

JOHN C. FOX
FENWICK & WEST LLP
Two Palo Alto Square, 7th Floor
Palo Alto, California 94306
(650) 858-7144

FILED
MAR 2 10 13 AM '01
BY [Signature]

Special Counsel for Geneva Steel Company

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

In re:		Bankruptcy Case No. 99C-21130
GENEVA STEEL COMPANY,		(Chapter 11)
a Utah corporation,		
Debtor.		

**FINAL APPLICATION OF FENWICK & WEST LLP FOR COMPENSATION
AND REIMBURSEMENT PURSUANT TO 11 U.S.C. § 330 FOR THE PERIOD
OCTOBER 1, 2000 THROUGH JANUARY 3, 2001 AND FINAL APPROVAL
OF ALL COMPENSATION FOR FEES AND EXPENSES FOR THE
PERIOD FEBRUARY 1, 1999 THROUGH JANUARY 3, 2001**

Fenwick & West LLP, special counsel to Geneva Steel Company (the "Debtor") for employment-related services, pursuant to 11 U.S.C. § 330, Federal Rule of Bankruptcy Procedure 2016, and the Fee Guidelines of the United States Trustee, submits this final application (the "Application") for allowance and payment of: (1) compensation in the total amount of \$9,760.50 for services rendered, and (2) reimbursement in the total amount of \$2,191.72 for expenses incurred, from February 1, 1999 through January 3, 2001 (the "Application Period").

1174

I. INTRODUCTION

A. Case Background

1. The Debtor owns and operates the only integrated steel mill operating in the western United States, located approximately 45 miles south of Salt Lake City in Vineyard, Utah County, Utah. The Debtor manufactures steel products for sale primarily in the western and central United States.

2. On February 1, 1999 (the "Petition Date"), the Debtor filed a petition for relief under chapter 11 of the Bankruptcy Code. Since the Petition Date, the Debtor has operated its business as a debtor in possession pursuant to the Bankruptcy Code.

3. The Debtor has sufficient available funds to pay administrative expense claims in this case. All quarterly fees due to the United States Trustee have been paid, and the Debtor is current in the filing of its monthly reports.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Fenwick & West LLP's Employment

1. On September 13, 1999, the Debtor filed an application (the "Employment Application") seeking approval of its employment of Fenwick & West LLP as special counsel in this bankruptcy case. The Court entered an order on October 14, 1999 (the "Employment Order") approving the Debtor's employment of LeBoeuf, Lamb, Greene & MacRae.

2. Fenwick & West LLP has received a \$5,000 retainer in this case. Fenwick & West LLP applied this retainer to the approved balance (\$3,904.80) specified in the First Application of Fenwick & West LLP filed November 13, 1999, and which balance (\$3,492.50 in fees and \$412.30 in expenses) was approved by this Court on January 31, 2000. On March 14, 2000, the Court approved \$709.25 as payment for fees (\$621.50) and costs (\$87.75) specified in the Second

Application of Fenwick & West LLP filed on March 13, 2000. Fenwick & West LLP applied this amount of \$709.25 against the retainer. The balance of the retainer is now \$385.95. On February 7, 2001, the Court approved \$4,428.13 as payment for fees (\$4,322.50) and costs (\$105.63) specified in the Third Application of Fenwick & West LLP filed on November 14, 2000. Fenwick & West LLP applied \$385.95 against the retainer. The retainer now has a zero balance. Of the total of \$4,428.13 payment approved by the Court, \$4,042.18 remains unpaid.

3. All services performed and expenses incurred for which compensation or reimbursement is sought in this Application were performed or incurred for and on behalf of the estate and not for any other person or entity.

4. Fenwick & West LLP has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

5. Fenwick & West LLP has not made any agreements with the Debtor or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

II. PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

The present Application is the final application for compensation and reimbursement filed by Fenwick & West LLP in this case. The First Application (a copy of Fenwick & West's First Interim Fee Application is attached hereto as Exhibit A) was filed November 15, 1999 and sought fees and expenses which were approved by the Court, the second Application (a copy of Fenwick & West's Second Interim Fee Application is attached hereto as Exhibit B) was filed March 13, 2000 and sought fees and expenses which were approved by the Court, and the third Application (a copy of Fenwick & West's Third Interim Fee Application is attached hereto as Exhibit C) was filed on November 14, 2000 and sought fees and expenses which were approved by the Court to the extent described in paragraph I.B.2 above.

III. THE PRESENT APPLICATION

A. Billing Methodology

1. In this Application, Fenwick & West LLP is requesting compensation for services provided and reimbursement of expenses incurred during the entire Application Period, including fees and expenses previously approved by the Court on an interim basis pursuant to Fenwick & West's three interim fee applications, described above (covering the period from February 1, 1999 through September 30, 2000), and the period October 1, 2000 through January 3, 2001, (the "Current Period"). A summary of fees and expenses requested for the Current Period as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. Invoices detailing the services rendered and expenses incurred are attached hereto as Exhibit 2 (Invoice # 239064 dated October 31, 2000 for September 2000 services) and Exhibit 3 (Invoice #242191 dated December 31, 2000 for November 2000 services). A summary of the expenses incurred is attached hereto as Exhibit 4. Summaries of fees and expenses for the period February 1, 1999 through September 30, 2000 are attached to Fenwick & West's prior interim applications, which are attached hereto as Exhibit A through Exhibit C.

2. Fenwick & West LLP's services in this case are billed on an hourly-rate basis, consistent with customary charges by comparably skilled practitioners in non-bankruptcy cases.

3. In rendering services and incurring expenses on behalf of the estate, Fenwick & West LLP makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Fenwick & West LLP attorneys providing service on behalf of the Debtor during the Application Period are detailed in the professional resumes attached hereto as Exhibit 5.

5. Given the education, experience, and expertise of the Fenwick & West LLP attorneys rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Fenwick & West LLP typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate During Current Period

1. During the Current Period, Fenwick & West LLP has rendered services to the estate for which it seeks compensation in the total amount of \$1,483.45. Such services are fully detailed in the monthly invoices attached hereto as Exhibit 2 and Exhibit 3.

2. Fenwick & West LLP has categorized the time spent performing services for the estate into several different project categories. Each invoice contains a chronological listing of tasks performed in each project category in which services were performed during the billing period covered by the invoice. The total amount billed by Fenwick & West LLP for each project category during the Current Period is as follows:

<i>Matter Name</i>	<i>Amount</i>
General Employment Advice	\$1,483.45

C. Summary of Services in Each Project Category During Current Period

A summary of the nature of each project category, the names, billing rates, hours spent, and total billed for each Fenwick & West LLP professional and paraprofessional in each project during the Current Period, and a synopsis of the work performed during the Current Period in each project category, is provided in separate paragraphs below.

1. General Employment Advice

a. This project category is for general employment counseling/advice with respect to employment and reduction in force issues, reviewing standards in the termination agreement, EEO charge and in defense of the claim of E. Olumanti.

b. During the Application Period, the following Fenwick & West LLP professionals and paraprofessionals provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Shawna M. Swanson (SMS) (Effective October 2000 her rate became \$290/hr)	Senior Associate	\$275	0.2	\$55.00
		\$290	1.1	\$319.00
John C. Fox (JCF)	Partner	\$475	2.0	\$950.00
TOTAL HOURS			3.3	\$1,324.00

c. The services were necessary and the estate benefited from such general employment counseling/advice with respect to employment and reduction in force issues, how to handle the EEOC charge and in defense of the claim of E. Olumanti.

F. Summary of Services During Entire Period

Summaries of the services performed by Fenwick & West for the entire period by project category are attached to the Fenwick & West's interim fee applications, which are attached as exhibits to Exhibit A through C.

E. Reimbursement Of Expenses During Current Period

1. During the Application Period, Fenwick & West LLP incurred actual and necessary expenses in the total amount of \$159.45 in connection with the professional services rendered to the estate. A summary showing the breakdown of total expenses by project category and by type of expense is attached hereto as Exhibit 4. Details of the expenses incurred each month are included in the invoices attached as Exhibit 2 and Exhibit 3 hereto. Fenwick & West LLP keeps in its files appropriate detail, including receipts, invoices, reimbursement vouchers, and other supporting information concerning the expenses incurred in this representation, and that information is available for review upon request.

