

# Feature

# 02



THE WATER MAN ◀

A 2020 AMERICAN DRAMA FILM DIRECTED BY DAVID OYELOWO, IN HIS FEATURE DIRECTORIAL DEBUT, FROM A SCREENPLAY BY EMMA NEEDELL.





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Matthew J. Lloyd, ASC,  
by David Geffner | photos by Karen







CSC, forages the Oregon wilderness for David Oyelowo's directing debut.

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**When we first meet thirteen-year-old Gunner Boone (Lonnie Chavis, best known as young Randall Pearson on NBC's Emmy-winning drama *This Is Us*) in the indie feature *The Water Man*, he's a man on a mission. Gunner's passion for writing and drawing an original graphic novel (which takes him to a stranger's funeral for research) is only bested by his desire to find a cure for his mother's leukemia. Coursing through the legacy of the small mining town where Gunner's father, Amos Boone (David Oyelowo, who also makes his directing debut), has recently moved his family, is the spooky legend of "The Water Man," aka Edward Schaal, a 19th Century miner who may have the kryptonite needed to save Gunner's mom (Rosario Dawson).**





**As Gunner learns from a local mortician** (Alfred Molina), soon after Schaal mined igneous rock with a magical glow, his town of Wildhorse was wiped out by a flood – with Schaal and his wife, Sarah, both victims. As recounted in an animated sequence meant to mirror Gunner’s artistic aspirations, the grandfather of Molina’s character had to pronounce each victim of the flood deceased except for Edward Schaal, who was miraculously revived by the rock’s cell-regenerating properties. One hundred and sixty years later, “The Water Man” is still searching the depth of Wildhorse Lake for his wife’s body, with the magical rock around his neck that may hold life-saving properties.

“Matt and I had done a short film that [regular Lloyd collaborator] Paul Hunter directed,” recounts Oyelowo from Portishead,

U.K., where he is in quarantine before his third film shot under COVID safety protocols. “Matt was, literally, coming off a plane from having just shot *Spider-Man [Far From Home]*, and I couldn’t believe how nimble and malleable he was with this crazy, low-budget film shot in five days.”

Oyelowo says he loved Lloyd’s combination “of a big commercial eye” and a guerilla filmmaking heartbeat. “I knew for *The Water Man* we needed both,” he adds. “Cinematic scope for all of the scenes in the forest, and that indie touch for the intimate mother/son moments. I didn’t want to have to pick one or the other, and Matt brought it all to the table. He’s also incredibly quick with lighting and camera setups – while everyone’s meandering back from lunch, Matt’s that guy who has his team prepped and ready to go.”

The original script by Emma Needell appealed to Oyelowo’s inner “Steven Spielberg,” even if his directing debut would be a low-budget indie shot in the Oregon wilderness. “The story reminded me of all those Amblin films I loved growing up,” Oyelowo continues. “*E.T.*, *Close Encounters of the Third Kind*, *Goonies*, and *Stand By Me* – they never patronized or undermined my emotional intelligence. They could tackle weighty stuff, while still appealing to that kid- sense of adventure. As a parent, now, I feel a lot of [family] films are too dependent on CGI and big budgets. In that sense, *The Water Man* is rooted in nostalgia and my own cinematic experiences as a child.”

Lloyd, currently working on Director/ Executive Producer Ava DuVernay’s futuristic mini-series *DMZ* in Atlanta, is quick to praise his 100-percent Oregon-based Guild camera





**MIDDLE PHOTO:** OYELOWO (R) SAYS HE LOVED MATT LLOYD'S (L) COMBINATION "OF A BIG COMMERCIAL EYE AND A GUERILLA FILMMAKING HEARTBEAT."



# “YOU WOULD THINK SHOOTING IN THE FOREST WOULD BE GREAT, WITH THIS BEAUTIFUL DIFFUSE LIGHT AND COLOR PALETTE. BUT IT’S VERY CHALLENGING TO CREATE DIMENSION...AND DEPTH.”

MATTHEW J. LLOYD, ASC, CSC

team for being the difference-maker under *The Water Man*’s challenging conditions.

“The way [Local 600’s] membership has migrated regionally,” he offers, “anywhere you go, these days, you can pick up a fabulous union crew. This show required moving a lot of gear by hand, into and out of protected wilderness areas where no vehicles are allowed, so the local knowledge of my Oregon-based team was key.”

Lloyd captured *The Water Man* in ProRes at 2K with ALEXA Minis, “except for the VFX sequences,” he notes, “which were shot RAW. You would think shooting in the forest would be great, with this beautiful diffuse light and color palette. But it’s very challenging to create dimension, to know where you are, visually speaking, at any given time. The trees create these endless, flat lines, and spherical lenses can highlight that lack of depth. That’s why we used Cooke Anamorphic /i Prime lenses, which helped with the depth and dimensionality when our characters are in the woods. The Cookes came out of Koerner Camera in Portland, which has a lens summit every year, and I was able to attend prior to filming. Koerner’s a special rental house – everything feels carefully curated.”

