

What's great about this country is that America started the tradition where the richest consumers buy essentially the same things as the poorest. You can be watching TV ads see Coca-Cola and you can know that the President drinks Coke, Liz Taylor drinks Coke, and just think, you can drink Coke too. A Coke is a Coke and no amount of money can get you a better Coke than the one the bum on the corner is drinking. All the Cokes are the same and all the Cokes are good. Liz Taylor knows it, the President knows it, the bum knows it, and you know it."

— Andy Warhol



I was sitting there in the movie theater in my normal seat (halfway back in the middle) and my wife and I were chatting about one thing or another when the lights began to dim. The light from the projector spilled all over the screen. I had thought this was the feature, but it was the trailer for director George Hickenlooper's *FACTORY GIRL*. Those images and sounds splashed off the screen and grabbed my attention like the third encore guitar solo at an AC/DC concert. *FACTORY GIRL* is Hickenlooper's journey into the '60s world of Andy Warhol and Edie Sedgwick. As I looked at those images I had forgotten that Guy Pearce was playing Andy Warhol and Sienna Miller was playing Sedgwick. I couldn't help but notice that there was Super-8 film up there on the big screen. My interest was now officially peaked.

Those Andy Warhol images looked stunning in Super-8. Before the *FACTORY GIRL* trailer was over I knew two things: Guy Pearce was going to get his best shot so far at the Oscar and that I had to find out who the cinematographer was that captured those great '60s images.

It didn't take me long to find out that the guy behind the lens was cinematographer Michael Grady. Grady has spent the last ten years working on lots of indie productions before he became the DP on films like *WONDERLAND* (2003), *THE DEAD GIRL* (2006), *FACTORY GIRL* (2006)

Super-8 and the **FACTORY GIRL**

Cinematographer Michael Grady talks about Andy Warhol, William Friedkin and his extensive use of Super-8 in *FACTORY GIRL*

by Michael Ryan



and being hired by director William Friedkin (THE EXORCIST, THE FRENCH CONNECTION) for BUG (2006). Currently, Grady is the DP on SIX BULLETS FROM NOW.

When Michael Grady was growing up in Rockwall, Texas (near Dallas) he didn't quite know what job he wanted in filmmaking, but he did know that he was obsessed with film. After graduating high school he set his sights on the filmmaking course at NYU (where he did some undergraduate work). In 1993 he left for Southern California where he spent time at the film programs at USC, the California Institute of the Arts and the cinematography program at AFI. Not a bad start for anyone trying to crack the gates at fortress Hollywood.

I asked director George Hickenlooper why he wanted Michael Grady as DP for FACTORY GIRL. "I was interested in Michael because I really liked his work on WONDERLAND. WONDERLAND had a kind of visual, kinetic energy that I felt would lend itself well to the story in FACTORY GIRL. I also really liked his idea of using those really heavy uncoated lenses from the early 1970s to shoot with. I told Michael that I was very interested in shooting a lot of Super-8 film for FACTORY GIRL, and I was glad to find out that he had been into Super-8 for a long time."

Grady and Hickenlooper were completely simpatico with the vision of lots and lots of Super-8 film footage. They both agreed that FACTORY GIRL needed that Super-8 film look. Grady explains, "Edie Sedgwick is a very sad character in the film. Every time those Super-8 images of Edie (Sienna Miller) came up on the screen, those images seemed sadder. The Super-8 footage had a more authentic look to it. It really touched the heart. The texture of Super-8 really made the images look as if they were shot in the '60s."

Not a lot of people saw FACTORY GIRL on the big screen, but this has less to do with the content of the film and a lot more to do with the sorry state of feature film distribution. Actually,

FACTORY GIRL is a very good film with two Oscar-caliber performances by Sienna Miller as Edie Sedgwick and Guy Pearce as Andy Warhol. In fact Pearce is so good as Warhol that you really end up thinking that you are watching Andy Warhol (especially in the Super-8 footage scenes). Sienna Miller plays Sedgwick, who in real life, was the rich, beautiful, exciting muse that (for a while) put money into Warhol's projects and starred in many of his films.