2. The expenses incurred by Fenwick & West LLP for which reimbursement in this Application is sought are consistent with the U.S. Trustee Guidelines and the rules and orders applicable in this case.

F. Reimbursement of Expense During Entire Period

Summaries of the expenses incurred by Fenwick & West during the period from February 1, 1999 through September 30, 2000 are attached hereto as Exhibit 6.

G. Summary of Interim Payments Made

1. No interim payments have been made after January 31, 2000.

2. Fenwick & West LLP seeks to have its fees and expenses allowed in the full amount set forth in this Application. The retainer now has a zero balance. During the period covered by this Application, Fenwick & West LLP has not submitted invoices under Administrative Order.

3. Fenwick & West LLP understands that if the funds paid by the estate on periodic invoices are in excess of the amount of compensation or reimbursement of expenses allowed in this Application, Fenwick & West LLP will credit such excess amount against compensation or reimbursement of expenses sought in future applications.

H. Certification

Fenwick & West LLP hereby certifies that the Debtor has reviewed the invoices for the Application Period that are a part of this Application, and has no objection to allowance of the fees and expenses requested herein.

IV. FINAL APPROVAL

Fenwick & West LLP requests final approval of all compensation for fees and expenses incurred from February 1, 1999 through January 3, 2001. This request for final approval includes all fees and expenses previously approved by this Court under the First, Second and Third Applications,

which are attached as Exhibit A, Exhibit B and Exhibit C, respectively, and the request set forth in Item III above, which are summarized below, as follows:

Exhibit	Application Date	Fees	Costs/Expenses	Total
Exhibit A	First Application filed on Nov. 13, 1999	\$3,492.50	\$1,838.89	\$5,331.39
Exhibit B	Second Application filed on March 13, 2000	\$621.50	\$87.75	\$709.25
Exhibit C	Third Application filed on Nov. 14, 2000	\$4,322.50	\$105.63	\$4,428.13
This Application	Final Application filed on March 2, 2000	\$1,324.00	\$159.45	\$1,483.45
	Total	\$9,760.50	\$2,191.72	\$11,952.22

Fenwick & West LLP hereby requests that the amount of \$3,492.50 for services rendered from March 1999 through September 1999 be approved; that the total costs of \$1,838.80 incurred from March 1999 through September 1999 be approved as previously submitted in its First Application (see Exhibit A); that the amount of \$621.50 for services rendered from January 2000 through February 2000 be approved; that the total costs of \$87.75 be approved as indicated in its Second Application (see Exhibit B); that the amount of \$4,322.50 for services rendered from March 2000 through September 2000 be approved; that the total costs of \$105.63 be approved as indicated in its Third Application (see Exhibit C); and that the amount of \$1,324 for services rendered from October 2000 through December 2000 be approved; and that the total costs of \$159.45 be approved as submitted in this Final Application (Exhibit 2 and Exhibit 3). Furthermore, Fenwick & West requests that the total amount of \$11,952.22, representing total compensation for fees (\$9,760.50) and costs (\$2,191.72) be approved and awarded in this Final Application.

WHEREFORE, Fenwick & West LLP prays:

1. That payment of compensation and reimbursement be approved and awarded to Fenwick & West LLP in the total amount of \$11,952.22 which includes \$9,760.50 for professional services rendered and \$2,191.72 for expenses incurred from November 1999 to January 3, 2001.

2. That compensation and reimbursement be awarded to Fenwick & West LLP in the total amount of \$1,483.45 which includes \$1,324 for professional services rendered and \$159.45 for expenses incurred during this Current Period;


3. That compensation and reimbursement be awarded to Fenwick & West LLP in the amount of \$4,042.18, the remaining unpaid balance for professional services rendered and for expenses incurred as submitted in its Third Application (see Exhibit C). The retainer has a zero balance as of the date of this application;

4. That such amounts be allowed as priority administrative expenses of the estate pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1); and

5. That the Debtor be ordered and authorized, pursuant to 11 U.S.C. § 330 to pay such amounts from the estate as set forth herein, subject to credit for amounts already paid by the estate for this Application Period, pursuant to and subject to the provisions of the Administrative Order.

DATED this 23rd day of February 2001.

Fenwick & West LLP

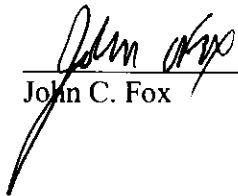


John C. Fox
Fenwick & West LLP
Two Palo Alto Square
Palo Alto, California 94306
(650) 858-7144

VERIFICATION

I hereby declare, under penalty of perjury under the laws of the United States, that the foregoing statements are true to the best of my knowledge and belief.

Executed this 23rd day of February, 2001.



John C. Fox

CERTIFICATE OF SERVICE

I certify that on March 2, 2001, a true and correct copy of the foregoing Application was served upon the following parties via U.S. First Class mail, postage pre-paid:

Dennis Wanlass
GENEVA STEEL COMPANY
10 South Geneva Road
Vineyard, Utah 84058

Mark C. Ellenberg
CADWALADER, WICKERSHAM & TAFT
1201 F. Street, N.W.
Washington, D.C. 20004

Stephen E. Garcia
KAYE, SCHOLER, FIERMAN, HAYS & HANDLER
200 South Wacker Drive, Suite 3100
Chicago, Illinois 60606

Steven C. Strong
LEBOEUF, LAMB, GREENE & MACRAE, L.L.P.
136 South Main Street, #1000
Salt Lake City Utah 84101

R. David Grant
PARSONS, BEHLE & LATIMER
One Utah Center
201 South Main Street, Suite 1800
Salt Lake City, Utah 84145

Weston L. Harris
PARSONS, DAVIES, KINGHORN & PETERS
185 South State, #700
Salt Lake City, Utah 84111

Laurie Crandall
Peter J. Kuhn
OFFICE OF THE UNITED STATES TRUSTEE
Boston Building
9 Exchange Place, Suite 100
Salt Lake City, Utah 84111-2709



EXHIBIT 1

SUMMARY OF FEES AND EXPENSES

Date	Invoice No.	Fees	Disbursements	Total
10/31/00	239064	\$55.00		\$55.00
12/31/00	242191	\$1,269.00	\$159.45	\$1,428.45
Total		\$1,324.00	\$159.45	\$1,483.45

GENEVA STEEL
 CLIENT NUMBER 18806

OCTOBER 31, 2000
 ATTORNEY: 0881
 INVOICE NO.: 239064

STATEMENT OF YOUR ACCOUNT AS OF: OCTOBER 31, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
03/23/00	226134	461.63	.00	461.63
04/19/00	227215	2,239.75	.00	2,239.75
05/16/00	228758	1,435.75	.00	1,435.75
07/11/00	234268	163.50	.00	163.50
09/30/00	237846	137.50	.00	137.50
				----- \$ 24622.54
CURRENT BILLING				55.00

CURRENT BALANCE DUE				24677.54
				=====

GENEVA STEEL
CLIENT NUMBER 18806

OCTOBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 239064

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

SHAWNA M. SWANSON

0.20 hours at \$ 275.00 =

55.00

55.00

GENEVA STEEL
CLIENT NUMBER 18806

OCTOBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 239064

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

55.00

55.00

GENEVA STEEL
CLIENT NUMBER 18806

OCTOBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 239064

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

09/19/00 SMS	EXCHANGED VOICE MAIL MESSAGES WITH CARRIE CASKEY RE TERMINATION AGREEMENT; REVIEWED TERMINATION AGREEMENT.	.20
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TOTAL FEES	55.00
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TOTAL FEES AND DISBURSEMENTS	55.00
	=====

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

DECEMBER 31, 2000
CLIENT NO.: 18806
INVOICE NO.: 242191

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		24,677.54
PAYMENTS APPLIED TO YOUR ACCOUNT		.00
BALANCE FORWARD		24,677.54
SERVICES RENDERED THROUGH: NOVEMBER 30, 2000		
FEES	1,269.00	
DISBURSEMENTS	159.45	
TOTAL NEW CHARGES THIS PERIOD		1,428.45
TOTAL BALANCE DUE		26,105.99

