

Setting Background Action - Fast, Good, Cheap - Pick Three  
How and Why I Did What I Did setting background action as a Key 2nd Assistant Director in  
Episodic Television  
by Robert Mendel

This is a Pass-Along document designed to instruct 2nd ADs in the theory, technique and practice of setting background action effectively based on my own experience and using examples from videos online available for free viewing.

DOCUMENT FOR ACQUAINTING NON-PROFESSIONAL "EXTRAS" WITH THE DAY'S  
DETAILS:

"WHAT'S AN EXTRA?"

WELCOME TO "(NAME OF PRODUCTION)"

What's an "Extra?" In Hollywood they're also called "background players" and "atmosphere," which gives a better sense of your function. We need to create a believable world populated by persons going about their business as they would in everyday live, to create an 'atmosphere' and 'background' of activity for therein characters. They have lines and you don't, but you're all actors. Since we need a believable world, you are encouraged to pay no attention to the presence of our cameras, follow the instructions of the Assistant directors with regard to your actions as closely as possible, but at the same time, Enjoy Yourself. Create a character for yourself - someone who is happy or sad, busy or unhurried. By projecting an internal motivation for your character you not only will enjoy your time working, but you will also insure that the filmed scene looks real on film!

THE VOUCHER

On the (describe the voucher's appearance, i.e. "the pink & white triplicate form - "EXTRA TALENT VOUCHER") please fill out the following information ahead of time:

- 1) Print your full name
- 2) Where it says "Show" write "(NAME OF PRODUCTION)".
- 3) Fill in "work date" with today's date.
- 4) On the next line write your S.S.N & your Phone Number.
- 5) Where it says "Production Co." write (NAME OF PRODUCTION CO.)
- 6) Where it says "Part" write "Extra."
- 7) Fill in beneath "Please complete Information below:"
  - a. Marital status
  - b. Deisire number of exemptions
  - c. Address
- 8) Be sure to sign & Date the Bottom.

We will fill in everything else. You will be paid according to the information on the Voucher with a check which will be mailed from our production office.

## GENERAL PROCEDURES:

When not on the set, you will be assigned to a general area to wait until you are called upon to work. Coffee, water and restrooms will be available. Please go only where and when told, and stay in the designated areas -- it's the only way we can find you! Assistant Directors ("AD's") will be the ones working with you the set. They are: (NAME OF 1ST AD, NAME OF 2ND AD'S). If you MUST leave the set or holding area at any time, please let (NAMES OF 2ND ADS) know.

At the beginning of each day, the AD's will send you to the wardrobe people at their truck. Bring two or three choices of outfits from home that are appropriate to the season we will be filming. You will be told in advance whether it is winter, Spring, Summer, Fall, or a Holiday Season. by bringing several choices of seasonal wear with you, our wardrobe people can choose the best looking outfit for the film. Or you may be loaned articles of wardrobe by our wardrobe department. If so, you will be asked to surrender your voucher until you are dismissed from the set, have changed clothes, and returned the borrowed items. Otherwise keep your voucher with you at all time.

-----ON THE SET-----

## THINGS YOU'LL HEAR ON THE SET:

This is what you'll hear shouted throughout the day:

"QUIET" - This is important. Quiet means SILENCE!

"ROLLING" - The camera is turned on, photography begins

"BACKGROUND" - Your cue to do what the AD's have shown you

"ACTION" - The actors' cue to do heaven - knows - what

"CUT" - The camera is turned off, all action ceases.

THIS IS FOLLOWED BY "print," MEANING IT WAS A GOOD SHOT OR "TAKE," OR "ONCE AGAIN - BACK TO NUMBER ONE!," which means we'll do it over again from the beginning. (We do that a lot). Don't assume anything until you've been dismissed from the set by an AD. DON'T WAIT TO BE TOLD TO GO BACK TO NUMBER ONE - DO IT AUTOMATICALLY! You may also hear "Hey, stop looking into the lens already!" This is a self-explanatory no-no. You'll look bad, we'll look bad.

