

# production notes *The Surprise*

## Conception

*The Surprise* first came into being while Writer/Director Nicholas White was working on a wholly separate script. White describes its inception: “I woke up one morning and the movie was just there, playing in my head - the details were still vague, but the shape of the story was immediately there, fully formed. It sprang up in that wonderful moment between sleeping and waking.”

White left the script for about six months while working on other projects. In late 2002, White and Producer Joshua Dilworth, a longtime collaborator, formed Eighty-Watt Cinema as a vehicle for their continued efforts together. They chose White’s old script *The Surprise* for their latest effort. Work on the script continued through the rest of the year.

“I was really excited about the project,” says Dilworth. “*The Surprise* was a big departure for us, both thematically and stylistically. A large part of our work has in some way or another involved an avant-garde re-imagining of classic and classical stories. I think that *The Surprise* demonstrates a versatility that will open new doors for us in any of a number of different genres.”

Versatility indeed. As Dilworth explains: “Above all I found it remarkable that Nick was so articulate and insightful about an experience completely alien to his own. Hearing him talk about *The Surprise* you would completely lose track of the fact that there was actually this 23 year-old young man sitting in front of you. Nick has done a lot of acting, and I think that the work he did in the theater has benefited him greatly as a writer. I was often reminded during preproduction of the first time I read Wally Lamb’s wonderful novel *She’s Come Undone*. When a writer inhabits a character so effortlessly, and especially a character like Dolores Price or Katie Miller, whose experience is so very far away from the author’s own, the transmutation is all the more impressive.”

White responds: “I did do a lot of research, material and interpersonal. But from the beginning I identified with Katie. The specifics of her life are such that I may never truly experience them, but I there’s something essential happening for her that I find very personal and very familiar. In the end hers is a human story, so I think anyone regardless of age or gender can share in it.”

The Producer and Director worked closely developing and improving the script. “We went through umpteen drafts,” explains White. “We wanted to see how much complexity we could get into such a short period of time, but we didn’t want it to feel like a full two-hour movie had been shoe-horned into twelve pages. We felt it needed to be oblique and simple, yet still be built on a foundation as complex as life.”

Their hard work on the script eventually paid off - Dilworth and White confidently began pre-production in the second week of January, 2003.

## First Trimester

In order to keep expenses down, White and Dilworth tried to fill as many roles as possible themselves. Dilworth acted not only as Producer, but also as Line Producer and Production Manager until a few days before shooting began, when the budget allowed for the selection of a few much-needed additions to the crew. White, on the other hand, in addition to continuing work on the script and fulfilling the usual duties of a director, also served as the Casting Director and Location Scout. Says White, “The script called for fourteen locations, and we had seven weeks of pre-production to find all of those and lock them in. I got help from the Film Commissions in New York, Nassau County, and in Pennsylvania. But still, I ended up doing a lot of blind calling and haphazard exploring.

“You wouldn’t believe how much coffee I drank during that period,” jokes Dilworth. “But with a short you only have so many resources. And of course we were ambitious – we didn’t want to compromise the integrity of the story we wanted to tell. Luckily people like Lauren Guilmartin (Production Manager) and John Fiorelli

(Location Manager) were willing to step in as production began, allowing Nicholas to focus exclusively on directing and freeing up some of my time so that I could better concentrate on supporting Nick and managing the crew.

At the same time, the audition process began in full force. The team signed an Experimental Agreement with the Screen Actors' Guild and were able therefore to audition and cast actors at all levels of experience. The filmmakers looked at an estimated two-thousand actors to fill the seven speaking roles of the film. By second callbacks that number was narrowed down to a more manageable fifteen.

Despite taking on all of these roles themselves, the filmmakers did not entirely lack for help. "There was an awful lot of work," says White, "because we both tried to do so much. But we did have some help. We had some wonderful friends who frequently came over late at night to sift through headshots or fill out the mountains of paperwork. If we hadn't had great allies who allowed themselves to be dragooned into slave labor, the movie would never have happened."