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

GENEVA STEEL
CLIENT NUMBER 18806

DECEMBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 242191

STATEMENT OF YOUR ACCOUNT AS OF: DECEMBER 31, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
03/23/00	226134	461.63	.00	461.63
04/19/00	227215	2,239.75	.00	2,239.75
05/16/00	228758	1,435.75	.00	1,435.75
07/11/00	234268	163.50	.00	163.50
09/30/00	237846	137.50	.00	137.50
10/31/00	239064	55.00	.00	55.00
				----- \$ 24677.54
CURRENT BILLING				1428.45 -----
CURRENT BALANCE DUE				26105.99 =====

GENEVA STEEL
CLIENT NUMBER 18806

DECEMBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 242191

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX	2.00 hours at \$ 475.00 =	950.00
SHAWNA M. SWANSON	1.10 hours at \$ 290.00 =	319.00
		1269.00

GENEVA STEEL
CLIENT NUMBER 18806

DECEMBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 242191

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

1428.45

1428.45

GENEVA STEEL
CLIENT NUMBER 18806

DECEMBER 31, 2000
ATTORNEY: 0881
INVOICE NO.: 242191

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

11/27/00 SMS	TELEPHONE CONFERENCE WITH NEAL KRIEPS RE NEW EEOC CHARGE; REVIEWED CHARGE AND SUPPORTING DOCUMENTS; REVIEWED DOCUMENTS CONCERNING GRIEVANCE PROCEDURE.	1.10
11/28/00 JCF	TELEPHONE CALL FROM L. JENSEN RE EPLI INSURANCE AND RE ARIZONA EEOC CHARGE; TELEPHONE CALL FROM L. JENSEN RE MEETING TOMORROW BY PHONE; REVIEW INCOMING FAX; DRAFT FAX MEMO TO L. JOHNSON.	.80
11/29/00 JCF	REVIEW AND MAKE NOTES RE E. OLUMANTI CHARGE; CONFERENCE CALL WITH L. JENSEN, N. KRIEPS AND C. RAMNITZ RE E. OLUMATI CHARGE.	1.20

TOTAL FEES 1269.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

PHOTOCOPIES	68.70
DOCUMENT PRINTING	69.75
FACSIMILE	21.00

TOTAL DISBURSEMENTS 159.45

TOTAL FEES AND DISBURSEMENTS 1428.45

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EXHIBIT 4

SUMMARY OF EXPENSES

Date	Invoice No.	Disbursement	Amount
12/31/00	242191	Document printing	\$69.75
		Photocopies	68.70
		Facsimile	21.00
	Total		\$159.45



Shawna M. Swanson

Senior Associate
Employment and Labor
Law Group

Phone: 650.858.7939

Fax: 650.494.1417

e-mail: sswanson@fenwick.com

Emphasis:

Employment Litigation

Employment Counseling

Recognizing, Investigating and
Remedying Harassment

Shawna M. Swanson is a senior associate in the Employment and Labor Law Group of Fenwick & West LLP, a law firm which specializes in representing high technology companies. Fenwick & West is headquartered in Palo Alto, California with offices in San Francisco, California and Washington, D.C.

Ms. Swanson has experience litigating wrongful termination and employment discrimination actions, including claims for race, age, sex, disability and sexual orientation discrimination and sexual harassment in state and federal courts. Ms. Swanson also litigates cases involving trade secrets and employee solicitation issues.

In addition to her litigation practice, Ms. Swanson provides advice to employers concerning personnel policies, wage and hour laws, EEO compliance, hiring and firing issues, trade secrets and reductions in force. Ms. Swanson also has presented numerous seminars to employers on various employment topics with a special emphasis on preventing and investigating claims of sexual and other harassment in the workplace.

Among the clients Ms. Swanson has represented are:

- Taos – The Sys Admin Company
- Snowball.com
- American Airlines, Inc.
- Symantec Corporation
- Los Alamos National Laboratory
- The Learning Company
- Gric Communications, Inc.
- Kmart Corporation
- HomeStore.com
- Transmeta Corporation

Ms. Swanson earned her J.D. with honors from Harvard Law School in 1993. She received her B.A. *summa cum laude* in political science and history from the College of Idaho in 1989. Ms. Swanson has been practicing labor and employment law in California since 1993.



John C. Fox
Chair
Employment and Labor
Law Group

Phone: (650) 858-7144
Fax: (650) 494-1417
e-mail: jfox@fenwick.com

Emphasis:

Employment Litigation

- Class Actions
- Individual Cases
- Wrongful Termination
- Trade Secrets
- Mediations
- Arbitrations

Employment Counseling

- EEO
- ADA
- Wage-hour/OT
- FMLA
- OFCCP
- Independent Contractors
- OSHA
- NLRA
- Sexual Harassment
- Section 132(a)
- California Labor Code

John C. Fox is a partner at Fenwick & West LLP, resident in its Palo Alto, California and Washington, D.C. offices. Mr. Fox chairs the Employment and Labor Law Group in the firm's Palo Alto headquarters in Silicon Valley south of San Francisco. He specializes in all facets of employment law, including litigation in the state and federal courts. He is an across-the-board employment lawyer representing private and public sector managements nationwide.

Mr. Fox was previously Executive Assistant to the Director at the Office of Federal Contract Compliance Programs (OFCCP), U.S. Department of Labor, where he was responsible for all enforcement and policy matters. Apart from drafting substantive employment discrimination guidelines at OFCCP, Mr. Fox was responsible for contacts with the Congress and other federal agencies and the White House. Prior to his appointment to the OFCCP, Mr. Fox was in private practice representing management in employment cases arising nationwide.

Some of the clients he represents include:

- American Airlines
- American Institutes for Research
- Chrysler Corporation
- The University of California
- Kmart Corporation
- Sandia National Laboratories
- The Mayo Clinic
- Zilog, Inc.
- Symantec Corporation
- Frito-Lay, Inc.

Mr. Fox lectures often and has published widely on a variety of employment law subjects. He is a member of the Advisory Committee to the National Employment Law Institute.

Mr. Fox practices in the state courts of California and the District of Columbia, and nationwide in the federal courts.

A Phi Beta Kappa *cum laude* graduate of the University of California at Riverside, Mr. Fox received the Dean L. Broadbent Award for outstanding contribution to the community and academic excellence. He earned his J.D. in 1976 at George Washington University National Law Center.

EXHIBIT 6

SUMMARY OF EXPENSES
(From February 1, 1999 through September 30, 2000)

Application Date	Invoice Nos.	Disbursements	Amount
First Application filed on November 13, 1999 (see Exhibit A)	207610, 211356, 213587, 216788, 218943	Photocopies, document printing, facsimile, Federal Express, Lexis/Nexus Research and travel	\$1,838.89
Second Application filed on March 13, 2000 (see Exhibit B)	223081, 224409	Photocopies, document printing, facsimile, Federal Express, telephone	\$87.75
Third Application filed on November 14, 2000 (see Exhibit C)	226134, 227215, 228758, 234268, 237846	Photocopies, document printing, facsimile, Lexis/Nexus Research, telephone	\$105.63
		Total	\$2,032.27

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Special Counsel for Geneva Steel Company

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

In re:

GENEVA STEEL COMPANY,
a Utah corporation,

Debtor.

Bankruptcy Case No. 99C-21130

(Chapter 11)

**FIRST APPLICATION OF Fenwick & West LLP
FOR INTERIM COMPENSATION AND REIMBURSEMENT
PURSUANT TO 11 U.S.C. §§ 330 AND 331 FOR THE PERIOD
[POST-PETITION DATE ON WHICH SERVICES BEGAN] THROUGH SEPTEMBER 30, 1999**

Fenwick & West LLP, special counsel to Geneva Steel Company (the "Debtor") for employment-related services, pursuant to 11 U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure 2016, the Fee Guidelines of the United States Trustee, and the Administrative Order of this Court establishing procedures for interim compensation and reimbursement in this case (the "Administrative Order"), submits this application (the "Application") for allowance and payment of: (1) interim compensation in the total amount of \$3,492.50 for services rendered, and (2) interim reimbursement in the total amount of \$1,838.89 for expenses incurred, for the period February 1, 1999 through September 30, 1999 (the "Application Period").

