

[Introduction](#)

[sex, lies, and videotape](#)

[Kafka](#)

[King of the Hill](#)

[The Underneath](#)

[Schizopolis](#)

[Out of Sight](#)

[The Limey](#)

[Erin Brockovich](#)

[Traffic](#)

[Ocean's Eleven](#)

[Full Frontal](#)

[Solaris](#)

[K Street](#)

[Ocean's Twelve](#)

[Bubble](#)

[Section Eight](#)

[The Good German](#)

[Ocean's Thirteen](#)

[Soderbergh Commentary](#)

[Argentine-Guerilla](#)

**:: RELATED LINKS**

[George Clooney Gallery](#)

[Brad Pitt Gallery](#)

[Matt Damon Gallery](#)

[Visit Las Vegas](#)

# Steven Soderbergh Retrospective

Feature by [Matt Burch](#), Contributing Editor



To borrow on Vegas casino terminology, if Hollywood is "the House," then director Steven Soderbergh is its resident card sharp, a cinematic gambler who's been quietly robbing the Big Store blind for years. A career criminal in purest sense, Soderbergh has managed to successfully hopscotch from obscure low-budget indie experiments (*sex, lies and videotape*, *Bubble*) to star-studded franchise flicks (*Ocean's Eleven* and its two sequels) without once blowing his hand or losing his seat at the industry table.

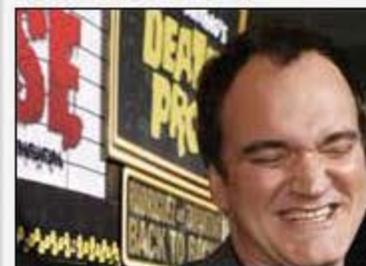
While most Hollywood directors just play the game making safe cookie-cutter films that feel like a long, dreary day of baccarat, Soderbergh takes roulette-caliber risks every time out. He plays to win... but by using the casino's own rules against it, often doubling down as director of photography, producer and editor on his own films.

Turning the conventional industry wisdom on its head, he's proven in a string of groundbreaking hits that you don't have to choose between good box office and good reviews. With films like *Erin Brockovich*, *Traffic* and the *Ocean's* franchise (the proverbial ace up his sleeve), Soderbergh has shown time and again that you can have can your Oscar and eat it too. Or even your Palme D'Or if you're one for French haute cuisine.

Let's see how the chips stack up in his long and varied career.

Begin: [sex, lies and videotape \(1989\)](#) >>

**Related Feature**



[Quentin Tarantino Spotlight](#)

**Related Feature**



[David Cronenberg Retrospective](#)

**Related Feature**



[Top 11 Blondes](#)

## sex, lies and videotape (1989)

**Cast:** James Spader, Andie McDowell, Peter Gallagher, Laura San Giacomo

**The Stakes:** Steven Soderbergh's first feature film, shot on a shoestring \$1.2 million in his hometown of Baton Rouge.

**The Score:** Andie McDowell plays a stressed Southern housewife obsessed with mounting offshore waste disposal and the suspicion that her yuppie hubbie (Peter Gallagher) is having an affair... with her barmaid sister, (Laura San Giacomo sporting lots o' skimpy leather). Enter Graham (James Spader in full-on creepy mode), a mysterious man in black and former college chum of her husband who comes to town lugging his own set of obsessions along with a curious collection of Hi-8 video tapes. From there, sparks fly...but in a low-key, thoughtfully observed 80s art film kinda way.

**The Payout:** It's not often you hit the cinematic jackpot your first time out, especially at the tender age of 26, or single-handedly launch the indie film boom of the 80s and 90s in one shot. But that's exactly what Soderbergh did with the little Louisiana indie that could, a low budget paean to obsessive self-love, marital infidelity and now-obsolete video formats.

Before this groundbreaking 80s classic, Soderbergh had little on his resume other than a short film and a video concert film for the prog rock super-group, Yes (No! There's nothing wrong with Yes!). Talk about coming out of the gates strong. Soderbergh practically blew them off the hinges.



sex, lies and videotape (1989)

## Kafka (1991)



**Cast:** Jeremy Irons, Theresa Russell, Ian Holm

**The Stakes:** After becoming an overnight poster-boy for the Sundance Film Festival, Soderbergh shrugged off mainstream Hollywood fare in favor bringing one of literature's most-difficult-to-translate authors, Frank Kafka, to the big screen in old school black and white.