Hickenlooper was not entirely satisfied with the version that went into theaters. The DVD of FACTORY GIRL (which comes out on July 17th in North America) gives the film a second chance to find its audience. "For the uncut, unrated DVD version I have put back about 10 minutes of film that was not in the original theatrical version. I believe that this added footage was critical for the story. I would prefer that people watched the uncut, unrated version of FACTORY GIRL as this is my director's cut and is a much better representation of my work than the theatrical version."

In case there was any doubt that Super-8 has grown into a professional film format, FACTORY GIRL is a perfect example of what the format can achieve. More and more serious directors and cinematographers are adding Super-8 to their features to help them tell the story. I never would have thought this a year ago, but how long will it be before we see a Hollywood feature film shot entirely on Super-8?

It's an exciting time for Super-8 filmmakers and it's also an exciting time for cinematographer Michael Grady. The cinematography in FACTORY GIRL is not only interesting for the eye, it almost becomes like another actor up there on the big screen. Grady's cinematography does for FACTORY GIRL what a Bernard Herrmann film score does for an Alfred Hitchcock movie.

I recently interviewed Michael Grady from his home in Southern California.

How did you get interested in filmmaking?

GRADY: My mom was a big movie fan and I think that love of films came from her. When I was growing up I just loved watching movies. I was really obsessive about films. Around third grade I also got very interested in painting and drawing. My parents were really supportive and they paid for a local artist to give me painting lessons. Those painting lessons really helped me with framing and the use of space in a frame.

How did you become the cinematographer on FACTORY GIRL?

GRADY: Well, really it's a perfect example of that six degrees of separation that exists in Hollywood. A few years ago I was the DP on a picture called WONDERLAND. The woman who produced that film was Holly Wiersma. I'm also really good friends with the director [of WONDERLAND] James Cox and also the screenwriter Captain Mauzner — that's the handle he goes by (laughs). So around the time of WONDERLAND Holly and Captain Mauzner had been working on the script for FACTORY GIRL. Scripts about Edie Sedgwick had been floating around Hollywood for probably 20 years. Lots of people had been trying to get a movie about Edie Sedgwick made. Oliver Stone was even going to do it at one point. Over the period of about two years Mauzner wrote the screenplay for FACTORY GIRL and because I'm good friends with Mauzner, he would send me the script and I would send it back with notes and thoughts on it because he was looking for feedback. All of a sudden Guy Pearce got really interested in playing Andy Warhol, and that's what really brought the film together. Holly Wiersma then hired director George Hickenlooper [to direct FACTORY GIRL] because of her love for George's film THE MAYOR OF SUNSET STRIP. George also directed HEARTS OF DARKNESS: A FILMMAKER'S APOCALYPSE. George has a real passion and a great background in documentary filmmaking. At that



point, Holly put me and George together, but it was George who hired me as DP based on my work for *BUG*, which I shot for director William Friedkin. I remember being in the editing room with *BUG* and George really liked what I had done. That's when I became DP for *FACTORY GIRL*. That six degrees of separation really worked for me as Holly Wiersma produced *WONDERLAND* and *FACTORY GIRL*, George Hickenlooper also knows director James Cox and screenwriter Captain Mauzner, and I'm really good friends with both of them.

When you get hired for a project, how involved do you get?

GRADY: You always try to get involved as much as you can. The really interesting part of the job is that every director is a little bit different. Some give you lots of creative freedom and others actually tell you what lens to shoot with. I'm cool with either style.

You mentioned that you worked with director William Friedkin on the movie

BUG. What was that experience like?

GRADY: It was awesome on every level. It was truly amazing. I remember seeing him speak at AFI when I was just a student. With *BUG* he had a notebook where he had story boarded the entire film.

What format did you shoot BUG in?

GRADY: I shot *BUG* in straight 35mm. It was a very traditional shoot, there was no DI, traditional optical finish. It was mostly hand-held. It was shot with an 1.85:1 aspect ratio.

How did you and Friedkin decide what format to shoot BUG in?

GRADY: When I sat down with Friedkin to talk about the look of the film he was actually interested in taking a look at the Genesis camera. He is a real technology freak. I found that interesting because he is older, but he has the mind of a 20-year-old when it comes to all the new technology. *BUG* takes place at an old, Oklahoma hotel. The bulk of the

movie takes place in a very confined hotel room. It's a real study of one man's paranoia. 1.85:1 seemed more appropriate for the subject matter. There was very little thought of using anamorphic lenses because of the confined space we were shooting in. I mean that would have been a lot of negative space up on the screen.