I. INTRODUCTION

A. Case Background

1. The Debtor owns and operates the only integrated steel mill operating in the western United States, located approximately 45 miles south of Salt Lake City in Vineyard, Utah County, Utah. The Debtor manufactures steel products for sale primarily in the western and central United States.

2. On February 1, 1999 (the "Petition Date"), the Debtor filed a petition for relief under chapter 11 of the Bankruptcy Code. Since the Petition Date, the Debtor has operated its business as a debtor in possession pursuant to the Bankruptcy Code.

3. The Debtor has sufficient available funds to pay administrative expense claims in this case. All quarterly fees due to the United States Trustee have been paid, and the Debtor is current in the filing of its monthly reports.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Fenwick & West LLP's Employment

1. On September 13, 1999, the Debtor filed an application (the "Employment Application") seeking approval of its employment of Fenwick & West LLP as special counsel in this bankruptcy case. The Court entered an order on October 14, 1999 (the "Employment Order") approving the Debtor's employment of LeBoeuf as follows: "[...the Debtor's employment of Fenwick & West LLP is permitted pursuant to 11 U.S. C § 327(a) and not prohibited by applicable bankruptcy rules]."

3. Fenwick & West LLP has received a \$5,000 retainer in this case. The retainer remains in the Firm's trust account until further order of the Bankruptcy Court.

4. All services performed and expenses incurred for which compensation or reimbursement is sought in this Application were performed or incurred for and on behalf of the estate and not for any other person or entity.

5. Fenwick & West LLP has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

6. Fenwick & West LLP has not made any agreements with the Debtor or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

II. PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

The present Application is the first application for compensation and reimbursement filed by Fenwick & West LLP in this case.

III. THE PRESENT APPLICATION

A. Billing Methodology

1. In this Application, Fenwick & West LLP is requesting compensation for services provided and reimbursement of expenses incurred during the Application Period. A summary of fees and expenses requested, as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. Invoices detailing the services rendered and expenses incurred are attached hereto as Exhibit 2A (invoice #207610 dated March 18, 1999 for February 1999 services), Exhibit 2B (invoice #211356 dated May 24, 1999 for March and April services), Exhibit 2C (invoice #213587 dated June 22, 1999 for May services), Exhibit 2D (invoice #216788 dated August 17, 1999 for June and July services) and Exhibit 2E (invoice #218943 dated September 29, 1999 for August services). A summary of the expenses incurred is attached hereto as Exhibit 3.

2. Fenwick & West LLP's services in this case are billed on an hourly-rate basis, consistent with customary charges by comparably skilled practitioners in non-bankruptcy cases.

3. In rendering services and incurring expenses on behalf of the estate, Fenwick & West LLP makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Fenwick & West LLP attorneys providing service on behalf of the Debtor during the Application Period are detailed in the professional resumes attached hereto as Exhibit 4.

5. Given the education, experience, and expertise of the Fenwick & West LLP attorneys rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Fenwick & West LLP typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate

1. During the Application Period, Fenwick & West LLP has rendered services to the estate for which it seeks compensation in the total amount of \$5,331.39. Such services are fully detailed in the monthly invoices attached hereto as Exhibits 2A through 2E.

2. Fenwick & West LLP has categorized the time spent performing services for the estate into several different project categories. Each invoice contains a chronological listing of tasks performed in each project category in which services were performed during the billing period covered by the invoice. The total amount billed by Fenwick & West LLP for each project category during the Application Period is as follows:

<i>Matter Name</i>	<i>Amount</i>
General Employment counseling/disability issues and sexual harassment claims, including <i>Blanco v. Geneva Steel</i> and <i>Lunceford v. Geneva Steel</i> (EEOC charge)	\$5,331.39

C. Summary of Services in Each Project Category

A summary of the nature of each project category, the names, billing rates, hours spent, and total billed for each Fenwick & West LLP professional and paraprofessional in each project during

the Application Period, and a synopsis of the work performed during the Application Period in each project category, is provided in separate paragraphs below.

1. General Employment Counseling/Disabilities Issues and Sexual Harassment Claims, including *Blanco v. Geneva Steel* and *Lunceford v. Geneva Steel* (EEOC charge)

- a. This project category is for defense of these two unrelated employment law cases pending before the Utah courts.

- b. During the Application Period, the following Fenwick & West LLP professionals and paraprofessionals provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Larry Hecimovich (LH)	Senior Associate	\$250	1.5	375.00
Shawna M. Swanson (SMS)	Senior Associate	\$225	13.1	2947.50
John C. Fox (JCF)	Partner	\$425	.4	170.00
TOTAL HOURS			15.0	\$3492.50

D. Reimbursement Of Expenses

1. During the Application Period, Fenwick & West LLP incurred actual and necessary expenses in the total amount of \$1,838.89 in connection with the professional services rendered to the estate. A summary showing the breakdown of total expenses by project category and by type of expense is attached hereto as Exhibit 3. Details of the expenses incurred each month are included in the invoices attached as Exhibits 2A through 2E hereto. Fenwick & West LLP keeps in its files appropriate detail, including receipts, invoices, reimbursement vouchers, and other supporting information concerning the expenses incurred in this representation, and that information is available for review upon request.

2. The expenses incurred by Fenwick & West LLP for which reimbursement in this Application is sought are consistent with the U.S. Trustee Guidelines and the rules and orders applicable in this case.

E. Summary of Interim Payments Made

1. No interim payments have been made after February 1, 1999.
2. Fenwick & West LLP seeks to have its fees and expenses allowed in the full amount set forth in this Application, but seeks payment of only the difference between the amount allowed in this Application and the amounts paid to Fenwick & West LLP by the estate pursuant to the submission of periodic invoices as authorized under the Administrative Order.
3. Fenwick & West LLP understands that if the funds paid by the estate on periodic invoices are in excess of the amount of compensation or reimbursement of expenses allowed in this Application, Fenwick & West LLP will credit such excess amount against compensation or reimbursement of expenses sought in future applications.
4. Fenwick & West LLP further understands that fees and expenses allowed under this Application are interim in nature and the Court may order their disgorgement at any time prior to the entry of a final order approving Fenwick & West LLP's final fee application or the end of the bankruptcy case, whichever is earlier.

F. Certification

Fenwick & West LLP hereby certifies that the Debtor has reviewed the invoices for the Application Period that are a part of this Application, and has no objection to allowance of the fees and expenses requested herein.

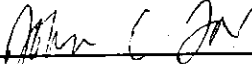
WHEREFORE, Fenwick & West LLP prays:

1. That interim compensation and reimbursement be awarded to Fenwick & West LLP in the total amount of \$5,331.39, which includes \$3,492.50 for professional services rendered and \$1,838.89 for expenses incurred during the Application Period;
2. That such amounts be allowed as priority administrative expenses of the estate pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1); and

3. That the Debtor be ordered and authorized, pursuant to 11 U.S.C. §§ 330 and 331, to pay such amounts from the estate as set forth herein, subject to credit for amounts already paid by the estate for this Application Period, pursuant to and subject to the provisions of the Administrative Order.

DATED this 12th day of November 1999.

Fenwick & West LLP




John C. Fox

Fenwick & West LLP
Two Palo Alto Square
Palo Alto, California 94306
(650) 858-7144

VERIFICATION

I hereby declare, under penalty of perjury under the laws of the United States, that the foregoing statements are true to the best of my knowledge and belief.

Executed this 12th day of November, 1999.