**The Score:** Blending elements of the real life Kafka with the peculiarly paranoid world of his fiction, Soderbergh mashes up plot lines of *The Trial* and *The Castle* into a beautifully photographed but often-times ponderous thriller of bureaucratic intrigue (an oxymoron, perhaps?) Jeremy Irons plays the titular author as an insurance company drone who, after the death of a colleague, stumbles onto an underground conspiracy involving a secret organization that may be quietly running society at large. You know, kind of like Microsoft... but secret.

**The Payout:** In terms of box-office, Soderbergh stumbled on this his second roll of the dice. But *Kafka* would prove to be the first of many occasions that Soderbergh would eschew the easy-money gig to engage in a heady, art house exercise and play in the black and white cinema sandbox (see also *The Good German*).



Kafka (1991)

## King of the Hill (1993)

**Cast:** A young Jesse Bradford, a young Adrien Brody, a young [Katherine Heigl](#), an old Spalding Gray

**The Stakes:** Soderbergh takes on another literary adaptation in his third film, this time by A.E. Hotchner.

**The Score:** Not to be confused with the TV show about a cartoon family of Texas rednecks, this *King of the Hill* instead finds a young boy (Jesse Bradford) stranded in a Depression-era hotel with no family to call his own, other than the odd assortment of derelicts and drifters that pass through. This film not only heralds Soderbergh's glorious return to color filmmaking but was his first collaboration with now-deceased monologist, Spalding Gray, a relationship that would later develop into the performance film *Gray's Anatomy* as well as the posthumous *Spalding Gray Project* rumored to be in the works.

**The Payout:** Where another director would have pulled back and played it safe after the commercial failure of *Kafka* by signing onto a *Problem Child 2* or *Child's Play 3*, Soderbergh boldly and stubbornly forges ahead into literary realms with another quiet, well-wrought drama marked with breakout performances and superior cinematography.



King of the Hill (1993)

## The Underneath (1995)



**Cast:** Peter Gallagher, Allison Elliott, [Elisabeth Shue](#)

**The Stakes:** Soderbergh plans and executes the first of many filmic heists to come in this small-scale pulpy crime thriller, a remake of the '40s Burt Lancaster classic *Criss Cross*.

**The Score:** Peter Gallagher gets the hero role this time around as a gambling addict who returns to his hometown only to get ensnared in an elaborate scheme involving his ex-wife, her new boyfriend, and a Brinks truck filled with loot.

**The Payout:** Derided by critics as Soderbergh's first unmitigated bust, *The Underneath*, in truth, doesn't have much to offer the crime genre other than a needlessly labyrinthine plot, extreme and arguably arbitrary use of colored filters (later to be used to greater effect in the similarly color-coded *Traffic*), and a couple of smokin' hot babes (Elisabeth Shue and Allison Elliott... mmm!)

True, the armored car robbery at the center of *The Underneath* is not nearly as expansive or deliciously-involved as the multi-player casino takedowns in *Ocean's*, but looked at from a career perspective, *The Underneath* is respectable trial-run for the signature Soderbergh crime capers that were later to come. If it's true that you have to break a few eggs to make a wonderful omelette, then *The Underneath* may be the broke yoke that made *Ocean's* scrumptious three-course continental breakfast possible.



The Underneath (1995)

## Schizopolis (1996)



**Cast:** Steven Soderbergh, Steven Soderbergh and Steven Soderbergh

**The Stakes:** Very high. After a string of well-reviewed box office disappointments, Soderbergh becomes a Hollywood pariah and puts everything on the line (including \$250,000 of his own money) to capture his nervous breakdown and crumbling marriage on film.

**The Score:** Trying to summarize *Schizopolis* would be like trying to find "the line" in a Jackson Pollack action painting... all splatter, no narrative. Let's just say it involves Scientology-like cults, doppelgangers, and exterminators who seduce women. Not to mention several different versions of Soderbergh himself.

**The Payout:** This is the film in which Soderbergh literally and figuratively goes crazy and reinvents himself in the process. Some would call it a sucker bet, putting your own money into a film destined to fail financially and further alienate the Hollywood establishment in the process. Others would say this is the film that freed him up creatively to finally take on larger Hollywood projects (*Out of Sight*, *Ocean's*). However, no one would ever accuse Soderbergh of playing it close to the vest... a strait-jacket, perhaps.