Thanks for your time & interest! We know you will enjoy your experience!

## SHOTS TUTORIAL:

[Twenty Bucks \(movie 1993\) - ENTIRE FILM available on Netflix](#)

**NOTE: THIS WAS EMMANUEL "CHIVO" LUBEZKI'S FIRST INTERNATIONAL FEATURE FILM 1993 (THE ONLY CINEMATOGRAPHER IN HISTORY TO WIN 3 BEST CINEMATOGRAPHER**

AWARDS 3 YEARS IN A ROW)

## OPENING SCENE: (Linda Hunt as a homeless woman discovers a "lucky" 20\$ Bill on the street)

This sequence was shot in one day with non-professional extras in Minneapolis, with minor cast and extras (on summer vacation) employed.

(after opening stock shot montage establishing City and Streets / armored car - voice over radio announcer says the lottery has hit a record \$14 million dollars - Linda Hunt will use the \$20 bill to try and win the lottery, but the \$20 bill is taken from her).

SHOTS IN SEQUENCE:

1- woman takes bill from atm

### Woman takes bill from ATM - street extras cross behind her as she steps to the curb. (1:22 - 1:35)

2- woman turns from atm - businessman crosses L-R behind her as she turns and takes first step away from atm

3- woman takes 4 steps L-R and a family is seen behind her crossing R-L. Dad is paused waiting for mom and kids. An additional woman follows the family R-L (woman starts juggling wallet with \$20 sticking out and real baby).

Man crosses L-R and takes her place at ATM. - Father is facing Screen Right - waiting for family to join him. He will spin and lead them R-L.

### Father and Family - Mom and brother and sister - exit R-L- Camera in curblane tracks with Lady holding wallet and \$20 Bill.

TECHNIQUE NOTE: Since we only had a few kids other than principals on the call, I like to use them TOGETHER as their appearance will be but momentary, and by having them together it increases the chance of the KIDS being registered mentally as KIDS to the audience, instead of "blip crosses." by having a Dad planted on the sidewalk, I insure that that portion of the background will be occupied as the camera takes off from the ATM at an unpredictable speed. The Father extra was instructed to watch the camera and when it was about to be on him to spin to lead his family off screen.

d) Lady w/ handbag crosses behind our lady R-L following family.]

TECHNIQUE NOTE: I wanted another large purse on the same plane as our lady's purse to sell that this is just a random lady dropping her \$20 bill on a busy street - it could have been anybody. By not having the only purse in the shot, our lady seems more randomly selected.

4- 2 "busquers" are placed against a wall - one seated wearing sunglasses, one pretending to play a harmonica and leaning against a wall. A man stands next to them keeping time, watching them.

5- as camera and woman walk - a blurry foreground person planted on the curb is passed, then a mailbox, and third another person.

6- a man in suit crosses R-L in background just before the third person in foreground is seen

7- a man in light colored jacket crosses L-R in background just after third person in foreground is seen

Planted against the building, some "Busquers" - One playing Harmonica and leaning, the other seated rhythmically snapping his fingers, and a 3rd guy observing/listening to their Screen R, also keeping time. .

TECHNIQUE NOTE: I wanted to populate the shot with plenty of extras but knowing it was a dolly shot at real "brisk" walking pace, it was cheap insurance to have planted extras against the building wall. I gave them purpose by making them street entertainers and an observer - which took up 3 bodies'-width of space. Plus it gave the sound post production a motivator for some harmonica sounds to go with the opening shot's score, livening up the mood and 'cacophony' of the street. Not seen is the rhythm guy's begging hat on the sidewalk. I told him to wear his shades, which provide dark contrast to his white face and suggest he might be a blind beggar. Plus I told the two guys "keeping time" to really over-do it with the arm and hand movement to animate the shot. It's important to be very specific, even showing them what to do, demonstrating with your own hands to let them see what you are talking about.