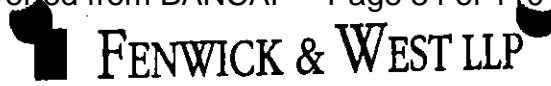


John C. Fox

18806/00090/DOCS/958709 1

EXHIBIT 1
SUMMARY OF FEES AND EXPENSES

Date	Invoice No.	Fees	Disbursements	Total
03/18/99	207610	\$510.00	\$1669.44	\$2179.44
05/24/99	211356	\$67.50	\$59.75	\$127.25
06/22/99	213587	\$315.00	\$31.13	\$346.13
08/17/99	216788	\$2,465.00	\$26.25	\$2,491.25
09/29/99	218943	\$135.00	\$52.32	\$187.32
Total		\$3,492.50	\$1,838.89	\$5,331.39



REMITTANCE ADDRESS
Fenwick & West LLP
File #73281
P.O. Box 60000
San Francisco, CA 94160-3281

A LIMITED LIABILITY PARTNERSHIP
INCLUDING PROFESSIONAL CORPORATIONS

TWO PALO ALTO SQUARE
PALO ALTO, CALIFORNIA 94306
(650) 494-0600

WIRE TRANSFER INSTRUCTIONS

Bank of America
530 Lytton Avenue
Palo Alto, CA 94301
ABA: 121-000-358
Account: 14844-01104

GENEVA STEEL
CLIENT NUMBER 18806

MARCH 18, 1999
ATTORNEY: 0881
INVOICE NO.: 207610

TAX PAYER IDENTIFICATION
94-2708481

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

2179.44

2179.44



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MARCH 18, 1999
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INVOICE NO.: 207610

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94-2708481

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

SHAWNA M. SWANSON
LARRY HECIMOVICH

0.60 hours at \$ 225.00 =	135.00
1.50 hours at \$ 250.00 =	375.00
	510.00

FENWICK & WEST LLP

REMITTANCE ADDRESS

Fenwick & West LLP
File #73281
P.O. Box 60000
San Francisco, CA 94160-3281

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GENEVA STEEL
CLIENT NUMBER 18806

MARCH 18, 1999
ATTORNEY: 0881
INVOICE NO.: 207610

TAX PAYER IDENTIFICATION
94-2708481

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

02/01/99 SMS	EXCHANGED VOICE MAIL MESSAGES WITH LANA JENSEN AND NEAL KRIEPPS REGARDING EMPLOYMENT CLAIMS.	.10
02/03/99 L H	RESEARCHED DISMISSAL AND CONSOLIDATION ISSUE REGARDING BLANCO SUIT.	.50
02/05/99 SMS	EXCHANGED VOICE MAIL MESSAGES WITH LANA JENSEN RE DISABILTY CLAIM; REVIEWED MATERIALS DISCUSSING OBESITY AS DISABILITY; TELEPHONE CONFERENCE WITH LANA JENSEN REGARDING DISABILITY ISSUE AND SEXUAL HARASSMENT CLAIM.	.50
02/05/99 L H	CONFERRED WITH MR. BLANCO COUNSEL; CONFERRED WITH MR. KRIEPS AND MS. JENSEN REGARDING INSURANCE COVERAGE ISSUE.	.50
02/09/99 L H	(BLANCO) CONFERRED WITH MS. JENSEN AND MR. PARKINSON REGARDING INSURANCE COVERAGE AND RESPONSE TO COMPLAINT.	.50

TOTAL FEES 510.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

FENWICK & WEST LLP

REMITTANCE ADDRESS

Fenwick & West LLP
File #73281
P.O. Box 60000
San Francisco, CA 94160-3281

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CLIENT NUMBER 18806

MARCH 18, 1999
ATTORNEY: 0881
INVOICE NO.: 207610

TAX PAYER IDENTIFICATION
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GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DISBURSEMENTS MADE TO YOUR ACCOUNT

PHOTOCOPIES	11.55
DOCUMENT PRINTING	6.75
FACSIMILE	6.00
02/01/99 FEDERAL EXPRESS	170.55
02/05/99 LEXIS/NEXIS RESEARCH OBESITY/DISABIL	48.00
02/28/99 ROUNDTRIP AIRFARE 1206.00 , LODGING170.84, CAB	1426.59
FARE 30.00 AND PARKING 19.75 0125/99-	
01/26/99 TRAVEL: JOHN C. FOX	
TOTAL DISBURSEMENTS	1669.44
TOTAL FEES AND DISBURSEMENTS	2179.44
	=====



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A LIMITED LIABILITY PARTNERSHIP
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FAX 650.494.1417

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ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

MAY 24, 1999
ATTORNEY: 0881
INVOICE NO.: 211356

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

127.25

127.25

Exhibit 2B

FENWICK & WEST LLP OFFICES:

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FENWICK & WEST LLP
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WIRE TRANSFER INSTRUCTIONS
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ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

MAY 24, 1999
ATTORNEY: 0881
INVOICE NO.: 211356

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

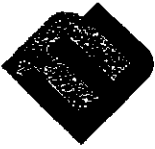
SHAWNA M. SWANSON	0.30 hours at \$ 225.00 =	67.50
		67.50

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GENEVA STEEL
CLIENT NUMBER 18806

MAY 24, 1999
ATTORNEY: 0881
INVOICE NO.: 211356

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

04/07/99 SMS REVIEWED KENT BLANCO FILE; TELEPHONE CONFERENCE .30
WITH CARL RAMNITZ AND LANA JENSEN RE STATUS OF
MATTER AND RE OBESITY CLAIM; LEFT MESSAGE WITH
JOHN FOX RE STATUS OF MATTERS.

TOTAL FEES 67.50

DISBURSEMENTS MADE TO YOUR ACCOUNT

DOCUMENT PRINTING 9.00
03/15/99 FEDERAL EXPRESS 790194511417 479198228 23.00
03/15/99 FEDERAL EXPRESS 791675265674 479198228 27.75

TOTAL DISBURSEMENTS 59.75

TOTAL FEES AND DISBURSEMENTS 127.25

=====

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ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

JUNE 22, 1999
ATTORNEY: 0881
INVOICE NO.: 213587

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

346.13

346.13

Exhibit 2C

FENWICK & WEST LLP OFFICES:

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ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

JUNE 22, 1999
ATTORNEY: 0881
INVOICE NO.: 213587

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

SHAWNA M. SWANSON	1.40 hours at \$ 225.00 =	315.00
		315.00

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GENEVA STEEL
CLIENT NUMBER 18806

JUNE 22, 1999
ATTORNEY: 0881
INVOICE NO.: 213587

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

05/08/99 SMS	REVIEWED MATERIALS FROM LANA JENSEN RE CHALLENGE TO COVERAGE EXCLUSION FOR TREATMENT OF MORBID OBESITY; RESEARCHED LAW RE OBESITY AS DISABILITY.	1.20
05/18/99 SMS	TELEPHONE CONFERENCE WITH LANA JENSEN RE EXCLUSION OF COVERAGE FOR MORBID OBESITY.	.20
TOTAL FEES		315.00
DISBURSEMENTS MADE TO YOUR ACCOUNT		
05/08/99	LEXIS/NEXIS RESEARCH OBESITY CASE	31.13
TOTAL DISBURSEMENTS		31.13
TOTAL FEES AND DISBURSEMENTS		346.13
		=====



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ABA: 121-000-358
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TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

AUGUST 17, 1999
ATTORNEY: 0881
INVOICE NO.: 216788

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

2491.25

2491.25

Exhibit 2D

FENWICK & WEST LLP OFFICES:

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PALO ALTO, CA 94306
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1920 N STREET NW, #650
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TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

AUGUST 17, 1999
ATTORNEY: 0881
INVOICE NO.: 216788

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX
SHAWNA M. SWANSON

0.40 hours at \$ 425.00 =	170.00
10.20 hours at \$ 225.00 =	2295.00
	2465.00

FENWICK & WEST LLP OFFICES:

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AUGUST 17, 1999
ATTORNEY: 0881
INVOICE NO.: 216788