When you sat down with George Hickenlooper to discuss the look of the film, what kind of things did you talk about?

GRADY: I wanted to shoot *FACTORY GIRL* in Super 16 mainly because I have shot several features in that format and I really felt it was the right way to go on this film. The budget for *FACTORY GIRL* was around 10 million, so on a project of that size there really isn't a big cost savings between 35mm and Super 16. There is a new acceptance of Super 16 in terms of distributors. In the past distributors really wanted all features to be shot on 35mm. The other factor is that when we started *FACTORY GIRL* there was no studio behind

us, so we didn't have any studio executive telling us we had to shoot in 35mm. To look back on it now, if we had even been a mini-major or if the Wienstien Company would have been involved from the beginning, I think that would have had an impact on how the film was shot.

Was it Hickenlooper's idea or your idea to shoot a lot of Super-8 footage?

GRADY: We both wanted Super-8 in the film. The subject matter of the film is just right for it. George wanted a very documentary, hand-held feel to the film. We knew we wanted to shoot a lot of black and white footage in Super-8. George really liked the idea of using Super-8 in this feature because it was such a bold idea. George wanted Andy Warhol's world to be depicted with more static shots and longer lenses. Edie's world was all hand held.

When you decided to shoot a lot of Super-8 film, how did you get Pro8 involved?

GRADY: George and I both love Super-8. I have about 50 Super-8 cameras that I have bought off eBay and garage sales. We both have some nice Nizo Super-8 cameras that we like shooting with. We shot with the Nizos and the camera we got from Pro8mm equally. In Super-8 we got all the film stocks from Pro8mm, you know, tons



Above, Below, and Previous Page: *Publicity photos for Factory Girl, starring Guy Pearce as Andy Warhol, and Sienna Miller as Edie Sedgwick, his girlfriend, sponsor, and film star.*

of negative, reversal and all the black and white we could get. The Pro8mm camera had the interchangeable lens and a matte box. They also widen the gate on this camera, which was very cool.

What kinds of Super-8 cameras did you use?

GRADY: We mainly used the camera from Pro8mm. We used our Nizos and I have a Canon Super-8 that I used. I can't remember if it was a 514XL or 814XL but I got a screw driver and I was trying to pry the door open so we would get intentional light leaks on

the film. Every time the film would come back there wouldn't be any light leaks on the film, so we would get the screw driver out and bend the door open a little bit more. Those cameras are durable little bastards.

What was your favorite Super-8 stock?

GRADY: The negative film stock is really amazing. George shot a ton of Super-8 and the camera assistant shot lots of Super-8. With the Super-8 film, there were lots of shots where we really wanted the film to look distressed. When we would get back footage, some of it was crazy overexposed and we would say, "Excellent, that's just the look we want." Sometimes it was so thin we had to crank it up in the DI. When we would properly expose the negative stocks it would just blow me away how good it looked. It was shockingly good. I used to think to myself, "Whatever DVcam." I mean if you were going to make a little short, you would definitely use film. Half the film that we shot in negative we would make it look more like reversal in the DI. We really manipulated much of the Super-8 footage when we got it back. We really wanted to "pop" the look of it. In some of the footage we manipulated the grain and it was ridiculously huge. I was really nervous at one of the first DI tests that we watched. I just thought to myself,





films. I believe that movies should look better than real life. They should be romanticized slightly. A poetic realism I would say.



All photos on this page and the following pages are publicity stills from the movie *Factory Girl*. Pictured above are DP Michael Grady and Sienna Miller setting up a shot. To the right is Guy Pearce playing Andy Warhol. On the opposite page the cast and crew converse about the day's schedule.

"Oh my God." Typically, when you work on an indie movie you never really see film dailies, you just look at video assist dailies. If you have a bad lens, or it's a little softer than the others, you don't really know that until the film is being printed. George and I really loved the distressed look and all the grain. I mean you turn on the TV set and everybody is making a clean image. To me it's just not much fun unless you try new ideas or different looks.

