



## PRODUCTION NOTES FROM THE DIRECTOR

As a neighbor of Charles Pollock, I met his house guest Bette Davis. We became friends. She invited me to be the bartender for the evening she was to meet Mae West. I had a cassette recorder (a novel gadget for that year) and decided to record what was said while I bartended. I found the evening conversation interesting and wanted to keep the tape to prove I had met these two amazing film icons.

I put the tape away for 40 years.

One evening over dinner with (my now Producers of the film), Laura and Larry Worchell, I mentioned that I had the tape from that evening. They became fascinated with this and asked to hear it. I played it for them and they suggested that we make a documentary of the evening.

I decided early on that it would be most important to somehow use the original recording as the voice track of the film and began researching how to improve the noisy quality of the 40 year old tape. I decided upon a forensic tape restoration company which cleans up surveillance recordings for the FBI and CIA, eliminating background noises to clarify spoken dialogue.

Next, I needed to get legal advice about using the audio tape for the film, and met with Michael Donaldson, a respected and qualified attorney for documentary film makers. After long and detailed discussions about the applicable law, he agreed that we were in the "green" to use the tape in a film.

Esther Rydell was brought on as producer and became my close advisor on all aspects of set up, script, filming and hiring for the shoot.

Casting was a big concern. I needed people who looked enough like Bette Davis and Mae West to be believable in the film.

Through a mutual friend, I was introduced to Victoria Mills who would play Mae West. Even her un-made-up appearance convinced me she was the right woman for the role. On her way out from our meeting, she asked who I would use as Bette Davis. I said I was still looking. She said she worked with a woman who was a dead ringer for Ms. Davis and suggested she set up an introduction.

I met Karen Teliha shortly thereafter. She arrived with her husband Don Yanan. She was an absolutely perfect Bette, and Don made a wonderful Glenn Shahan, one of Ms. West's escorts that evening. They both agreed to participate.

Brandon Larcom a young figure skating coach looked a lot like me when I was his age, and Gary Kemp, another figure skating coach, looked like Chuck Pollock's twin. Both agreed to be part of the film.

Tim Maculan known for many film and TV roles was a perfect look alike for Vik Greenfield, and Tomas Arana known for numerous supporting film roles was perfect for Stan Muskgrove. Both agreed to be in the production, completing our cast.

My DP was Jack Anderson, a seasoned cinematographer turned educator at CSLB. He taught film and had a classroom of eager young people who he enlisted to be grip, camera operators, lighting, set people and an editor.

I asked two friends who were famed special effects make-up artists to make my actors look as close as possible to the photos of Bette and Mae that were taken the night of the original party. Hair was skillfully set by Susan Kelber, who was a long time stylist for many TV and Film productions.

We shot for 6 days at the end of 2011. The first day we settled into shooting the principals testing out having them act saying their lines while listening to the playback of the actual audio tape that would be dubbed to their mouth movements in post-production. It was a miserable disaster. The playback got them confused and they were unable to say what was needed and unable to do any type of performance.

I decided to change my method of directing. I instructed the camera operators to let the cameras run until I said cut. I instructed the actors to listen to my voice and delivery of a line, and then give me the line back in as close to the way I delivered it as they could. I instructed them to react to each other, and we ran 2 cameras working on deuce shots first, then on singles and close-ups on a second run. We started at the beginning and ran through the entire script. By the end of the day we had something that was working. The next day we did the same with Chuck and Glenn. The technique worked very well, eliminating the need for the actors to memorize all the precise words we needed to make the dub work later, and still get a performance. During post we simply removed the dead space and instructions between actual takes, and very few second takes were necessary.

By the end of the second weekend we had our full cast, and had our B roll footage. Our last weekend was for shooting scenes that were not in the living room and it was easy to change setups. We did the broad establishing shot of the entire living room. We also shot the kitchen scene used at the beginning of the film where Bette burns her dress and the bartender enters. For that we used a steady-cam. We finished in 6 days – and one of those days was a partial loss.

Principal photography was now complete, and the task of editing was next.

Ryan McKeague, who had worked as cameraman on the shoot, offered to download all the footage into the computer. We began talking about editing, and he revealed that his parents had been editors. They taught him how it all worked, and he in turn taught them the use of FC Pro. He agreed to begin the process of editing the film for me.

Together Ryan and I plotted out a strategy for the edit. He would take all the scenes and edit in the audio by dubbing it as best he could, removing in-between conversation and direction, keeping only the useable footage. That took 4 months due to both of our busy schedules. The task was laborious and exacting, but when completed we began putting all the rough footage into a logical pattern based on the evening, and based on what made sense.

We began with over 2 hours of footage. We cut it to 80 minutes by eliminating pauses, and duplicate comments, as well as too much loud laughter from the escorts. There were bar noises, and some conversation that just didn't work in the film.

It was exciting to hear and see the video put together with the audio.

Over the course of 3 years, I began to find demonstrative film clips to use as they were referred to by the ladies discussion. Stills were used and we realized it would be necessary for visual interest to employ some graphic design with the stills, which we created to great effect.

It also became clear that I would need to comment on how the film was made, to introduce the evening to the viewers, to comment on events that evening that I was uniquely able to discuss, and to create some type of closure to the film. Over time I was able to develop a script I could shoot on camera and use. Having had only minimal experience in front of the camera it took 3 days to get all that was needed.

We edited in my comments, and we had the opening and closing scenes now completed.

I felt we needed a narrator to do voice over the still photos; a female voice was a priority. We asked a friend of my executive producers', Sally Kellerman, to come and record the comments. She arrived a bit late on a quiet Sunday, began recording the voice overs, but Sally was a bit off her game, with a scratchy voice, and we only finished about half of what we needed, doing several takes, so a second, then a 3<sup>rd</sup> session was done. We had our voice over commentary, and Sally's voice was perfect for what I wanted.

Editing in the voice over took another several months, again, due to busy non-film related schedules, but this gave me a chance to think other elements through, and I then begin work on filming interviews with a different crew, and to work on music.

These interviews included Waris Hussein, who had directed Ms. Davis in *Little Gloria Happy* at last, a TV film about Gloria Vanderbilt's young life; Tim Malachowsky was Mae West's personal assistant for the last 10 years of her life; and Greg Schreiner also did an interview and discussed the famous "Fasten your seatbelts, it's going to be a bumpy night" gown that he owned.

By this point it was clear we needed music for the film. Former editor, RoseAnn Weinstein, suggested using a "temp track" of musical pieces that I liked to give background to the film sequences. I found wonderful tracks from 20-30s movies and put them in, but using those pieces of music was too expensive. I realized that I would need a musician to create pieces for the film that were original and would not need licenses.

I again contacted my friend Greg Schreiner who is an accomplished pianist. He was willing to hammer out unique original pieces based on the ones that I had chosen, but different enough to not be copies and recognizable as stolen from the original.

After some 4 years of work, I felt we were finished. Credits were created with a crawl that ran centered between the actors and the real life individuals they were portraying. Resemblance was uncanny, with near perfect matches between the real people and the actors.

And that is how *When Bette met Mae* became a reality.