Foreground cross - Inanimate object / pole. There was a prop mail box placed in foreground immediately after the pole. . The lady is reaching to put her wallet in her back pocket while juggling her (real) baby.  
A WOMAN foreground R-L cross happens immediately after the newspaper box.

The title sequence showed a busy city sidewalk crowded with people, and the first thing the camera does is FOCUS ON THE \$20 BILL which will be the point of the whole movie - to follow the \$20 bill wherever it goes, with whoever touches it.

As the lady and camera reach the corner of the building, she will drop the \$20 bill as she steps off the curb.

8- cut to insert of \$20 falling out of wallet as woman tries to put it in her back pocket. There are extras behind in motion with camera

9- insert of \$20 on street grate falling to ground and buffeted by breeze

Closeup insert on pants pocket on same camera axis featuring the \$20 bill being dropped. (1:36)

i) Closeup insert on \$20 bill floating loose on street grate (filmed later) (1:37-1:40)

10- cowboy closeup of Linda Hunt as homeless woman brushing teeth on sidewalk (same sidewalk as woman who dropped \$20) - she sees the \$20 bill.

11- \$20 bill in street blown by wind - orange convertible crosses R-L. white car R-L crosses behind \$20 bill which comes to rest in the middle of the street

Linda Hunt shot clean and without any background. She's clearly established LOOKING across the street with no distractions in the frame.

k) 20\$ bill being buffeted by traffic breeze caused by moving cars in street. (1:44-1:46) (1:50-1:51) (1:57)

12- Two seated girls on rollerskates on sidewalk see the \$20 in the street

Kids Spying \$20 bill in street (1:47-1:50) (1:54-1:56)

TECHNIQUE NOTE: A simple piece of business. A cutaway shot of two kids spotting the \$20 Bill - This sets up the competition for the \$20 bill between Linda Hunt and the kids. In the script, they race to grab it out of the street where it is being buffeted by the wind. Notice that the girls are on roller skates. I set a pair of foreground crosses and gave the girls their eyeline. At the moment of the first cross, I cued the girl to point on her eyeline and the 2nd girl to look where she was pointing, and immediately I cued the second cross L-R to provide the cut point.

13- A boy on a skateboard, paused on sidewalk sees the the \$20 in the street

Two kids and 1 skateboarding boy, in separate cuts, react to the \$20 bill loose and available to be claimed in the street. (1:56-1:57)

16- The Two girls get up from sidewalk and head toward street to get \$20

17- Boy on Skateboard takes off toward street to get \$20

TECHNIQUE NOTE: The geography of where the bill is in the street in relation to Linda Hunt (on the opposite side of the street from the lady who dropped it) is cheated to camera. The kids have been barely established moments before these cutaways of them reacting to the bill and getting on the move. These shots were staged as quick cutaways and the extras for the foreground crosses were placed exactly in the spots to be effective in the lens for the key moment of the kids starting to move.

The lady in the flowered shirt and white pants was deliberately placed in both shots to show the simultaneity of when the kids were taking off on the move - one shows her front, the other shows her back. NOTICE the mis-match! the flowered shirt lady is seen crossing in front of the boy before she re-appears to approach him a moment later! (This is the danger of using "matching" background -- an editor once advised me to 'mix it up' while matching and remove glaring / brightly clothed extras from the 'matching' shots to give him options in grabbing 'extra')

shots. If I had had more time, I would have done alternate versions of the kids shots with varying background, but the editors used what they got, as we were on a dead run making this sequence!

The boy and the girls are coming from two different points and triangulating with Linda Hunt, who is also on the move. In a moment they will converge in the street.

I put an abundance of foreground extras for these cuts because the editing of the split second cutaways is enhanced with an abundance of movement in the frame - cutting on motion makes for greater fluidity in the edit. Having those extras PRE-SELECTED for these cutaways was not essential, but I made sure to use people who had not appeared in any shots prior to this moment. I could re-use them afterwards for anything, since the shots were so quick they couldn't be recalled.