**Fun Fact:** The *Schizopolis* DVD boasts one of the best commentary tracks of all time. In keeping with the self-reflexive tone of the film, Soderbergh appears in duplicate as a passive-aggressive journalist interviewing himself as egomaniacal director. Multiple personality disorder never sounded so good!



Schizopolis (1996)  
Credit: Criterion Collection

## Out of Sight (1998)



**Cast:** George Clooney, [Jennifer Lopez](#), Ving Rhames, Don Cheadle

**The Stakes:** Even higher. Soderbergh returns to studio filmmaking with a large ensemble cast in another crime thriller based on another book (this time by pulp legend Elmore Leonard).

**The Score:** You KNOW the score. A thief ([Clooney](#)) gathers associates for one last job and falls for the gorgeous U.S. Marshal ([Lopez](#)) who's trailing him. Mix in a great seventies soundtrack, Albert Brooks and a bad toupee. Shake well. Serve chilled.

**The Payout:** Hind sight being 20-20 on *Out of Sight*, this one seems like a sure-bet. Clooney. J-Lo. Elmore Leonard. A box-office trifecta, right? What was there to gamble?

But remember, this is Clooney coming off a nipple-suited *Batman and Robin*. And J-Lo when she was still named [Jennifer Lopez](#), pre-Bennifer, pre-fragrance line, still somewhat tolerable. And apart from *Get Shorty*, Hollywood had already seen its fair share of Elmore Leonard adaptations tank (*Jackie Brown*, *Touch*).

The fact that Soderbergh pulled this one off and pulled it off with such panache re-opened eyes (and pocketbooks) in Tinseltown to what this one time indie wunderkind could do. Maybe more importantly, it's the film which first paired the now dynamic duo of Clooney-Soderbergh, cementing their long-term collaboration in the process.



Out of Sight (1998)

## The Limey (1999)



**Cast:** Terence Stamp, Peter Fonda, Luis Guzman

**The Stakes:** Now that Soderbergh had regained his stride with *Out of Sight*, it was time to branch out further in the crime genre, this time with a British protagonist in a 70s flavored revenge thriller harking back to the glory days of *Get Carter* and *Point Blank*.

**The Score:** Terence Stamp, everyone's favorite General Zod, plays the namesake "limey," a volatile British ex-con hell-bent on avenging his daughter's death. His single-minded mission takes him to Los Angeles and the home of a wealthy 70s record producer (Peter Fonda, oozing post-Woodstock entitlement) where vengeance will be had with a very big gun, a pint of Guinness and a packet of crisps.

**The Payout:** An interesting crime film in the Soderbergh canon, somewhere above *The Underneath* and below *Out of Sight*. A lot of experimentation with fractured narrative. A healthy dose of cockney slang for hardboiled Brit gangster fans. And just enough Luis Guzman to make everybody happy.



The Limey (1999)

## Erin Brockovich (2000)

**Cast:** [Julia Roberts](#), Albert Finney, [Aaron Eckhart](#)

**The Stakes:** Soderbergh bets against the House once again taking on a populist drama about a real-life Norma Rae who sticks it to the man and pads her bra in the process.

**The Score:** Perennial sweetheart Julia Roberts plays the real life Erin, a straight-talking single mother who takes a job as a legal assistant and stumbles onto a corporate real-estate scandal involving toxic waste being dumped on residential lands. Remember how worried Andie McDowell was about mounting industrial waste in *sex, lies?* Turns out, she may have been onto something.

**The Payout:** Soderbergh was definitely onto something by choosing *Brockovich* as his next directing gig...namely an Oscar nod. Although he won the Best Director for *Traffic* that same year, *Brockovich* earned him a second directing nomination (an anomaly in Academy Award history) and earned Roberts a win as Best Actress. But perhaps the real kudos should go to Soderbergh for keeping an old story fresh (lone man-ahem, woman-single-handedly takes on the corporate machine) and for reminding a Julia Roberts-fatigued audience that she's one of our best actresses and still looks hot in a push-up bra.



Erin Brockovich (2000)

## Traffic (2000)



**Cast:** [Benicio Del Toro](#), Michael Douglas, [Catherine Zeta-Jones](#) and way too many others to name

**The Stakes:** A two-plus-hour epic about the failures of the nation's war on drugs shot in 8 different countries with 135 speaking parts. Not exactly surefire money-in-the-bank.

**The Score:** Lots and lots of people doing lots and lots of drugs. Buying 'em, selling 'em, shooting them up, smuggling them, prognosticating about them. And how about those color-coded plotlines? It's enough to make a man want to spark a J.