**Curated describes Oyelowo’s approach** to Gunner’s home life, particularly after we find out his mother is undergoing chemotherapy. Atypical for films of this ilk, the home is swathed in deep shadows, with only a smattering of (warm) practical lights. Lloyd

remembers that “on our first scout, David had written on the front of his script, ‘This is an adventure!’ With many [adventure] films, where you begin in the character’s home for a short time before taking off, the mystery and intrigue is not present, or not given much consideration. David was insistent that should be there right from the start.”

There’s also an unsettling quality to these early scenes (before Gunner teams up with a runaway teen – Jo, played by Amiah Miller – and heads off into the forest to find the Water Man). As Lloyd continues, “This is a warm and loving family, so the lighting on them reflects that, but the corners are dark and mysterious. When I know I’m doing a sizable amount of work at a location, I’ll front-load with a bigger rig than is typical for a movie of that size to provide speed and flexibility on the day.

“Key Grip Sean Devine and [Chief Lighting Technician] Ted Barnes gave us everything we needed outside the house,” Lloyd continues. “We had large, diffused ARRIMAX 360s pushing in through the windows to give that soft, single-source, Northwest feel. They also rigged the ceilings inside with smaller LED’s, like LiteMats and covered wagons, to give the actors freedom to move around and not be stuck in front of a window. The entire house interior was wrapped in a negative lightweight matte black fabric to maintain contrast, which can quickly be pulled back when it’s in a shot. That was helpful as David wanted to shoot in story order inside the house. Part of our mission was to allow him and the actors to bounce easily between rooms, and this

approach [to lighting] did that.”

Oyelowo adds that “to have the forest feel like a grand adventure for Gunner, we had to take that away from him at the start. We not only wanted those scenes at home to feel more oppressive but also like a place that would help inspire his imagination. A lot of the conversations Matt and I had were about the feelings the cinematography would invoke, and these early scenes are a perfect example.”

Quickly shifting visual gears is one of *The Water Man*’s strengths. A great example is the riveting scene of Gunner and Jo’s first night in the woods. We’ve already seen the teen using his headlamp to write his graphic novel under the covers in his room at night, and as darkness falls on the forest, his headlamp becomes the focal point of an encounter with something... or someone.

“I’ll remember that scene for the rest of my life,” Lloyd smiles. “My default mode was to have this open area prepped for night, with a big HMI source up high. We’d be able to see a little into the forest and then fake the headlamp. But David wanted more density and true darkness, so I asked if he wanted to hike deeper into the woods and just use the headlamp! I brought a high-powered LED flashlight to walk with [Chavis], while a grip trailed with a reflector and bounced that light off of the sword Lonnie’s character has for protection. You’re never going to get there trying to create more scope and depth with movie lighting, so I’m forever grateful to David for challenging me.”

When recalling the edgy headlamp scene,





Oyelowo laughs and says, “Well sometimes ignorance really is bliss. I had an image in my mind of how dark I wanted that scene, and I didn’t know lighting a forest at night with just a headlamp was an insane idea. But, when I looked through the lens at this giant light Matt had originally put on a crane to simulate moonlight, I just knew, instinctively, it wasn’t right. I had just changed the scene the night before from Jo being the person who is creeping up on him to, ‘No. I want to keep the audience guessing as to whether the Water Man is real or not.’ I remember [Writer/Director] Chris McQuarrie telling me some 10 years ago on *Jack Reacher*: ‘David, don’t get seduced [by the artifice of Hollywood moviemaking]. If you don’t see it through the lens, it’s not there.’ So, I told Matt we need to pull it all apart and try a different way.”

**Falling apart is a plot point** Gunner and Jo are not privy to when their adventure begins – the camera arcs high above the trees to reveal a forest fire approaching. Lloyd says that in his other life – shooting large VFX films – the

expense of CG-created fire is never a problem. “However, when you know the methodology [of a VFX fire burn], and what works and doesn’t work on a large scale, you can be much more targeted about your shot count on a smaller-budgeted film,” he reflects.

That was the case for the large fire sequence at the end of the film when Oyelowo’s character races in after the kids. As Lloyd describes: “You don’t need to see fire if you’re in a hand-held close-up. You can use a flame bar in the corner, put up some large Maxi Brutes for a fire effect in broad daylight, use lots of practical smoke, and shoot when there’s no direct sun. All of that will free up Production to invest more for the handful of large CG fire shots that are needed. And Pixomondo, who was the only VFX vendor on the show, did a fantastic job. We did the opposite of my comic-book franchise experience, which is usually ‘shoot everything clean and add the effects in post.’”