Were you trying to make Super-8 look like the kind of 16mm film that Andy Warhol would have used in the '60s?

GRADY: At times we did that. But a lot of the Warhol footage — if he had shot it in 16mm black and white reversal — then that's what we did. With the reversal 16mm, we would step on it hard in the DI to make it more contrasty so the blacks were even deeper.

What kind of lighting did you use for the Super-8?

GRADY: It goes from almost nothing to the same lighting set-ups that we were using for the Super 16 cameras.

We had 18k lights and we had a 40 foot electric truck. We had all the regular lighting set-ups. The Factory was a big set. We built it to scale. There are a lot of photos of the space that Andy Warhol used to do all his films and art in.

The 16mm Bolex camera that you see Andy Warhol using — was that a functioning camera?

GRADY: No...well, it could have been. We put film in it at the beginning of the shoot, but the camera made so much noise that the sound department said, "Can we, maybe, not use that camera?" (laughs) In the beginning of the shoot we were very romantic about everything. We wanted to use exactly what Warhol would have used.

Were you trying to match the look of actual Warhol films?

GRADY: I really struggled with how raw to shoot it. You know, it's still a feature film in the end. You have to really think to yourself at what level do you shoot as raw as the Warhol films were. In the end we really echoed the look of the Warhol

Were you surprised at how well the Super-8 footage looked when it was blown up to 35mm?

GRADY: Yes, I was surprised. Once your eye gets use to it... I mean, my first reaction was, "I really like it." I didn't know what the Wienstien Company would think. I was worried that Harvey [Wienstien] would take a look at it and think the grain would look like a snow storm (laughs). He ended up being very supportive.

When you were shooting with the Super-8 cameras, did they have any kind of video assist?

GRADY: No. Most of the time George would shoot, I would shoot or my first AC would shoot. It would be multiple guys shooting some of these scenes.

Did you see dailies of the Super-8 footage?

GRADY: Yes. We would send it back to Pro8mm in Burbank and they also did all our transfers. All that material went straight to DI. At the

time they were just about to put in a high definition bay. We missed it by a few months I think.

What was it like to have Super-8 cameras shooting on a feature film set?

GRADY: It worked out well. There were times where we would be lighting a scene and George would get Sienna and Guy and start shooting with the Super-8. Guy and Sienna really got the Super-8. It was so much a part of the esthetic of the film. You know that Guy actually was shooting with real Super-8 film. Some of this film ended up in the movie. I just have to say that Guy Pearce is one of the all time best actors. He was so spot on with his performance.

What 16mm cameras did you use?

orange filters to make the sky look different or darker.

Did any of the more extreme elements of Super-8 footage get cut from the film?

GRADY: Early on in the production we were shooting a lot more unconventional footage, especially for a feature film. Once the studio got involved with the production we really backed off from this kind of footage. The first cuts of the film had a much more dramatic look to it. We would cut into the middle of scenes with the Super-8; we did a lot of footage where everything was in black and white, but Warhol was in color or Warhol was in color and everyone else was in really vibrant color. It was all very interesting, but I think it was just too jarring to the eye. Ultimately, I think it was the right decision not to include this footage. There is actually a complete scene in Central Park that was completely shot in Super-8.

Was the Super-8 footage shot at 24 fps?

GRADY: 24,25,30 — there were really no strict rules with that. One of the Nizos was shooting at 25 fps. We were not syncing any of these cameras to the sound anyway. We didn't slate most of the Super-8 footage. We would just start and stop the cameras at all different times. There were a few scenes that we did slate and sync the sound and with those scenes we shot with the Pro8mm Beaulieu. That camera was crystal sync at 24 fps.

How much Super-8 footage did you shoot?

GRADY: I don't have an exact total, but it would have to be around 150 cartridges. It was about a 35-day shoot. In the end we probably shot around 150,000 feet of 16mm film.