**The Payout:** Soderbergh wins and wins big with *Traffic*, not just in terms of Oscar but in terms of announcing his new agenda... to become a one-man movie making machine. *Traffic* marks the first time Soderbergh pulls double-duty as his own director of photography on a major Hollywood production (under the pseudonym "Peter Andrews"), a habit he would indulge on the *Ocean's* films later and beyond.

Any gentleman thief worth his salt has a couple aliases in his back pocket. Only Soderbergh's are more WASPy than the norm. Peter Andrews? Mary Ann Bernard? Sam Lowry? Sounds like a gathering of the Ye Olde Stork and Pheasant Club.



Traffic (2000)

## Ocean's Eleven (2001)



**Cast:** [George Clooney](#), Brad Pitt, [Matt Damon](#), [Julia Roberts](#), Don Cheadle, Bernie Mac

**The Stakes:** On paper the *Ocean's* movies seem like a no-lose situation. Lots of big name stars together in one film. A flashy locale. A property based on previously existing material (the lackluster original *Ocean's* film with Frank, Sammy, and Dino).

But did you ever see *Poseidon*?

There are infinite ways a lesser director could have stumbled with this much money on the line and this many egos under one glitzy eye-in-the-sky lined roof. But the thing is, Soderbergh didn't.

**The Score:** Eleven of your favorite movie stars come together to take down three Vegas casinos all in one night.

**The Payout:** To crib a phrase from another classic Vegas pic, *Ocean's Eleven* is the film in which Steven Soderbergh first became "money." As in, "You're so money, man." Who ever thought this indie auteur previously known for quiet, introspective character pieces would be exactly the right guy to deliver the ultimate Rat Pack remake? Soderbergh puts all his money into the pot and ends up cleaning house with a jazzy, improvisational heist flick and a knockout franchise to boot.



Ocean's Eleven (2001)

## Full Frontal (2002)



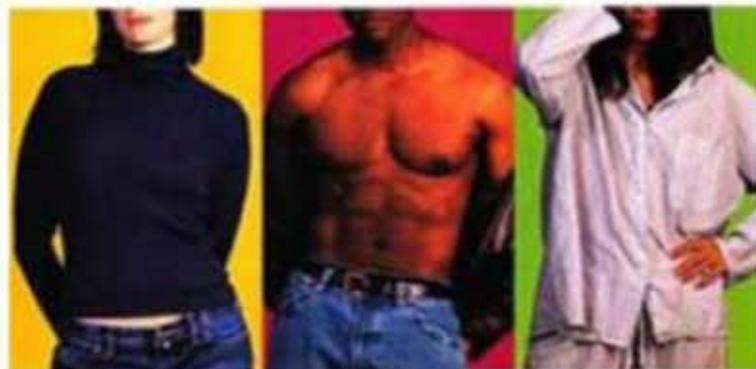
**Cast:** [Julia Roberts](#), Catherine Keener, David Hyde Pierce

**The Stakes:** Riding high on the two hundred million dollar payout that was *Ocean's Eleven*, Soderbergh briefly checks out of the high rollers suite and downsizes to digital video with a quirky indie made for the price of *Ocean's* catering budget alone.

**The Score:** Like *Schizopolis*, this is another Soderbergh experiment that defies easy summary. A series of interconnected stories about people in L.A. behaving in strange and unusual ways.

**The Payout:** There's a lot of talk by directors in Tinseltown espousing the "one for them and one for me" theory. Meaning, if they perform directorial duties on enough big budget studio blockbusters, the studios will eventually throw them a bone a let them do their passion project, namely, a five-hour chamber piece about existential despair and the sex life of aphids all shot on Pixelvision.

Well, most of these "passion projects" rarely materialize and the aforementioned hacks just keep churning out more *Daddy Day Cares* and *Alien vs. Predators*. Soderbergh may be the only director who actually makes good on his word, constantly mixing big budget crowd-pleasers with smaller, more risk-taking works.



# fullfrontal

Full Frontal (2002)

## Solaris (2002)

**Cast:** [George Clooney](#), [Natascha McElhone](#), Jeremy Davies

**The Stakes:** Soderbergh ventures further into the great unknown (sci-fi, that is) with another risky remake. But this time, the source material is more obscure...and more Russian. Did we mention the dude likes to take risks?