On the day of the second callbacks, when the actors for the lead roles had been narrowed down to a handful of possibilities, Nurit Monacelli (Katie) and Jeremy Peter Johnson (Jack) came face to face, again. White: "It turned out that Nurit and Jeremy knew each other because they'd both starred in an independent feature the year before. They had both auditioned totally independent of each other, and we had unknowingly selected the two of them to play opposite each other once again." In fact, Nurit and Jeremy almost weren't cast as a result. Says Dilworth, "We were initially concerned that the Katie-Jack relationship might not have that newness and vitality that we were looking for, especially in the flashback scenes. But ultimately their dynamic was undeniable and their chemistry irresistible."

"We were very lucky in our leading players," says White. "Nurit was an easy choice. She has a great capacity for vulnerability, but at the same time, that vulnerability is not weakness; it's balanced by great presence. Jeremy is both appealing and strong, so we felt he had what it would take to pull off the character of Jack, who we sort of have to hate and be able to love at the same time. And Rayme Cornell (Sarah) was a perfect fit, too. She is such a fun, big personality, and she is confidence itself when she's on stage or on screen; all qualities we felt were necessary for Katie's best friend."

The audition process brought up another of the odd coincidences that seemed to keep arising throughout the making of the film. "We discovered that both Nurit and Sarah Lilley (Melissa) were both engaged to be married that summer. At times it felt like we were making this movie in the Twilight Zone!"

In addition to casting, White and Dilworth were hiring Production Designer Shane Klein and Cinematographer Tim Naylor, explains Dilworth. "We saw a lot of talented people, but in the end, we were so happy to find Tim and Shane. Shane and Nick had instant rapport; Shane is very, very organized and Nick is pretty meticulous himself, so the two of them seemed like a good match. Her background in fine art also made her a top candidate for Nick, considering what he wanted to do with the film visually. Tim had just come off a big award for a horror movie, and it was his work on that project that really clinched it. He exhibited a really bold lighting style that was beautiful and dramatic, one to which both of us were immediately attracted." Additionally, both Naylor and Klein had a lot of experience, something the White and Dilworth were looking for considering that this was to be White's first film non-student film.

Klein, Naylor, and the director met frequently to design the look of the film and assemble a comprehensive shooting plan. White describes it as follows: "I wanted a look that took its inspiration from Edward Hopper and Andrew Wyeth paintings. Their paintings have always expressed loneliness to me better than anyone else's, and I think 'loneliness' is what this movie is ultimately all about. . . Eventually, as we worked, I think the look we developed ended up not looking at all like Hopper and Wyeth except in a few moments. I think that's good though. They were our jumping-off point. Eventually, we really came up with a distinct look for each scene. I ended up being very pleased by that, actually. I think it really helps the film be more expressive and complex, and really makes the audience feel as though they've been through a lot more than is usually possible in twenty minutes."

As part of the "Hopper" look, Tim Naylor chose Cooke lenses and Fuji F400 film. "Fuji because it has a softer color palette than Kodak and everyone shoots on Kodak often for no other reason than the fact the everyone

shoots on Kodak,” explains Naylor. “Cooke Lenses because of faster focus fall off and low internal lens flare. Keep the sharpness where you want it.” As it turned out, the Fuji F400 film stock that Naylor needed to achieve the look he and the director were going for was quite rare; there was only a single 400 ft. roll of the film in New York, so it had to be ordered from Los Angeles.

Meanwhile, the last two weeks of pre-production the cast met almost every day for rehearsals. “Nick and I, coming from the theater, are both big believers in rehearsals,” says Dilworth.” “I think that ultimately really paid off.”

Cast, rehearsed, and story-boarded, the team was as ready as they ever would be to go into production on February 26, 2003.