Company 3 Colorist Sean Coleman, who is based in Los Angeles and has worked on many of Lloyd’s projects, says that “taking the forest down to this smoky, desaturated place,” was

the main objective in the large fire scenes.

“We were always trying to bring down the brightness, bending out those lush forest greens to preserve that ominous feeling that a large fire was approaching,” explains Coleman, who cites one shot from the water as particularly memorable. “The camera is looking up at the surface, as David and the kids have to swim across the lake,” he recounts. “It’s got that strange collision of the warm light from the fire and the cool tones of the water, which make it special. Matt and I did a lot with color saturation and contrast in this film we don’t typically do, so keeping those rich blacks under control and in service to the story was different and fun.”

Per many other recent projects, the final color grade was remote due to the onset of COVID-19 just after production was completed. “We did a Rec.709 pass first, which is the opposite of how you work in features,” Coleman recalls, “with me at the Company 3 facility and Matt in his house. Matt was working off an iPad Pro, and he had my virtual feed – the latency’s less than a second, so it’s almost like we’re in the room together.”





Coleman adds that “we reversed the LUT on the Rec. 709, and I did a P3 pass in the theater. Our LUT’s and color science are so tight that going backward – from Rec. 709 to P3 – absolutely worked. Matt and I did the same process on *Robot and Frank*, so we had some history with it. He’s unlike any other DP I’ve worked with – very old-school in that he likes control of the image, but also totally collaborative and open to ideas. And Matt’s super proficient in any color space – we rendered out TIFF’s from the grades we streamed to his iPad, and then he’d re-grade those [in Adobe Lightroom]. He’s even taught himself Da Vinci Resolve to do color passes on

his own time!”

Lloyd says he’s had such a “variety of experiences” with Coleman, “the shorthand we have together is super productive. I tend to spend a lot of time building the CDL’s in dailies, usually with the DIT,” he adds. “That way Sean can get a first pass out to the director and producers early, so there are no surprises down the line. It’s quick and fluid when you have a long-standing relationship with one colorist.”

**As to the benefits (and challenges)** of shooting in protected wilderness, Oyelowo says the story, originally set in Montana, needed

locations that conveyed a “sense of magic and adventure” without having to create that feeling in post. “After looking at images from all over the U.S.,” he describes, “I felt the Pacific Northwest was truly unique. The moss-covered trees, the translucent greens, and these rocks that feel like they’ve been thrown down by ancient orcs are hard to beat.

“I also liked that not a ton of movies had been shot there,” he adds. “*Stand By Me* and *Twilight* are two that come to mind. But the Oregon Film Council is quite judicious in the projects they let in, and to have them be so amenable to us was huge. Also, the local crew is second to none – from Lawrence Bennett, an





**“WE WERE CAREFUL TO SEND OXYGEN TO THE BIG [TRAILER] MOMENTS...AND TO HAVE COLLABORATORS LIKE MATT, WHO HAVE WORKED ON A MUCH BIGGER SCALE AND KNOW HOW/WHERE TO DIRECT RESOURCES.”**

DAVID OYELOWO



Oscar-nominated production designer, to Ime Etuk, our First A.D. – Oregon’s crew base is so deep and skilled.”

That Pacific Northwest magic comes into play in two standout scenes – early on when Gunner and Jo mistake falling ash for “snow in July,” and a bit later when a band of wild horses (racing to escape the fire) chases the teens through the forest. Of the “snow in July” scene, Lloyd is quick to praise Steadicam Operator Moriarty, noting that “the whole middle of the film is basically a day exterior walk-and-talk, and the challenging work Matt did cannot be overemphasized.”

Moriarty says the “snow” sequence needed

a feeling of wonderment. “Steadicam was a great tool to get into the world of these kids,” he says, “slowly wrapping around them as they experience these mysterious particles dancing in the air.” Lloyd adds, “we couldn’t get in a jib because it was a quarter-mile hike uphill. So we used a Matthews MAX Menace Arm, which the grips use a lot for lighting, and put on a Mo-Sys two-axis remote head. That gave us this kind of DIY jib move for the high shot looking down on the kids as the ash is falling.”

“Kids see ash falling and inherently believe it can be snow in July,” Oyelowo observes, “so it was essential to see these scenes from their perspective. The shot was inspired by

that beautiful moment in *The Shawshank Redemption* with Tim Robbins looking up at the sky and the rain falling. The ash was actually flakes made of corn, and we had to pause each time Lonnie needed the flakes flushed from his eyes.”