**The Score:** *Solaris* is another tough narrative nut to crack. Basically, it's two hours on board a spaceship with a lovesick, mourning Clooney (his wife McElhone may or may not have died) in what amounts to the emo-version of *2001: A Space Odyssey*. Only this time, H.A.L. 9000 may or may not be his dead wife.

**The Payout:** Many fans and critics were baffled by this Soderbergh outing. But, hey, what were you expecting from Soderbergh sci-fi, *Attack of the Clones*? It could be argued that *Solaris* warrants a second viewing, perhaps with a little bit of secret stash smuggled in from *Traffic* to set the mood.



Solaris (2002)

## K Street (2003)

**Cast:** Mary McCormack, John Slattery, James Carville

**The Stakes:** Soderbergh tackles Washington politics and the small screen with a short-run HBO series ripped fresh from the day's headlines.

**The Score:** Life inside a D.C. lobbying firm told straight-no chaser. Under their Section Eight production banner, the "terrible twosome" Clooney and Soderbergh muscle their way through Capitol Hill mixing documentary and drama by interspersing actors with real life politicians like Carville, Mary Matalin, and everyone's favorite screamer Howard Dean ("Yeaaaaahh!").

**The Payout:** With powerhouse shows like *The Sopranos* and *Six Feet Under* stealing its thunder, *K Street*, needless to say, got lost in the cracks. However, the Clooney-Soderbergh connection would go on to manifest their political concerns further in other Section Eight offerings such as *Syriana*, *Good Night and Good Luck* and *Michael Clayton*.



K Street (2003)

## Ocean's Twelve (2004)



**Cast:** Those old familiar faces plus a feisty [Catherine Zeta-Jones](#)

**The Stakes:** Soderbergh "doubles down on 11" with a sequel to his hit heist film.

**The Score:** Danny Ocean and his con artist crew are back and the stakes are higher now that Terry Benedict (Andy Garcia) is after the gang from the first Vegas heist. The action has switched to Europe turning up the heat and bringing about a new nemesis, "The Night Fox" (Vincent Cassel), along with an honorary twelfth member of the team, sexy Interpol agent Zeta-Jones. *Ocean's* boys (and girl) must put together a series of inter-continental heists to settle old debts and payoff new ones.

**The Payout:** After a series of offbeat projects, Soderbergh returns to the winner's table (perhaps to payoff a few debts of his own) with this second installment of *Ocean's*. Some argue that the second film was a little sluggish and even Soderbergh, Clooney and Damon have gone on record saying it wasn't quite the coup they hoped it would be. But there are priceless gems to be found in *Twelve* from an absurd laser-beam breakdance by the nimble Night Fox to a hilarious Bruce Willis cameo scene where Roberts' character, Tess Ocean, must impersonate "Julia Roberts, the actress" in order to get the boys past museum security.



Ocean's Twelve (2004)

## Bubble (2005)



**Cast:** A bunch of people you've never heard of

**The Stakes:** After cleaning up at the craps table with *Twelve*, Soderbergh once again returns to the nickel slots with a low-low budget quickie shot on Hi-Def with non-professional actors.

**The Score:** Three co-workers work at a creepy doll head factory and live lives of quiet desperation in a dreary Midwestern town until a murder adds a little drama to their days.

**The Payout:** Known mostly for being the first "day and date" movie (or the first movie released both theatrically and on DVD and pay cable at the same time), *Bubble* was another hidden ace up Soderbergh's sleeve. It may not have made much of a splash in the venues where it played, theatrical or otherwise, but take a second look at this carefully observed portrait of desperate lives in a quiet town and you'll see a master at work, granted, on a much smaller canvas than the Bellagio or MGM Grand.



Bubble (2005)

## Section Eight: *Syriana* / *Good Night and Good Luck* / *A Scanner Darkly* (2005 to 2006)

**Cast:** Various

**The Stakes:** Team Clooney-Soderbergh rolled the dice again in 2006 but this time as producers under their Section Eight production banner.

**The Score:** Three thought-provoking and overtly political works. One a Middle East oil crisis thriller, the other a behind-the-scenes TV news drama about 50s McCarthyism, the last a trippy animated adaptation of a Phillip K. Dick novel about drug use and surveillance run amok.

**The Payout:** Note that "section eight" is a military slang for discharge due to mental incompetence. You'd have to be a little crazy to bet on a trio of untraditional projects such as these. And Team Clooney-Soderbergh is most definitely a little crazy. But you'd also have to be a little nutty to deny the fact that these two are behind some of the most challenging and innovative films of the last few years.