## Second Trimester

*The Surprise* was filmed over seven days at nine locations in Easton, Pennsylvania, Long Island, and New York City, including Manhattan, Brooklyn, and Queens. The days were scheduled as twelve-hour days, though most were considerably longer. At peak, there were over 40 people on set and production vehicles included 2 cube trucks, 4 passenger vans, 2 SUVs, 1 pickup, 5 cars, and a trailer.

Dilworth, with his eye ever on the budget, enlisted his brother and several of his brother’s friends to work as P.A.s. His mother filled the role of Production Accountant and his father, a graphic designer, is designing the film’s publicity. They generously donated themselves and all they got for it was a cold spot on the floor of Josh’s apartment to sleep on. Dilworth also secured almost every location for free, or as close to it as he could get, though it turned out that free wasn’t as free as it sounds. Says Dilworth, “it turns out that ‘free’ costs about thousand bucks. There’s always a carpet that needs to be cleaned, electricity that you need to pay for, or god knows what else!” Even the picture vehicles were pirated; two cars were needed and they used the cars the make-up artist and the production sound mixer drove to set in. (If you look carefully, the director’s car makes an accidental appearance in the deep background of one shot.) Dilworth sums up the money-woes: “This film had an ample budget for this sort of thing, but we had grand ambitions to live up to. I had to cut every corner there was to stretch the budget far enough to make the movie. But I’m really happy with the final product. We made every penny count, and I think that our efforts have surely made their way onscreen. Our wonderful crew is in every frame, even if I’m the only one who notices.”

The shoot was originally scheduled for six days, but the very first day of filming had problems that necessitated adding an extra day. “It was amazing,” exclaims White, “right out of the gate, at our first location, before we had even got off one shot we had this enormous problem. The camera truck got lost. It was so lost that when we finally found it, it was in Philadelphia!” The camera truck didn’t get to the set until about two o’clock in the afternoon, and the crew only had time to finish two set-ups. To complicate matters, D.P. Tim Naylor had thrown his back out the week before shoveling snow and these first two set-ups were to be extended hand-held shots. “Poor Tim,” says Nick, “he’s just so good at hand-held work that I kept doing more and more shots on his shoulder. And he’d just hurt his back. He must’ve spent every night in the bath.”

The first location was the house in Easton, Pennsylvania. The house actually belongs to the parents of a long-time friend of Dilworth and White. A member of *The Lighted Fools*, the improv and sketch comedy troupe where Dilworth and White first met each other, he can be seen in the film playing the waiter in the restaurant scene. Originally scheduled to take two days, the shooting in Easton ended up requiring three.

And there was certainly other excitements each day. On the second the police were called by a neighbor annoyed by the army of filmmakers that seemed to have taken over the neighborhood. Fortunately for the cast and crew, the officers were more interested than they were concerned, and ended up hanging around the set and chatting. Dilworth met with them and tried to accommodate them as best he could. “The cops were really nice. They came, said we were blocking a few driveways, so we moved the trucks. Then they hung around for a while, had a few cups of coffee and we discussed moviemaking.” White describes his excitement on the second day: “The second day was really our first day, because we’d really barely done anything the day before. And a lot of us were strangers, so we were all over the place; we really weren’t operating efficiently. We moved very slowly. It quickly became clear that we had to simplify the breakfast scene, which was just too complex for us at that point.

And that's where I'm glad we had Gloria [the script supervisor—they had almost omitted a scripty for budgetary reasons]. She was invaluable to me putting together a revised shooting plan on the fly.”

The third and final day in Easton went without a hitch until the very end. As they were shooting the final scene of the day, which is also the final scene of the movie, the crew's generator broke down. White describes the incident: “There was a complicated lighting effect that the house didn't have power for. So we had a generator, and after, I think, maybe two shots, the whole place just went dark. After that, all we had was house power. So we had to pray that what we'd gotten would be enough and we had to sort of fake it in every other angle. It turned out okay, but there were some moments in the dark that were pretty rough, and some bad words were definitely used!”

