and *Career in C Major*.

- **He was married four times.** His first three marriages, one to silent film star Aileen Pringle, ended in divorce. His fourth wife died nine years after they married.

- **He worked as a Hollywood screenwriter**, though not for any of the films adapted from his novels. He received credit for only three screenplays: *Algiers*, *Stand Up and Fight* and *Gypsy Wildcat*.

- **He was a late bloomer.** Cain didn’t even start writing novels until he was in his 40s. In one interview, he stated: “A lot of novelists start late—Conrad, Pirandello, even Mark Twain. When you’re young, chess is all right, and music and poetry. But novel-writing is something else. It has to be learned, but it can’t be taught.”
DEATH

Mortality plays a big role in *Double Indemnity*. Phyllis is murderous for money, but she also admits to having a fixation on death ("There's something in me that loves Death. I think of myself as Death, sometimes. In a scarlet shroud, floating through the night. I'm so beautiful then. And sad. And hungry to make the whole world happy, by taking them out where I am, into the night, away from all trouble, all unhappiness..."). Usually murderous villains greatly fear their own death (e.g. Voldemort, ahem, He-Who-Must-Not-Be-Named, from *Harry Potter*), but Phyllis embraces her death at the end. Do you think Phyllis' fascination with death comes from an inherent evil? Or do you think maybe something traumatic happened to her in her life that made her like that? What you do think it could have been? Walter doesn't have the same obsession, yet it doesn't take a lot of convincing for him to kill Nirlinger, and he seems easily willing to kill Phyllis when he discovers her deceit. He is like Phyllis in the end when he embraces the end of his life as well. Walter's comfort with death seems to come less from a fascination with it and more from just a disregard for life. It seems someone who works in insurance probably deals a lot with greed and desperation. Could this have made Walter jaded and life-weary?

DECEIT

The classic femme fatale, Phyllis seems to deceive every other character in the play at some point. She obviously deceives Nirlinger by organizing his and his first wife's death. She deceives Walter and Nino by pretending to love them and then framing them both for murder. What do you think the author was trying to say with this? Some might consider it a pessimistic viewpoint—that even when you think you can trust someone, you really can't. Others might suspect that the author was painting women in a negative light with all of Phyllis' betrayal; however, it's interesting that the only person who seems to suspect Phyllis is the other female in the play, Lola. Nirlinger ignores the suspicious fact that Phyllis was so integral in his wife's last days. Walter seems to easily trust a woman who is willing to kill her husband for money. So who do you think is more to blame? The person who fools everyone or those who were so easily fooled?

EVIL

In many stories, the hero and the villain are easily defined. Phyllis plays the obvious villain in this story, but Walter isn't so much the villain as he is the anti-hero. True, he commits murder for greed and for a passion for Phyllis, but in the end he decides to confess. This shows us that dividing the "good guys" from the "bad guys" isn't always so easy. Even Nirlinger, the theoretical victim in this story, appears to be an impatient, testy individual when he angrily speaks to Phyllis for leaving her pocket book in the house. Now, this hardly makes him evil, as we all get cranky sometimes with family and friends, but it seems the author deliberately wanted to show this side of Nirlinger. Why do you think that is?
DARK AGES
French film critics coined the term "film noir," literally meaning "black film or cinema," to describe the dark and cynical themes of American crime and detective movies of the time. Hollywood seemed to reflect American insecurity as the United States was recovering from WWII and entering the tension-filled Cold War period.

IN A BAD MOOD
Films were filled with darker sensibilities such as fear, mistrust, violence, paranoia, isolation, disillusionment and despair. Rather than clear-cut heroes for protagonists, film noir stories featured the anti-hero, a flawed character who might be inherently good but does evil acts out of desperation and/or passion. It spoke to the idea that no one is completely honest or good because everyone can be corrupted with the right means; therefore, no one could be trusted. It was a metaphor for the times when the threat of Communism seemed to infiltrate the country, and everyone was a potential traitor. Although resolution could be found at the end, they were far from happy endings.

GENDER ROLES
Men and women usually had very specific parts to play in film noir. A man was often depicted as a disenchanted, world-weary anti-hero who feels cut off from society but is comfortable in his isolation. He's morally ambiguous because he's seen enough of life to know that right and wrong aren't always black and white. Because he usually views ethics as a gray area, the film noir man usually finds himself in a moral conflict, which basically forces him to ask himself: how far am I willing to go for a selfish motive? And usually that selfish motive involved gaining the favor of a lusty, captivating woman, otherwise known as the femme fatale. Women in film noir were beautiful and often admitted to wanting to commit a crime (i.e. murder their husband) but their duplicitous ways usually convinced the easily fooled man that it was out of an honest need (i.e. an unhappy marriage). But they usually had a calculating, greedy motive (i.e. insurance money). Although the femme fatale is highly intelligent—or rather because of it—they seduce the man to do the dirty work and then abandon them once the crime is done. [For more insight into the femme fatale, see the IRL!]