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

07/05/99	SMS	EXCHANGED VOICE MAIL MESSAGES WITH NEAL KRIEPS RE DOCUMENT PRODUCTION.	.10
07/06/99	SMS	TELEPHONE CONFERENCE WITH NEAL KRIEPS RE DOCUMENTS TO PRODUCE TO EEOC.	.10
07/10/99	SMS	REVIEWED DOCUMENTS CONCERNING TROY LUNCEFORD.	.80
07/11/99	SMS	REVIEWED DOCUMENTS CONCERNING TROY LUNCEFORD; REVIEWED EEOC'S SUBPOENA; REVIEWED LUNCEFORD FILE; OUTLINED DOCUMENTS TO PRODUCE.	2.90
07/12/99	SMS	REVIEWED DOCUMENTS CONCERNING TROY LUNCEFORD; TELEPHONE CONFERENCE WITH NEAL KRIEPS RE DOCUMENTS TO PRODUCE; TELEPHONE CONFERENCE WITH EEOC INVESTIGATOR RE PRODUCTION OF DOCUMENTS.	3.30
07/16/99	SMS	EXCHANGED VOICE MAIL MESSAGES WITH NEAL KRIEPS RE DOCUMENTS TO PRODUCE TO EEOC.	.10
07/18/99	SMS	STUDIED DOCUMENTS FROM PINNACLE AND DETERMINED WHICH TO PRODUCE TO EEOC.	2.00

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CLIENT NUMBER 18806

AUGUST 17, 1999
ATTORNEY: 0881
INVOICE NO.: 216788

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

07/22/99 SMS	EXCHANGED VOICE MAIL MESSAGES WITH NEAL KRIEPS RE DOCUMENTS TO PRODUCE TO EEOC; REVIEWED DOCUMENTS RE TROY LUNCEFORD; TELEPHONE CONFERENCE WITH NEAL KRIEPS AND LANA JENSEN RE DOCUMENTS TO PRODUCE TO EEOC.	.90
07/30/99 JCF	REVIEW AND REVISE APPLICATION TO BE DESIGNATED SPECIAL COUNSEL; REVIEW AND REVISE DECLARATION; DICTATE TRANSMITTAL LETTER TO BANKRUPTCY COUNSEL.	.40

TOTAL FEES 2465.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

DOCUMENT PRINTING 26.25

TOTAL DISBURSEMENTS 26.25

TOTAL FEES AND DISBURSEMENTS 2491.25

=====

FENWICK & WEST LLP OFFICES:

TWO PALO ALTO SQUARE
PALO ALTO, CA 94306
TEL: 650.494.0600
FAX: 650.494.1417

1920 N STREET NW, #650
WASHINGTON, DC 20036
TEL: 202.463.6300
FAX: 202.463.6520

100 THE EMBARCADERO, #300
SAN FRANCISCO, CA 94105
TEL: 415.281.1330
FAX: 415.281.1350



FENWICK & WEST LLP
A LIMITED LIABILITY PARTNERSHIP
TWO PALO ALTO SQUARE
PALO ALTO, CA 94306
TEL 650.494.0600
FAX 650.494.1417

REMITTANCE ADDRESS
FENWICK & WEST LLP
FILE #73281
P.O. BOX 60000
SAN FRANCISCO, CA 94160-3281

WIRE TRANSFER INSTRUCTIONS
BANK OF AMERICA
530 LYTTON AVENUE
PALO ALTO, CA 94301
ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 29, 1999
ATTORNEY: 0881
INVOICE NO.: 218943

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

187.32

187.32

Exhibit 2E

FENWICK & WEST LLP OFFICES:

TWO PALO ALTO SQUARE
PALO ALTO, CA 94306
TEL: 650.494.0600

1920 N STREET NW, #650
WASHINGTON, DC 20036
TEL: 202.463.6300

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SAN FRANCISCO, CA 94105
TEL: 415.281.1330



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TWO PALO ALTO SQUARE
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TEL 650.494.0600
FAX 650.494.1417

REMITTANCE ADDRESS
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FILE #73281
P.O. BOX 60000
SAN FRANCISCO, CA 94160-3281

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ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 29, 1999
ATTORNEY: 0881
INVOICE NO.: 218943

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

SHAWNA M. SWANSON

0.60 hours at \$ 225.00 = 135.00
135.00

FENWICK & WEST LLP OFFICES:

TWO PALO ALTO SQUARE
PALO ALTO, CA 94306
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3920 N STREET NW, #650
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FAX: 202.463.6520

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SAN FRANCISCO, CA 94105
TEL: 415.281.1330
FAX: 415.281.1350



FENWICK & WEST LLP
A LIMITED LIABILITY PARTNERSHIP
TWO PALO ALTO SQUARE
PALO ALTO, CA 94306
TEL 650.494.0600
FAX 650.494.1417

REMITTANCE ADDRESS
FENWICK & WEST LLP
FILE #73281
P.O. BOX 60000
SAN FRANCISCO, CA 94160-3281

WIRE TRANSFER INSTRUCTIONS
BANK OF AMERICA
530 LYTTON AVENUE
PALO ALTO, CA 94301
ABA: 121-000-358
ACCOUNT: 14844-01104

TAX PAYER IDENTIFICATION
94-2708481

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 29, 1999
ATTORNEY: 0881
INVOICE NO.: 218943

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

08/05/99 SMS	REVIEWED LETTER OF DETERMINATION RE TROY LUNCEFORD; TELEPHONE CONFERENCE WITH NEAL KRIEPS AND CARL RAMNITZ RE IMPLICATIONS OF LETTER OF DETERMINATION.	.30
08/15/99 SMS	REVIEWED LETTER FROM OPPOSING COUNSEL CONCERNING RELEASE OF MEDICAL RECORDS.	.20
08/19/99 SMS	EXCHANGED VOICE MAIL MESSAGES WITH LANA JENSEN RE MEDICAL DOCUMENTS; TELEPHONE CONFERENCE WITH MS. JENSEN RE SAME ISSUE.	.10

TOTAL FEES 135.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

	PHOTOCOPIES	5.40
	DOCUMENT PRINTING	31.50
	FACSIMILE	4.50
08/23/99	FEDERAL EXPRESS 812140458650 486974152	10.92

TOTAL DISBURSEMENTS 52.32

TOTAL FEES AND DISBURSEMENTS 187.32

=====

FENWICK & WEST LLP OFFICES:

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PALO ALTO, CA 94306
TEL: 650.494.0600
FAX: 650.494.1417

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FAX: 202.463.6320

100 THE EMBARCADERO, #300
SAN FRANCISCO, CA 94105
TEL: 415.281.1330
FAX: 415.281.1360

EXHIBIT 3

SUMMARY OF EXPENSES

Date	Invoice No.	Disbursement	Amount
3/18/99	207610	Photocopies	\$11.55
		Document printing	\$6.75
		Facsimile	\$6.00
		Federal Express	\$170.55
		Lexis/Nexis Research	\$48.00
		J. C. Fox travel to Utah (2/28/99)	\$1,426.59

Date	Invoice No.	Disbursement	Amount
05/24/99	211356	Document printing	\$9.00
		Federal Express	50.75

Date	Invoice No.	Disbursement	Amount
06/22/99	213587	Lexis/Nexis Research	\$31.13

Date	Invoice No.	Disbursement	Amount
08/17/99	216788	Document printing	\$26.25

Date	Invoice No.	Disbursement	Amount
09/29/99	218943	Photocopies	\$5.40
		Document printing	\$31.50
		Facsimiles	\$4.50
		Federal Express	\$10.92



John C. Fox
Chair
Employment and Labor
Law Group

Phone: (650) 858-7144

Fax: (650) 494-1417

E-mail: jcf@fwpa.com

Emphasis:

Employment Litigation

- Class Actions
- Individual Cases
- Wrongful Termination
- Trade Secrets
- Mediations
- Arbitrations

Employment Counseling

- EEO
- ADA
- Wage-hour/OT
- FMLA
- OFCCP
- Independent Contractors
- OSHA
- NLRA
- Sexual Harassment
- Section 132(a)
- California Labor Code

John C. Fox is a partner at Fenwick & West LLP, resident in its Palo Alto, California and Washington, DC offices. Mr. Fox chairs the Employment and Labor Law Group in the firm's Palo Alto headquarters in Silicon Valley south of San Francisco. He specializes in all facets of employment law, including litigation in the state and federal courts. He is an across-the-board employment lawyer representing private and public sector managements nationwide.