Behind the scenes in Easton another drama was unfolding, and a location planned for shooting the next day was falling through. Despite hours on the phone trying to save the situation, Dilworth was ultimately refused and the location was lost.

The cast and crew had enjoyed their time in Easton, but on the fourth day they were glad to be able to move on. They spent the morning in Central Park. White and Naylor were pleased to find the park blanketed in snow when they arrived because of the visually bleak setting it would provide. Unfortunately, Monacelli's costume had not been chosen for its warmth. The crew did everything they could to make her comfortable, removing their own jackets and scarves and wrapping them around Ms. Monacelli in between takes, but her teeth still chattered. While Ms. Monacelli was freezing in the foreground, Central Park's grounds crew appeared in the background. After the camera was finally set up and the crew was ready to shoot, Park maintenance staff showed up to cut down some trees right in the middle of the shot. Ms. Monacelli had to sit beneath a pile of the crew's outer garments waiting for the chainsaws to stop for lunch.

That afternoon was to be spent shooting in the location that had been lost the day before. Fortunately for the filmmakers, Rebecca Perkins, the make-up artist, came to the rescue. Perkins had been working with White and Dilworth since their college days and has done the make-up for every play and film they have produced. Perkins grew up in Westchester, New York and her father owns and operates a large midtown architectural firm. She was able to make a few calls and the crew soon had an architect's office to double for the law firm the script called for.

Dilworth describes the scene: “None of us had ever seen this location. Shane [the production designer] got there an hour before the rest of us, and she checked out the place and had some suggestions. Other than that, the entire cast and crew and I walked onto the set for the first time with a director and a D.P. that had never seen it either. Nick all but ran all over the office looking for the right places to shoot and trying to come up with a new shooting plan for the scene.” Nick corroborates: “It was pretty wild. I story-board pretty meticulously and I always have every shot planned and story-boarded before production. But all that flew out the window as soon as we lost the other location. And I got there at the same time as the crew, so I had as long as it takes them to unload the trucks to come up with a new shooting plan. We did lose some things about the original plan, but we lucked out in that we were able to adapt the basics of the original plan. All in all, I was really pleased with out it worked out. It was pretty bad luck that we lost the original location, but it was pretty good luck that Becca was able to save us like that, so I guess it's a wash!”

The make-up department had some quick thinking of its own to do when Sarah Lilley, who plays Jack's secretary showed up with bright red hair—a bit of a problem since she is supposed to be a lawyer's secretary. Ms. Perkins ran out to a party store to get some spray hair dye, and disaster was averted.

The next day the crew was at a Chiropractor's office in Long Island. The Office was being used to double as two locations in the film, a doctor's office and an abortion clinic. The day began with the art department's truck getting lost. Losing a truck seemed to be becoming a tradition and Dilworth vowed “to rent GPS systems for all the trucks next time around no matter what the cost!” The day was very full and the cast and crew pulled together to get it done. “That Sunday involved some of the most difficult camera work, and the largest number of set-ups we had to do for the whole shoot,” explains White, “plus, because of turn-around we were pretty much out of overtime, so we were really worried about making the day. But it worked out great because everyone really pulled together. By that point we'd gotten a lot better at working together, we'd worked

out the kinks, and were running like a well-oiled machine. We made the day and we even stole an extra shot.” In Easton a couple shots had to be cut, but one lost shot in particular kept bothering the director, so White was extremely pleased when they were able to cheat it at the chiropractor’s office.

That day was also the occasion of the only crew injury. While executing a complicated tracking shot, D.P. Tim Naylor, who was operating the camera, fell off the dolly. Tim’s injuries were superficial, but Dilworth remarked that perhaps they shouldn’t been so frugal and hired a camera operator anyway. The sad event was balanced by some good achievements, however, as Dilworth discovered he could get a cup of coffee delivered from craft services, just the way he liked it -- in a record thirty-five seconds.