A STYLIZED ART
Even if you have no idea when a movie was made and a film historian isn't there to confirm it, a film noir is pretty easy to spot simply from the look and sound of it. If you suspect you're watching a film noir, here are 10 questions to ask yourself:

1. Is it made in black and white?
2. Are there a good number of flashbacks?
3. Are there stark lighting effects?
4. Are there shots of rain-soaked streets in the late night or early morning hours?
5. Is there foreboding music in the background?
6. Is there a first-person voiceover narrator?
7. Are there tilted camera angles that cause images to be skewed?
8. Is there an endless cloud of cigarette smoke?
9. Are there seedy diners, bars or apartment buildings made to stand out with flickering neon signs?
10. Are characters often cast, at least partially, in ominous shadows?
If you answered yes to the majority of these questions, then chances are, you’re probably watching a film noir!

BEST OF THE BEST
If you’re sure you’ve never seen a film noir, maybe it’s time to check out one of these from Vanity Fair’s top 10 list:
1. The Maltese Falcon (1941)
2. Out of the Past (1947)
3. Double Indemnity (1944)
4. Kiss Me Deadly (1955)
5. Sunset Boulevard (1950)
6. The Big Sleep (1946)
7. Vertigo (1958)
8. Laura (1944)
9. The Lady from Shanghai (1948)
10. The Big Heat (1953)

DOUBLE INDEMNITY: A life insurance clause where the insurance company agrees to pay double the face amount of the contract in cases of accidental death

ONE HUNDRED MEN AND A GIRL: A 1937 musical comedy starring famous actress Deanna Durbin

“PATIENCE OF JOB”: Refers to a biblical figure named Job who maintained his faith in God while suffering many trials

BROMO: Nickname for a drug that helps with motion sickness

LELAND STANFORD: An American tycoon, industrialist and politician who founded Stanford University

ALIBI: a claim or piece of evidence that one was elsewhere when an act, typically a criminal one, is alleged to have taken place
DELILAH
An Old Testament temptress, Delilah was a Philistine from the valley of Soreck who tricks Samson, the Nazirite, into revealing that the secret to his immense strength lies in his long hair. With this knowledge, Delilah cuts off Samson’s hair in his sleep and renders him powerless, eventually resulting in his being captured by enemies.

THE SIRENS
Ever hear of the term "screen siren" that’s used to describe a sultry movie star? Well its origin is way older than movies. In fact, the Sirens were creatures from Greek mythology who were half woman and half bird. They lived on an island surrounded by rocks and would lure sailors to a shipwreck death by attracting them with their beautiful singing. Only the sailors who were smart enough to stuff their ears with wax when they passed the island could escape the Sirens’ fatal song.

CLEOPATRA
Arguably one of the most powerful women in history, Cleopatra was renowned for her beauty and sexuality in addition to her ambition as an Egyptian queen. Having to marry two of her brothers in order to retain power, Cleopatra eventually led a revolt with the aid of Julius Caesar, whom she also eventually married. After his murder, Cleopatra then married Marc Anthony, another powerful man. The marriage was likely for love, but it was most definitely also another political move to keep power. Still infamous to this day, Cleopatra is often depicted as a woman of passion, power and sexuality, portrayed famously in William Shakespeare’s play Antony and Cleopatra and the 1963 eponymous film starring another beautiful legend, Elizabeth Taylor.

FEMME FATALE
NOW THAT YOU KNOW all about film noir, let’s delve a little deeper into one of its crucial elements—the femme fatale. French for "deadly woman," femme fatales were making names for themselves in stories that go back literally to the beginning of time. In fact, many people view the Creation story as the first femme fatale tale, as Adam only took a bite of the forbidden apple, committing the original sin, because Eve had tempted him to do it.

It is important to note that the femme fatale role is controversial. Many view it as giving women a negative connotation, by making them the more evil of the two genders, and being conniving, manipulative and self-serving—not to mention the sinfulness of being overtly sexual. Others view the femme fatale as being empowering. Men might often be seen as authoritative, but it’s really the women who have all the power as they influence men’s major decisions (ever hear of the saying: "behind every great man, there’s a great woman"). Those who consider “femme fatale” a positive label consider its portrayal of women not as promiscuous but rather as owning their sexuality and having a great deal of self-awareness. Femme fatales might be sneaky, but they’re also incredibly clever!