14- Insert of \$20 being blown by blue car driving over it R-L. It comes to rest again in the street but now in the opposing lane of traffic

15- MCU of Linda Hunt spitting out toothpaste, carrying styrofoam cup, looks toward \$20 and takes a step toward the street

18- Insert of \$20 bill in closeup on street.

19- Wide shot of Linda Hunt beside fire station, stepping toward the street toward \$20. A pickup truck in foreground crosses her (the rear tire of the truck will stick to the \$20 bill, taking it for a ride)

20- Linda raises her hand and yells at the truck

21- Insert closeup of rear tire picking up \$20 bill from street

## Linda Hunt steps toward curb - truck does foreground wipe R-L (1:58)

TECHNIQUE NOTE - We had a fire station which was actually a firehouse/museum with a working old fire truck. This shot used a foreground truck cross to let Linda step forward and we also caught a glimpse of the fire truck in the fire station.

### Detailed Notes on the Design of Background for this shot:

a) This is the opening shot of the film and the intention was to reflect a very busy city sidewalk where the distracted and overloaded actress would be walking among a crowd on a busy sidewalk while trying to pocket a \$20 bill she just grabbed out of an ATM. She walks 14 steps and drops the \$20 bill when stepping off the sidewalk at the corner to cross the street. A Homeless person will immediately find the \$20 Bill in the next shot, so I designated some "street persons" to be planted on the sidewalk ("Busquers" and a seated homeless man on the sidewalk) to subtly foreshadow the presence of that class of person in the vicinity.

### The Extras:

\* Husband facing camera Right, waits for wife and children to join him R to L, he turns and walks with them. - When staging children, I try to "group" them - use two or more kids together rather than have them cross individually w/ a "parent," Their density - two bodies -

makes more of a momentary visual impact than kids crossing individually, IMHO.

- \* Street "Busquers" are planted against wall in the direction of camera movement - L to R - one squatted low, one feigning harmonica playing. (motivates possible use of atmospheric incidental music in BG. One street atmosphere stopped, listening.

- \* R to L Background cross after family.

- \* L to R background cross - Rushing - overtaking actress in foreground.

- \* Camera tracking in curblane (closed street - complete closure for the company's work); Postbox passes foreground.

- \* R to L Background cross after postbox - timed to not occur during foreground postbox cross. \* R to L Foreground cross cued to occur when actress reaches for back pocket.

Designed to provide for an edit out of the shot on foreground movement, if required, because 20\$ bill will be seen to be dropped from area of back pocket.

- \* R to L background Cross immediately after L to R foreground cross to assist in helping the cut on the moment of "dropping" the 20\$ Bill.

- \* Seated "street person" planted at corner of building. Deliberately placed to fill BG in the lower portion of the frame, which is composed to feature the pants pocket of the actress, who drops the 20\$ bill while juggling baby and bags.

#### THE STREET PORTION OF THE SEQUENCE:

The \$20 bill is stuck to the tire of a passing truck, then falls off and Linda Hunt and the kids run out in the street, amid traffic, and Linda Hunt picks up the bill. She takes it up to the sidewalk, and the kids follow her. She reads the serial # of the bill and decides to play those numbers in the lottery.

Busy sidewalk stays active behind Linda Hunt throughout.

22- ("THE BIG SHOT") Camera on western dolly follows pickup camper truck with \$20 bill stuck to rear tire . Truck brakes to avoid colliding with road work obstruction, skidding. Camera on dolly overtakes truck. Camera pans back left toward rear of truck as \$20 bill falls off back tire - fire truck drives R-L out of fire station behind Linda Hunt and 3 kids in street heading toward \$20 bill. Linda throws styrofoam cup of toothbrushing water at kids to slow them down. She reaches the \$20 bill. She holds it up, yells "yes!" and moves R-L toward opposite sidewalk. Van approaching from background R-L honks and stops momentarily to avoid hitting her. Linda Hunt arrives at sidewalk and van continues R-L through foreground.