Mr. Fox was previously Executive Assistant to the Director at the Office of Federal Contract Compliance Programs (OFCCP), U.S. Department of Labor, where he was responsible for all enforcement and policy matters. Apart from drafting substantive employment discrimination guidelines at OFCCP, Mr. Fox was responsible for contacts with the Congress and other federal agencies and the White House. Prior to his appointment to the OFCCP, Mr. Fox was in private practice representing management in employment cases arising nationwide.

Some of the clients he represents include:

- American Airlines
- Chrysler Corporation
- Kmart Corporation
- The Mayo Clinic
- Symantec Corporation
- American Institutes for Research
- The University of California
- Sandia National Laboratories
- Zilog, Inc.
- Frito-Lay, Inc.

Mr. Fox lectures often and has published widely on a variety of employment law subjects. He is a member of the Advisory Committee to the National Employment Law Institute.

Mr. Fox practices in the state courts of California and the District of Columbia, and nationwide in the federal courts.

A Phi Beta Kappa *cum laude* graduate of the University of California at Riverside, Mr. Fox received the Dean L. Broadbent Award for outstanding contribution to the community and academic excellence. He earned his J.D. in 1976 at George Washington University National Law Center.



Shawna M. Swanson
Associate
Employment and Labor
Law Group

Phone: 650.858.7939
Fax: 650.494.1417
E-mail: sms@fwpa.com

Shawna M. Swanson is an associate in the Employment and Labor Law Group of Fenwick & West LLP, a law firm which specializes in representing high technology companies. Fenwick & West is headquartered in Palo Alto, California with offices in San Francisco, California and Washington, D.C.

Ms. Swanson has experience litigating wrongful termination and employment discrimination actions, including claims for race, age, sex, disability and sexual orientation discrimination and sexual harassment. Ms. Swanson also provides advice to employers concerning personnel policies, wage and hour laws, EEO compliance, hiring and firing issues, reductions in force and layoffs. Ms. Swanson has presented numerous seminars to employers on various employment topics with a special emphasis on preventing and investigating claims of sexual and other harassment in the workplace.

Ms. Swanson earned her J.D. with honors from Harvard Law School in 1993. She received her B.A. *summa cum laude* in political science and history from the College of Idaho in 1989. Before attending law school, Ms. Swanson worked in the Human Resources Department of a large semiconductor manufacturing company. Ms. Swanson has been practicing labor and employment law in California since 1993.

JOHN C. FOX
FENWICK & WEST LLP
Two Palo Alto Square, 7th Floor
Palo Alto, California 94306
(650) 858-7144

Special Counsel for Geneva Steel Company

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH
CENTRAL DIVISION

In re:

GENEVA STEEL COMPANY,
a Utah corporation,

Debtor.

Bankruptcy Case No. 99C-21130

(Chapter 11)

**SECOND APPLICATION OF Fenwick & West LLP
FOR INTERIM COMPENSATION AND REIMBURSEMENT
PURSUANT TO 11 U.S.C. §§ 330 AND 331 FOR THE
PERIOD OCTOBER 1, 1999 THROUGH JANUARY 31, 2000**

Fenwick & West LLP, special counsel to Geneva Steel Company (the "Debtor") for employment-related services, pursuant to 11 U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure 2016, the Fee Guidelines of the United States Trustee, and the Administrative Order of this Court establishing procedures for interim compensation and reimbursement in this case (the "Administrative Order"), submits this application (the "Application") for allowance and payment of: (1) interim compensation in the total amount of \$621.50 for services rendered, and (2) interim reimbursement in the total amount of \$87.75 for expenses incurred, for the period of October 1, 1999 through January 31, 2000 (the "Application Period").

I. INTRODUCTION

A. Case Background

1. The Debtor owns and operates the only integrated steel mill operating in the western United States, located approximately 45 miles south of Salt Lake City in Vineyard, Utah County, Utah. The Debtor manufactures steel products for sale primarily in the western and central United States.

2. On February 1, 1999 (the "Petition Date"), the Debtor filed a petition for relief under chapter 11 of the Bankruptcy Code. Since the Petition Date, the Debtor has operated its business as a debtor in possession pursuant to the Bankruptcy Code.

3. The Debtor has sufficient available funds to pay administrative expense claims in this case. All quarterly fees due to the United States Trustee have been paid, and the Debtor is current in the filing of its monthly reports.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Fenwick & West LLP's Employment

1. On September 13, 1999, the Debtor filed an application (the "Employment Application") seeking approval of its employment of Fenwick & West LLP as special counsel in this bankruptcy case. The Court entered an order on October 14, 1999 (the "Employment Order") approving the Debtor's employment of LeBoeuf, Lamb, Greene & MacRae.

2. Fenwick & West LLP has received a \$5,000 retainer in this case. Fenwick & West LLP applied this retainer to the approved balance (\$3,904.80) specified in the First Application of Fenwick & West LLP filed November 13, 1999, and which balance (\$3,492.50 in fees and \$412.30 in expenses) was approved by this Court on January 31, 2000.

3. All services performed and expenses incurred for which compensation or reimbursement is sought in this Application were performed or incurred for and on behalf of the estate and not for any other person or entity.

4. Fenwick & West LLP has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

5. Fenwick & West LLP has not made any agreements with the Debtor or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

II. PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

The present Application is the second application for compensation and reimbursement filed by Fenwick & West LLP in this case. The first Application was filed November 15, 1999 and sought fees and expenses which were approved by the Court to the extent described in paragraph I.B.2 above.

III. THE PRESENT APPLICATION

A. Billing Methodology

1. In this Application, Fenwick & West LLP is requesting compensation for services provided and reimbursement of expenses incurred during the Application Period. A summary of fees and expenses requested, as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. Invoices detailing the services rendered and expenses incurred are attached hereto as Exhibit 2A (invoice #223081 dated January 13, 2000 for October 1999 services, and Exhibit 2B (invoice #224409 dated February 17, 2000 for January 2000 services). A summary of the expenses incurred is attached hereto as Exhibit 3.

2. Fenwick & West LLP's services in this case are billed on an hourly-rate basis, consistent with customary charges by comparably skilled practitioners in non-bankruptcy cases.

3. In rendering services and incurring expenses on behalf of the estate, Fenwick & West LLP makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Fenwick & West LLP attorneys providing service on behalf of the Debtor during the Application Period are detailed in the professional resumes attached hereto as Exhibit 4.

5. Given the education, experience, and expertise of the Fenwick & West LLP attorneys rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Fenwick & West LLP typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate

1. During the Application Period, Fenwick & West LLP has rendered services to the estate for which it seeks compensation in the total amount of \$709.25. Such services are fully detailed in the monthly invoices attached hereto as Exhibits 2A and 2B.

2. Fenwick & West LLP has categorized the time spent performing services for the estate into several different project categories. Each invoice contains a chronological listing of tasks performed in each project category in which services were performed during the billing period covered by the invoice. The total amount billed by Fenwick & West LLP for each project category during the Application Period is as follows:

<i>Matter Name</i>	<i>Amount</i>
General Employment counseling/disability issues and sexual harassment claims, including <i>Blanco v. Geneva Steel</i> and <i>Lunceford v. Geneva Steel</i> (EEOC charge)	\$709.25

C. Summary of Services in Each Project Category

A summary of the nature of each project category, the names, billing rates, hours spent, and total billed for each Fenwick & West LLP professional and paraprofessional in each project during

the Application Period, and a synopsis of the work performed during the Application Period in each project category, is provided in separate paragraphs below.

1. General Employment Counseling/Disabilities Issues and Sexual Harassment Claims, including *Blanco v. Geneva Steel* and *Lunceford v. Geneva Steel* (EEOC charge)

- a. This project category is for defense of these two unrelated employment law cases pending before the Utah courts.