There are many different views on the title "femme fatale" because women (and men) are complicated and have a balance of negative and positive character traits. But regardless of your opinion on the femme fatale, there’s no question that they have a strong place in storytelling. Here’s a list of famous femme fatales (fictional and real-life) throughout history.
ANNE BOLEYN
A key figure during the religious and political upheaval in England during the 16th century Reformation, Anne Boleyn’s story closely follows the film noir conventions of a femme fatale, from seduction to betrayal to downfall. Still controversial, Anne Boleyn is portrayed by some as a power-hungry, bewitching adulteress who manipulated King Henry VIII to not only divorce his first wife Catherine of Aragon and marry Anne but to break from the Catholic Church in order to do so. Some paint a more sympathetic portrait of a captivating, strong woman who married a man she wasn’t afraid to stand up to. No matter what the truth really is, Anne met a fatal end as many femme fatales do—her husband had her beheaded on charges of adultery and treason, though many believe the accusations were made up or exaggerated by the king’s aides who saw Anne as a political threat.

MATA HARI
A World War I figure, Mata Hari was a dancer and courtesan whom the French accused of being a spy for the Germans. Born in the Netherlands as Margaretha Geertruida MacLeod, Mata Hari became her stage name. A sensual woman of great magnetism, Mata Hari is said to have had affairs with many high-ranking military officers and politicians as she traveled performing. Although her espionage activities are obscure, there are accounts of her promising both French and German intelligence that she would spy on one for the other. The French who believed her to be a duplicitous double agent executed Mata Hari by a firing squad. However, in 1930, Germany posthumously cleared her of traitor charges, and her guilt has been widely debated since.

FILM NOIR FEMMES
There was probably never a time femme fatales were more popular than in the 1940s and 50s when the film noir style made them a story fixture, portraying them as deceitful but also whip smart and powerful. Cain provided two of the most famous femme fatales of the time with Double Indemnity’s Phyllis and Postman’s Cora. Other notable dames who rocked the title at the time were Mary Astor’s Brigid O’Shaughnessy in 1941’s The Maltese Falcon who leads several men to their deaths with her duplicitous motives, as well as Rita Hayworth’s teasing Gilda who was the sultry center of a love triangle in the 1946 film of the same name.

CATWOMAN
Unlike the Joker and Penguin, who are Batman’s clear-cut enemies, Catwoman always seemed to play both roles of adversary and romantic interest to the Dark Knight. Introduced by DC Comics as a jewel thief with a taste for the finer things and a flair for acrobatics, Catwoman has been through many incarnations in TV shows and films over time, most recently portrayed by Anne Hathaway in last summer’s The Dark Knight Rises. However, the feline fatale always seems to flaunt her trademark traits of magnetic confidence and slinky sensuality, making her a force to be reckoned with.
HUFF: You think I’m nuts. You spend 15 years in the insurance business, maybe you’d go nuts. It’s the biggest gambling wheel in the world. It doesn’t look like it, but it is. You bet that your house will burn down, they bet it won’t, that’s all. What fools you is that you didn’t want your house to burn down when you made the bet, and so you forget it’s a bet. But there comes a time, maybe, when you do want your house to burn down, when the money is worth more than house. And right there is where the trouble starts.

HUFF: I knew what had happened. I knew what I had done. I had killed a man. I had killed a man to get a woman. I had put myself in her power, so there was one person in the world who could point a finger at me, and I would have to die. I had done all that for her, and I never wanted to see her again as long as I lived. That’s all it takes, one drop of fear, to curdle love into hate.

Were you surprised by how easily Huff turned on Phyllis? Sure, he found out she betrayed him, but he was supposed to love her, wasn’t he? Or do you think he was just strongly infatuated with her? How can you usually tell the difference between love and infatuation? Passion can be a good thing, but it can also be dangerous. How can you control yourself to make sure you have passion in your life for positive things, but that it doesn’t overcome you so that you begin to act irrationally? Can you think of a time you were happy about something, but it turned out to be different than what you thought? Did that giddiness turn to hurt and anger pretty easily? This happens a lot in relationships. It’s interesting that Huff says at the end that he knew he’d probably have to kill Phyllis. As much as we can assume he was fooled, he seems like a smart man, so he probably knew on some level that something wasn’t right about Phyllis. Do you think that means he has some self-destructive qualities in him? Why are we sometimes so careless with ourselves? What can we do to increase our self worth so that we don’t indirectly put ourselves down by getting involved with unkind, uncaring people?

* Huff seems to be jaded. After seeing so many people doing terrible, selfish things, he can’t help but think that everyone is capable of being destructive. When’s a time you’ve seen someone doing something unethical and it made you lose trust in people in general? Usually it doesn’t affect us much if it was someone we assumed has a lack of morals, but it can really shake us up when it’s someone we have respect for. This is why politicians fall so hard when they’re found guilty of wrongdoing. They have a lot more responsibility than just some regular Joe, and we expect more out of our leaders. You might lose a little innocence every time you witness something like this, but how can you turn it into something positive? Didn’t you become smarter with the experience and learn something about what you highly value? How is that lesson important?