The day ended with one last difficulty. After chasing the crew out of the location as quickly as possible to minimize overtime, Dilworth and White did one last check of the location to make sure it was being left in good condition. When they finished they discovered that the last passenger van had already left and they had been stranded behind, alone! They were quickly on the phone to Rita Capasa, the second A.D. who kindly turned around to pick them up. “I think it was Woody Allen who said that half of life is showing up,” laughs White, “only after doing this shoot where we had so many difficulties getting to and from set did I really appreciate how right Woody was.”

The sixth day of shooting found the crew at White’s favorite Mexican restaurant just one block from his house. “The restaurant was definitely the best day,” says White. “It was the only day I got to sleep later than everyone else.” Though the team had now gelled into a smoothly operating crew, and though it was almost impossible to get lost going to a location in the middle of Manhattan, the day was not without its difficulties. White tells the story: “It took a couple hours to get set up and lit and everything and finally we were ready to shoot. We shut off all the exhaust systems and everything for noise. The restaurant was going to make lunch for us so they were down in the kitchen cooking enchiladas while we were getting ready. So we call ‘Action!’ and Nurit says maybe her first sentence and starts coughing, and then everyone on set, including me are coughing. We’ve got fifty people hacking through the scene because they were cooking chili peppers in the kitchen and the smoke from them filled the restaurant cause we shut off the exhaust. We we’re opening the windows and coughing and tears were rolling down our face and the whole shoot has come to a stand-still. I couldn’t believe it. I would have cried if it hadn’t been so funny!”

That evening the crew traveled out to Brooklyn to shoot on a rooftop in the Heights. Dilworth describes the evening: “This was another location that had been changed at the last minute. Though this was because of convenience, both logistically and aesthetically speaking. Also we’d changed the time of day from dusk to evening the day before because of scheduling problems. But it was easily the toughest part of the shoot because of the extreme cold coming off the East River. It was twenty degrees out and we were on a rooftop with a high wind and nothing to obstruct it. It was freezing!. The actors kept running inside between takes, because if we didn’t pause, their lips were turning blue. Plus, I really wasn’t sure that roof was going to hold us all!” White also had a few challenges all his own: “ On the rooftop I did actually have to change my plan on set. I originally planned to hang the camera off the side of the building and have the actors on the fire escape. It didn’t look to bad in the scouting pictures. But then we got there and it was dark and freezing and everything and the Paul [the first A.D.] took one look at it and said, ‘no way!’ Nurit looked at it and she wasn’t too keen and everyone was saying ‘Nick, I don’t think that’s safe. So I got out there and I climbed around on it, and I have to say, I lived, but it was pretty scary. So I gave in. I don’t usually encourage mutiny, but in this case I think everyone was right.”

After a day off, the cast and crew convened in Queens for the seventh and last day. “By that point everyone was working together beautifully,” White reminisces. “Even though we had two company moves, we finished early. The only problem was that in the morning it was raining. Which was a problem since it was all supposed to be taking place in one day. But Pete [the gaffer] rigged a couple silks and we were off to the races. Other than that it went off without a hitch. The shoot had its rough moments, but in the end we were all sad to see each other go. Luckily we had a wonderful wrap party to look forward to!”

### Third Trimester

Once Principle Photography was finished, White and Dilworth moved on to post-production. After the film was processed and Technicolor East, the director and the producer accompanied it to Moving Images, where they color-corrected and performed a film-to-video transfer on a DaVinci machine. “It was during color-correction that we really finished getting the look that Tim [Naylor, cinematographer] and I had been working towards,” describes White, “The way technology has changed in the last few years takes a lot of the guesswork out of the visual style of a film. We concentrated on getting a rich, clean negative. Then, sitting in the peace and quiet of the studio, we were able to manipulate it and make it look however we wanted. It is amazing how much control you do have at that point. Carlos [Rodriguez, the colorist at MI] was just outstanding.”