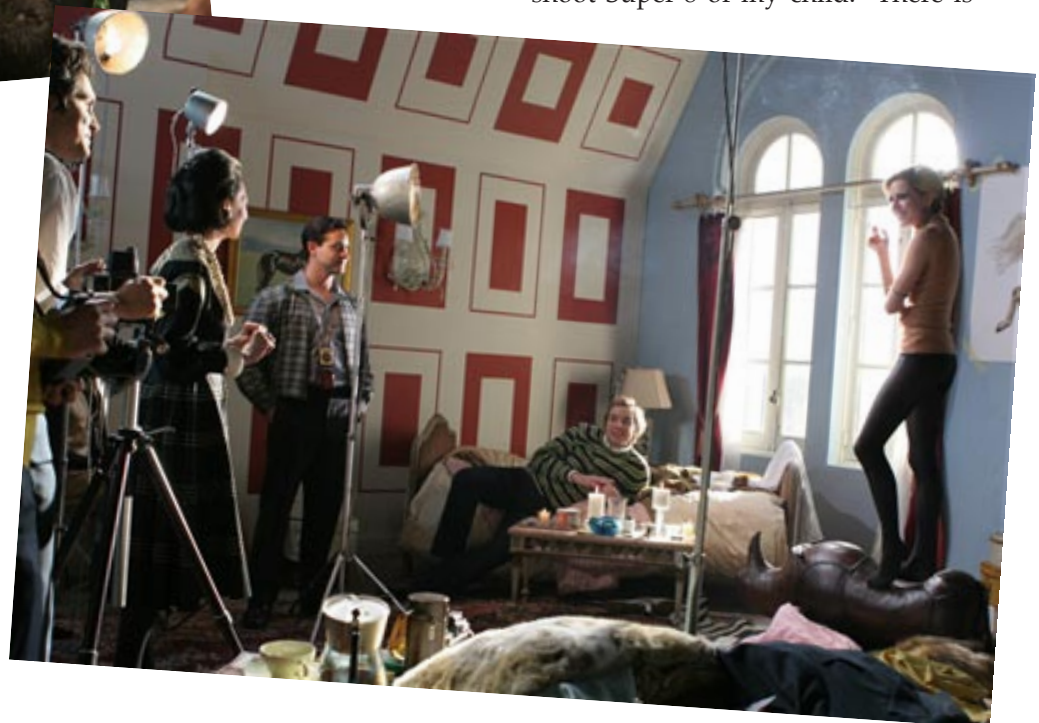
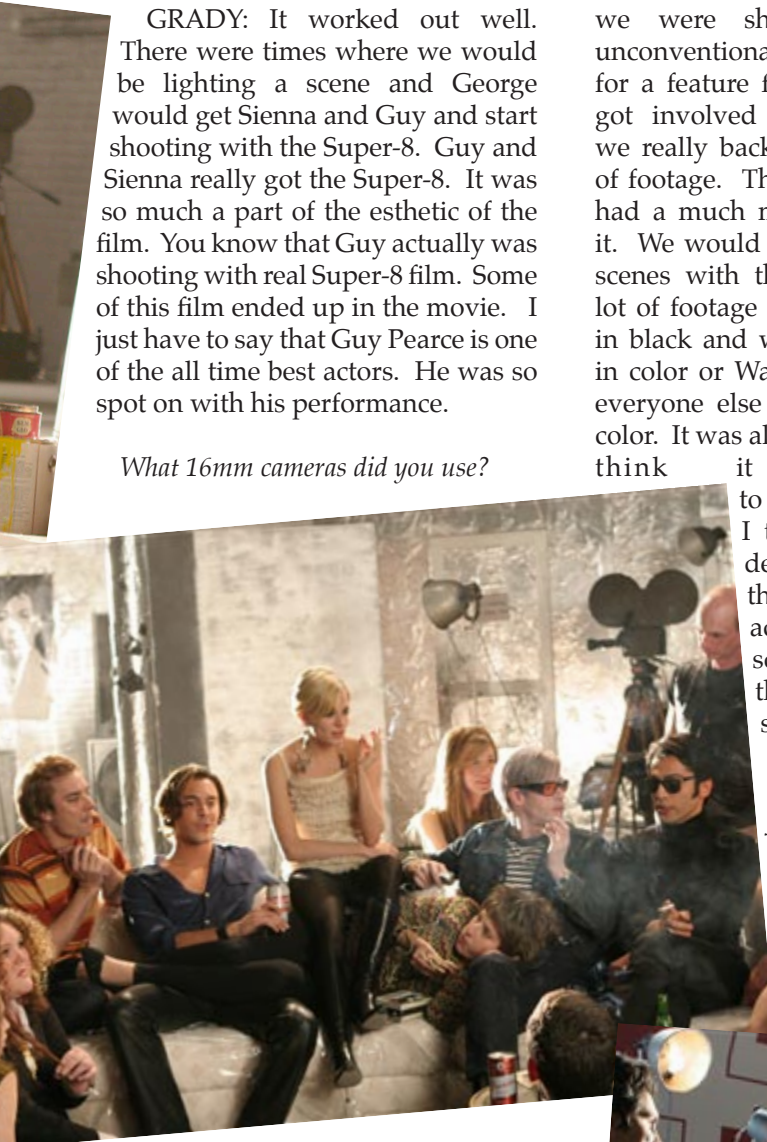
How important was Super-8 to the overall look of the film?