Moriarty’s contributions on the horse stampede were equally essential.

“Obviously the kids can’t be put in front of racing horses,” Lloyd explains. “And to green screen them for a few hundred yards through the woods would have been extremely difficult. Fortunately, Oregon has some of the best animal wranglers I’ve ever seen. New Mexico, Texas, Alberta – all major horse locations I’ve







# THE WATER MAN

## OFFICIAL TRAILER



shot – and the wranglers in Oregon are right up there with the best. They had about 15 horses moving in unison, at speed, with the stunt doubles riding bareback upfront. Matt and the grips came up with this great rig where the kids would be running (in place) on the back of an electric car, safely harnessed, with the horses off to the side. The lead and follow shots Matt did on the e-car were amazing. Other than some rebuilding of the path and tiling of the horses, there was very little VFX augmentation required.”

Moriarty remembers Oyelowo gathering “our little core group to express this sense that we all owed the sequence something more than we’d given it up to that point. I smiled, sensing where he was going since we’d already embraced this language of putting the audience in with Gunner through thick and thin. I said: “You mean like be right in Gunner’s face with the horses behind him?” And David was like “Yes! How on earth do we do that?”

Key Grip Sean Devine and his grip team built a “shark cage” barrier around Chavis at the back of the electric cart, giving Moriarty “a bit of room to pan and tilt before I saw the rigging,” he adds. “We strapped Lonnie in front of my lens and I spent a few minutes working out a convincing ‘fake run’ with him, which I helped with a little extra camera shake, and

working out the cues where I yell ‘look’ and he quickly looks back at the horses.

“Next thing we know,” Moriarty continues, “we’re in the middle of the path and the stampede is barreling down on us. I yell ‘go’ into the headset and we start flying down that path. On the first take the horses came right up to the barrier and paced our car, four or five abreast, with Lonnie flapping his arms with real terror on his face – yet completely safe inside his mobile shark cage. The [sequence] was a great lesson in why camera crews need to invest a lot of energy in being good on take one, because those horses didn’t come nearly as close to the shark cage on subsequent takes.”

Oyelowo says one lesson learned from the larger-budgeted projects he’s been involved with is the importance of such “trailer moments” to entice people into the theater. “Like the train scene in *Stand By Me*, when your heart is in your mouth,” he says. “Not only are you invested in the characters, but you’ve been taken on a journey. We were careful to send oxygen to those moments in *The Water Man* – the horses, the big fire burn, the log crossing over the river – and to have great collaborators like Matt, who have worked on a much bigger scale and know how and where to direct your resources.”

As to what makes the actor-director hyphenate unique, Oyelowo adds: “If you’ve been blessed to have a long career, like Ron Howard, for example, you’ve already been on more sets than many highly experienced directors have. Being able to see so many other directors, cinematographers, production designers, costume and makeup heads at work – I’m on my third film in less than a year right now – is the best film school imaginable. The trick is you have to always pay close attention and ask a lot of questions.”

Lloyd says the night campfire scenes, when Gunner and Jo enter the forest, are stellar examples of what can be accomplished with limited resources and an experienced local crew. “The nature of our locations would never have allowed us to do those scenes night for night,” he concludes. “So we used black tenting over the action, with large Maxi Brutes on dimmer boards, coming from the same direction as the on-camera campfire. You can then iris-down the camera, and those large Tungsten units, which overwhelm the ambient light and look like a forest fire raging to your eyes, will appear as soft blue moonlight, with a lighting ratio that will look correct for night. Challenges that appear on paper to be overwhelming become solvable problems with the right people and mindset.”





## LOCAL 600 CREW

**Director of Photography**

Matthew J. Lloyd, ASC, CSC

**A-Camera Operator/Steadicam**

Matt Moriarty, SOC

**A-Camera 1st AC**

Kyril Cvetkov

**A-Camera 2nd AC**

Michael Crockett

**B-Camera Operator**

Philip A. Anderson, SOC

**B-Camera 1st AC**

Jerry Turner

**B-Camera 2nd AC**

Patrick LaValley

**DIT**

Sean Rawls

**Digital Utility**

Jasmine Karcey

**Still Photographer**

Karen Ballard, SMPSP

**DRONE UNIT**

**Drone Operator**

Mikel Cook

**Drone 1st AC**

Justin O'Shaughnessy

**Drone 2nd AC**

Danielle Eddington





LLOYD SAYS HAVING TO MOVE "A LOT OF GEAR BY HAND" INTO AND OUT OF PROTECTED WILDERNESS AREAS WHERE NO VEHICLES WERE ALLOWED, "MEANT THE LOCAL KNOWLEDGE OF OUR OREGON-BASED TEAM WAS ABSOLUTELY KEY."