After color-correcting, White took the film to Gary Cooper. Cooper taught both White and Dilworth in classes they took at NYU’s School of Continuing and Professional studies. Since he was one of their favorite professors they approached him very early on in the process to edit their film. He was actually the first key crew member they hired. White describes his relationship with Cooper: “Gary is a piece of work. He used to be called ‘Darth Vader’ at SVA [the School of Visual Arts] because he, as it was once put in a book that features him prominently, ‘couldn’t sugar-coat a jelly donut if he worked at Krispy Kreme.’ Gary is both excellent at what he does, but is extremely honest and very blunt, which is exactly why both Josh and I like him so much. As far as I’m concerned, good and honest is exactly what you want in an editor. Gary told me what he thought, and sometimes it was good, and sometimes it was bad, but that’s what we needed him to do. He was never mean about it, and we got along great. I love editing actually, and the whole process went great. Although Gary says I’m too slow. Of course, I say Gary’s too fast.”

Dilworth describes the process from his point-of-view: “One of the exciting things about working the way we did is that because we were editing digitally, with Final Cut Pro, and because both Gary and Nick work so well together, the first cut was a very fine-cut. Nick did maybe five cuts, and really only the first one dealt with structure, the rest were spent really fine-tuning, working on timing, and find the best way to present each moment.”

As the cuts neared a final version, White began working intensively with composer, Corinne Tatiana Nordmann. Dilworth: “We saw a bunch of composers, but Corinne was quickly our favorite. She was actually an old friend of Nurit’s [Monacelli, *Katie*]. Nurit’s mother, actually, taught Corinne to play the piano when she was a little girl, and at the same time as we were working on the score for this film, she was composing a concerto for Nurit’s coming wedding.” White explains their choice: “We wanted music that was deceptively simple, but very classic. We wanted real instruments, not a synthesizer. This is a simple, personal movie, we needed a score that was elegant and expressive, but that didn’t over-power the movie. Corinne is primarily an orchestral composer, and she is a concert pianist. So she had the sensibility we were looking for.”

Nordmann lived and worked in Hamburg, Germany, making the collaborative elements of the composing process somewhat difficult. “It wasn’t too bad,” says White, “We ran up a pretty big phone bill. I was actually traveling a lot of the time too, so there were a bunch of calls from Wyoming to Germany. Frequently, because of the time difference, she’d be playing stuff over the phone for me, trying not to wake up her neighbors. It did have it’s upside though because Corinne was able to bring in a wonderful concert cellist who was a good friend of hers, and we were able to record in Germany at a fraction of what it costs to record in the US.”

Once the cut was finished and the score composed, Sarah Lilley returned and JoAnna T. Beckson came in to record the off-screen dialogue. Ms. Beckson, who supplied the voice of Katie’s mother, was another of White and Dilworth’s favorite professors [acting] at NYU. Dilworth: “JoAnna was great to come in. She was great and she was fun. She is a pleasure to work with, and she is a wonderful acting coach.” Another NYU connection, the Sound Designer, Ben Brown, is also the head Teaching Assistant at NYU. White: “Ben is really amazing, just a great sound designer. He has an uncanny sense of the auditory landscape of film, and I really leaned from him. I’ve had no training or experience in sound whatsoever, and he was invaluable.”

## **The Happy Day**

The film was mostly completed by October of 2003, though the final mix and titles were not completed until early 2004. Dilworth: “We’re really very happy with the final product. It wasn’t easy, and we made some mistakes, but you always do. The important thing is that you learn from them. This was our film school after film school, and in many ways, an infinitely more valuable experience. So far we’ve had great responses in the private screenings, and we look forward to taking it to festivals.” White: “I think Josh and I both feel very good about the whole thing—the movie, and the process. There were lots of tough moments, but we got through them. Overall, I think we got the movie we were always working towards. There are, of course things I will do differently next time, but I’m ultimately glad that that’s the case. I think if you ever finish a project and don’t feel you could have done it better, then it’s time to retire. We’re already working on our next project, and I’m looking forward to it so much.”