GRADY: I really like the look of Super-8. As a cinematographer it doesn't really matter about the format I shoot in. Certainly as we are all entering the digital video age, I'm trying to adjust my thought anyhow. You are still just making stories with pictures. As you can tell in my voice, I'm resisting the video quite heavily (laughs). I'm just an analog guy. Super-8 to me is just way more interesting. When I was in film school we shot a lot of Super-8 and I even shoot Super-8 of my child. There is

GRADY: The Arriflex SR3 and 35mm Cooke S4 lenses. They have also come out with a set of Super 16 lenses that we used as well. I love S4 lenses. I'm working on a film right now called SIX BULLETS FROM NOW and I'm shooting that in Super 16. I think I'm going to become the king of Super 16. They also want to use some Super-8 in that film.

When you were shooting the black and white Super-8 film, did you use any filters?

GRADY: Mainly when we were outside we used yellow, red and



really something great about the look of Super-8. It's funny, Guy [Pearce] was really big on Super-8. He kept telling us that we should shoot the entire film in Super-8. Because the resolution was weaker and especially in black and white, there were lots of scenes of Guy playing Warhol that really looked like original Warhol footage. Sometimes it was really hard to tell the difference. In a few scenes it was under lit, poorly shot, black and white and it was just eerie. There is just an ethereal, timeless look to the footage. I've never understood why some people think they can shoot in 35mm and think they will get the same look by degrading the 35mm image. It's never the same, it's not even close.

As a cinematographer you put so much into your work on a film. What does it feel like when the shoot is complete and your images get handed over to an editor, director and producer to cut the film?

GRADY: It's an interesting part of the job. You are right. It's really difficult to let go of your own "vision" of how the film should feel to the viewer. It's the real hard part. In the beginning I used to show up in the editing room and kind of hang on and it was hard to emotionally let go. Now, I just try to disconnect. The earlier the better. The quicker I disconnect, the more objective I can be as a viewer. If you don't, you can drive yourself crazy by over analyzing your work in almost every scene. You know it's like you can be watching a scene where you are thinking to yourself, "Oh, God, I can't believe they used this out-of-focus shot. There were at least six takes that had better focus." (laughs)

What do you think about the current state of feature film cinematography?

GRADY: Today the sad truth is that faster is what gets you jobs. The speed is so important. No one is willing to have the lighting exactly the way you want. The shooting schedules are getting shorter and shorter. I think there is less of an appreciation of cinematography than there used to be.

Do you have any thoughts on the current state of Super-8 filmmaking?

GRADY: I think the fact that anyone can pick up a Super-8 camera and make a movie is generally a good thing for the art of filmmaking. The fact that a company like Pro8mm exists out there is such a good thing. Super-8 filmmaking is really where the art is happening. Super-8 filmmakers are making their films on their own terms and making the films for themselves and not for what some big studio executive thinks. I don't think most people realize the constraints that are placed on feature filmmakers.



Do you like films that are storyboarded or more improvisational?

GRADY: It depends on the script really. Also the kind of relationship that you have with the director. On FACTORY GIRL we knew generally what we were going to do, but there was about a third of the film that had a very strong storyboard that we

stuck with, but the rest of the film had a very loose shot list. The bottom line is you can shot list the whole film but when the actors get there it becomes something different. They want to do something different. It becomes something better and different. Especially with movie stars. You can tell them to do less and less the bigger the star is.