Opposite sidewalk in background stays populated and busy while truck is overtaken by camera on track. EFX man inside truck uses a scraper reached through a hole in the bed to scrape the \$20 bill off the tire on a cue so that it will fly off into the street.

Fake street construction Red pickup with materials blocks view of intersection and other sidewalks (which we didn't have extras to populate).

Note - The fire truck exits on a cue behind the kids who have been "cheated" to this side of the street in the background to "chase" Linda Hunt to the \$20 Bill. The girls' looks to the \$20 bill while seated on the sidewalk were R to L and the Boy with the skateboard looked L- to R. By this point they have left their stationary spots and have been 'reset' to the 'chase mode.'

The fire truck stopped in the middle of the street (for no real reason, other than to provide a nice background to the moments of picking up the \$20 bill).

Linda Hunt heads to the sidewalk with the \$20 bill. (This sidewalk is actually where the kids were shot in their stationary positions! We moved them across and down the street to get the "chase mode" shot). A VAN stops and honks then continues through the shot as a foreground crossing element as Linda Hunt hits her new mark on the sidewalk.

The scene was kept extremely busy with background crosses during Linda's entire long speech.

Foreground van crosses Linda upon arriving at sidewalk with the \$20 to provide for an editorial cut point to re-set the scene before Linda starts her long speech to the predatory kids.

23- Cowboy closeup of Linda Hunt on sidewalk holding \$20 bill. Kids arrive around her from behind camera both L and R. Couple of background cross in behind her L-R. (gentleman turns while looking back at Linda Hunt). Trotting Man crosses background L-R

24- Reaction shot reverse of OTS of Linda to 2 girls. An extra crosses R-L on the cut right behind them

25- Closeup of Linda between OTS's of kids. Male extra crosses R-L on the cut. Woman crosses L-R after Linda's line. Foreground cross wipes frame R-L. Couple of extras cross in background R-L after FG wipe.

The kids join her on the sidewalk -- lots of background crosses throughout. Lined them up like a "pez" dispenser on both sides and gave them hand signal cues when to leave, cross, turn around, and watch for another cue to come back, but with a different partner (if necessary)

Foreground crosses were speckled in - very tight to lens - in order to keep the scene feeling like its happening on a crowded sidewalk.

26- Insert of \$20 bill serial number in Linda's dirty hand

27- Closeup of Linda reading serial number aloud. Woman crosses R-L in BG. Man crosses L-R next.



28- Hyper closeup insert of serial number on \$20 bill

29- Closeup over a Piece of girl's blurry shoulder in Foreground of Linda reading serial number - Man crosses R-L in BG on cut. 2nd man crosses R-L in BG. Man crosses L-R in BG. Woman crosses R-L in BG. Trotting boy crosses L-R in BG. Affectionate couple crosses R-L in BG. Woman crosses L-R in BG. Woman crosses L-R in Bg (cut on movement)

30- Closeup insert mini montage of Andrew Jackson's face & 2 details on \$20 bill.

31- Closeup of Linda looking at \$20 bill . Redheaded woman is crossing L-R in BG on the cut. Man crosses R-L in BG. Man crosses R-L and shot cuts on his movement.

32- Insert closeup of \$20 bill being held up to sky by Linda.

33- MCU of Linda holding bill up, Skateboard principal Kid zooms in R-L and grabs the \$20 bill from the homeless woman Linda. Camera dollies R-L through girls standing in foreground. Linda gives chase R-L on sidewalk carrying toothbrush. Woman extra in blue coat R-L is overtaken by her.

34- Blurry trash on sidewalk in foreground is dollied past by camera, revealing skateboard with kids feet turning corner R-L. Extra with purse crosses foreground on the turn L-R countering movement. 2nd extra crosses L-R immediately behind. Man seated against bldg. wall on sidewalk in BG. Girl in miniskirt carrying shopping bags and purse counters L-R from background as kid on skateboard turns right into store doorway. Women are window shopping in background. One woman bends at the knees as boy enters store (shot is low - no heads seen on anyone).