Section Eight: *Syriana* / *Good Night and Good Luck* / *A Scanner Darkly* (2005 to 2006)

## The Good German (2006)



**Cast:** [George Clooney](#), [Cate Blanchett](#), [Tobey Maguire](#)

**The Stakes:** Soderbergh goes back in time and gets his *Casablanca* on with dollops of *The Third Man* and *The Maltese Falcon* thrown in for good measure.

**The Score:** Post World War II intrigue beautifully photographed in stunning black and white courtesy of "Peter Andrews." Wishing to do his film "the old school Hollywood way," Soderbergh restricts himself to a 1940s shooting style, filming only studio back lots with incandescent lights and period cameras and lenses to get a look similar to the aforementioned post-war classics.

**The Payout:** Critics lauded Soderbergh for his faithful film recreations but chided *The Good German* at the same time as a somewhat hollow, formalistic exercise aimed at pleasing no one but himself. In other words, it was one of those "one for me" movies. Which can only mean one thing...back to the casinos.



The Good German (2006)

## Ocean's Thirteen (2007)



The **Cast:** The illustrious eleven plus [Al Pacino](#) and [Ellen Barkin](#)

**The Stakes:** This time out, the stakes are low in the sense that the *Ocean's* films are by now a proven commodity. But high in the sense that *Thirteen* is the third in a series, always a tough one to pull off (anybody remember *Superman III*? Yep, the one with Richard Pryor).

**The Score:** This time, the boys reassemble when senior crew member Rueben (Elliot Gould) has a heart attack after being screwed over by the new casino magnate in town Willy "The Bank" Banks (Pacino). Reluctantly teaming up with old enemy Terry Benedict (Andy Garcia), they concoct their most elaborate con yet to break "The Bank," get their payday, and get their revenge all in one shot.

**The Payout:** Whoever said 13 was an unlucky number? Clooney, Pitt, Pacino and crew once again prove that we'll never tire of watching a well-executed heist or a well-executed heist flick. The addition of a somewhat subdued Pacino (less "Hoo-hah!," more glitzy Vegas foofaraw), not to mention the still-sexy Barkin as a potential cougar-on-the-make, keep the champagne bubbles bubbling for a third star-studded installment of our favorite breezy crime caper franchise.



Ocean's Thirteen (2007)

## Steven Soderbergh: King of the DVD Guest Commentary



**Cast:** Steven Soderbergh and various directors

**The Stakes:** As if being a highly prolific director/producer /cinematographer/editor on his own movies wasn't enough, Steven Soderbergh has recently found the time to appear as a guest interviewer on multiple other director's DVD commentary tracks such as *The Graduate* (with Mike Nichols), *Point Blank* (with John Boorman) and *The Third Man* (with screenwriter Tony Gilroy), just to name a few.

**The Score:** While it's like pulling teeth to get most major directors to open up about their own films in this dangerously self-important format, Soderbergh gladly gushes not only about the trials and tribulations of making his own films but about the trials and tribulations of others.

The difference is, Soderbergh approaches these commentaries both as a scholar and a fan, eliciting juicy information like a master interviewer from directors who might otherwise drone on reluctantly, or worse, re-watch the whole movie in silence.

**The Payout:** Film geeks, skip the outrageous art school tuitions and stick to Soderbergh's commentaries. The dude is a one man film school in a box.



Steven Soderbergh: King of the DVD Guest Commentary

## The Argentine / Guerilla (2008?)



The **Cast:** [Benicio Del Toro](#), Benjamin Bratt, [Franka Potente](#)

**The Stakes:** Back to back Che Guevara bio-pics featuring none other than Benicio of the Bull. Based on their award-winning collaboration in *Traffic*, hopes are high for these bookend flicks with Soderbergh and Del Toro poised to stir the political pot and rake up awards come Oscar time 2009.

**The Score:** The first film, *The Argentine*, will focus on Che's experiences during the Cuban revolution and his toppling of the Batista regime alongside Castro. The second film, *Guerilla*, will cover Che's trip to New York City post-revolution up to his death as a freedom fighter in Bolivia in the late 60s.

**The Payout:** Too early to tell, they're both still in production. But word on the street is Soderbergh's shooting both movies mostly in Spanish and all with handheld outdated 16mm cameras.

Sounds like another of Soderbergh's inspired cinematic gambles. Let's hope he hits the jackpot all over again.



The Argentine / Guerilla (2008?)