What was it like working with the actors on FACTORY GIRL?

GRADY: The actors in FACTORY GIRL were just amazing. Sienna and Guy were always full of good ideas. Because of George's approach, we were able to change things on a dime.

Had you ever watched any Warhol films before you made FACTORY GIRL?

GRADY: I had a great professor in film school that really was into Warhol. I studied the entire Warhol scene and wrote a few papers on that time. I felt it was really super rewarding to study that era. Guy and I talked often about FACTORY GIRL. When you are making a film about Andy Warhol your balls are on the chopping block. I mean I had a real nervousness about shooting this film because you are making a film about one of the most important visual artists of all time. In the end I was really disappointed that more people didn't see the film on the big screen.

Is there any advice that you can give to Super-8 filmmakers?

GRADY: You know it's a lot harder to shoot with Super-8 than almost any other format. Talk about the forgiving nature of 35mm, you just have to be in the ball park, you know 2 or 3 stops and it's still good (laughs). With Super-8 you have to be a lot more accurate with the exposure.

That's especially true if you are after a pristine image. With reversal you just can't overexpose. I would give the negative stocks a little more thickness. I would tend to follow the Kodak guide lines with Super-8 film stocks. If I had to shoot with just one, I would choose reversal film.

What did you think of the camera that you got from Pro8mm?

GRADY: I really liked it. I liked that it had interchangeable lenses. I liked the super wide lens. I liked that it had a matte box and you could use filters with that. In my opinion to use a camera like Pro8's is an excellent training ground for shooting film. It's just harder to shoot Super-8 and it's a real discipline. I don't think studio heads would respect a film shot in Super-8, but anyone who knows anything about film, like a cinematographer, would be really impressed.

Who in the past or present inspires you as a cinematographer?

GRADY: For me, my all time favorite cinematographer was Conrad Hall. If there was ever a poet with pictures he was the man. In contemporary times I think Hall's cinematography for *SEARCHING FOR BOBBY FISHER* is one of the best photographed films. I also really like Robert Richardson, Emmanuel Lubezki, Roger Deakins. Each of these guys is a little bit different in many ways, but that is really the beauty of the job. I mean, really it could be a huge list for me.

Were you influenced at all by Oliver Stone's cinematographer Robert Richardson?

GRADY: Yes, absolutely. I'm a huge fan of Robert Richardson. We can call it an homage, but it's a complete rip off of the look of JFK. I believe that Robert Richardson is such an important part of Stone's best features.



How important for a cinematographer is it to get into the ASC (American Society of Cinematographers)?

GRADY: I think it would be a great honor. As an organization they do a lot of great work. I don't think about it often. When I was going to film school I never thought about it in the grand scheme of things as my ultimate goal. It's your peers, so on that level it really would be an honor.

Do you try and plan your career the same way actors plan their careers?

GRADY: In the beginning I just wanted to shoot. I just wanted to get the experience that would keep you getting better and better. It's only recently that I have actually begun to think about a career that you want to keep building. You know, working on better and better projects. Recently, for the first time, I have said "no" to projects I didn't want to work on. The work is very exhausting and long, hard hours and takes so much of you emotionally. It really takes a part of your soul. If you are going to hold on to it being art, then a lot of you goes into it. If it's a movie that I would go see, that's a good benchmark.

How difficult is it to make a living off of being a cinematographer?

GRADY: It's a lot of hard work. It's also a lot of luck. I have spent the last 15 years just working my butt off to get to where I am now. Currently, most of my DP work is on features that are in that 10-15 million dollar range. Getting to this point I had to do a lot of stuff that was for free. I've shot about 50 short films for free. I've shot three independent feature films for free. I would do electric jobs or gaffer jobs to try and make ends meet to stay alive, but what mostly happened is that I ran up huge debts on my credit card.

Do you think that Super-8 is still a good training ground for beginning filmmakers?

GRADY: If someone was aspiring to be a cinematographer and shoot film, by far this is a better training ground than going out with your miniDV camera and hitting the little auto exposure button. I don't want to discredit telling stories in any format, but personally I would shoot Super-8 just for the end results and as an excellent training ground. ■