- b. During the Application Period, the following Fenwick & West LLP professionals and paraprofessionals provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Shawna M. Swanson (SMS) (1999 billing rate)	Senior Associate	\$240	.1	\$24.00
Shawna M. Swanson (SMS) (2000 billing rate)	Senior Associate	\$275	.1	\$27.50
John C. Fox (JCF)	Partner	\$475	1.2	\$570.0
TOTAL HOURS			1.4	\$621.50

D. Reimbursement Of Expenses

1. During the Application Period, Fenwick & West LLP incurred actual and necessary expenses in the total amount of \$87.75 in connection with the professional services rendered to the estate. A summary showing the breakdown of total expenses by project category and by type of expense is attached hereto as Exhibit 3. Details of the expenses incurred each month are included in the invoices attached as Exhibits 2A and 2B hereto. Fenwick & West LLP keeps in its files appropriate detail, including receipts, invoices, reimbursement vouchers, and other supporting information concerning the expenses incurred in this representation, and that information is available for review upon request.

2. The expenses incurred by Fenwick & West LLP for which reimbursement in this Application is sought are consistent with the U.S. Trustee Guidelines and the rules and orders applicable in this case.

E. Summary of Interim Payments Made

1. No interim payments have been made after February 1, 1999.
2. Fenwick & West LLP seeks to have its fees and expenses allowed in the full amount set forth in this Application, but seeks payment (by drawing on the retainer) of only the difference between the amount allowed in this Application and the amounts paid to Fenwick & West LLP by the estate pursuant to the submission of periodic invoices as authorized under the Administrative Order. During the period covered by this Application, Fenwick & West LLP has not submitted invoices under Administrative Order. To the extent the amounts sought in this Application are approved, Fenwick & West LLP will reduce the remaining balance of its retainer appropriately.
3. Fenwick & West LLP understands that if the funds paid by the estate on periodic invoices are in excess of the amount of compensation or reimbursement of expenses allowed in this Application, Fenwick & West LLP will credit such excess amount against compensation or reimbursement of expenses sought in future applications.
4. Fenwick & West LLP further understands that fees and expenses allowed under this Application are interim in nature and the Court may order their disgorgement at any time prior to the entry of a final order approving Fenwick & West LLP's final fee application or the end of the bankruptcy case, whichever is earlier.

F. Certification

Fenwick & West LLP hereby certifies that the Debtor has reviewed the invoices for the Application Period that are a part of this Application, and has no objection to allowance of the fees and expenses requested herein.

WHEREFORE, Fenwick & West LLP prays:

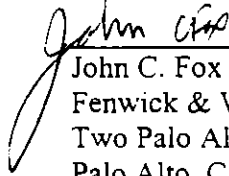
1. That interim compensation and reimbursement be awarded to Fenwick & West LLP in the total amount of \$709.25, which includes \$621.50 for professional services rendered and \$87.75 for expenses incurred during the Application Period;

2. That such amounts be allowed as priority administrative expenses of the estate pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1); and

3. That the Debtor be ordered and authorized, pursuant to 11 U.S.C. §§ 330 and 331, to pay such amounts from the estate as set forth herein, subject to credit for amounts already paid by the estate for this Application Period, pursuant to and subject to the provisions of the Administrative Order.

DATED this 13th day of March 2000.

Fenwick & West LLP



John C. Fox
Fenwick & West LLP
Two Palo Alto Square
Palo Alto, California 94306
(650) 858-7144

VERIFICATION

I hereby declare, under penalty of perjury under the laws of the United States, that the foregoing statements are true to the best of my knowledge and belief.

Executed this 13th day of March, 2000.



John C. Fox

18806/00090/DOCS/958709.1

CERTIFICATE OF SERVICE

I certify that on March 14, 1999, a true and correct copy of the foregoing Application was served upon the following parties Via U.S. First Class mail, postage pre-paid:

Dennis Wanlass
GENEVA STEEL COMPANY
10 South Geneva Road
Vineyard, Utah 84058

Mark C. Ellenberg
CADWALADER, WICKERSHAM & TAFT
1333 New Hampshire Avenue, N.W., Suite 700
Washington, D.C. 20036

Stephen E. Garcia
HOPKINS & SUTTER
Three First National Plaza
Chicago, Illinois 60602

Steven C. Strong
LEBOEUF, LAMB, GREENE & MACRAE, L.L.P.
136 South Main Street, #1000
Salt Lake City Utah 84101

J. Thomas Beckett
PARSONS, BEHLE & LATIMER
One Utah Center
201 South Main Street, Suite 1800
Salt Lake City, Utah 84145

Weston L. Harris
RAY, QUINNEY & NEBEKER
79 South Main Street, Suite 500
Salt Lake City, Utah 84111

Laurie Crandall
Peter J. Kuhn
OFFICE OF THE UNITED STATES TRUSTEE
Boston Building
9 Exchange Place, Suite 100
Salt Lake City, Utah 84111-2709

Laurie Anne Janner

Exhibit 1

EXHIBIT 1
SUMMARY OF FEES AND EXPENSES

Date	Invoice No.	Fees	Disbursements	Total
01/13/00	223081	\$24.00	\$80.28	\$104.28
02/17/00	224409	\$597.50	\$7.47	\$604.97
Total		\$621.50	\$87.75	\$709.25

Exhibit 2

GENEVA STEEL
 CLIENT NUMBER 18806

JANUARY 13, 2000
 ATTORNEY: 0881
 INVOICE NO.: 223081

GENERAL EMPLOYMENT ADVICE
 MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

0/29/99 SMS	TELEPHONE CONFERENCE WITH LANA JENSEN RE CONFIDENTIALITY OF MEDICAL RECORDS.	.10
	TOTAL FEES	24.00
	DISBURSEMENTS MADE TO YOUR ACCOUNT	
	PHOTOCOPIES	7.05
	DOCUMENT PRINTING	26.25
	FEDERAL EXPRESS	41.76
	FACSIMILE	4.50
	TELEPHONE	.72
	TOTAL DISBURSEMENTS	80.28
	TOTAL FEES AND DISBURSEMENTS	104.28
		=====

EXHIBIT 2A

FENWICK & WEST LLP OFFICES:	TWO PALO ALTO SQUARE PALO ALTO, CA 94306 TEL: 650.494.0000 FAX: 650.494.1417	1900 N STREET NW, 8650 WASHINGTON, DC 20036 TEL 202 463 6300 FAX: 202 493 6520	100 THE EMERALD CREEK, #300 SAN FRANCISCO, CA 94105 TEL 415.281.1330 FAX: 415.281.1350
-----------------------------	---	---	---

GENEVA STEEL
 CLIENT NUMBER 18806

FEBRUARY 17, 2000
 ATTORNEY: 0881
 INVOICE NO.: 224409

GENERAL EMPLOYMENT ADVICE
 MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

01/04/00	SMS	TELEPHONE CONFERENCE WITH CARRIE CASKEY RE EEO-1 FORM.	.10
01/11/00	JCF	TELEPHONE CALL FROM C. RAMNITZ, L. JENSEN AND N. KRIEPS REGARDING HIRING ISSUES NOW THAT PROFITS ARE RETURNING.	1.10
01/14/00	JCF	REVIEW INCOMING FAX FROM C. CASKEY REGARDING HIRING AD; TELEPHONE CALL TO HER VOICEMAIL APPROVING SAME.	.10

TOTAL FEES 597.50

DISBURSEMENTS MADE TO YOUR ACCOUNT

TELEPHONE 7.47

TOTAL DISBURSEMENTS 7.47

TOTAL FEES AND DISBURSEMENTS 604.97

=====

EXHIBIT 2B

FENWICK & WEST LLP OFFICES:	TWO PALO ALTO SQUARE	1920 N STREET NW, #650	100 THE EMBARCADERO, #300
	PALO ALTO, CA 94306	WASHINGTON, DC 20036	SAN FRANCISCO, CA 94105
	TEL: 650.494.0600	TEL: 202.463.0300	TEL: 415.281.1330
	FAX: 650.494.1417	FAX: 202.463.6520	FAX: 415.281.1350

Exhibit 3

EXHIBIT 3

SUMMARY OF EXPENSES

Date	Invoice No.	Disbursement	Amount
01/13/00	223081	Photocopies	\$7.05
		Document printing	\$26.25
		Facsimile	\$4.50
		Federal Express	\$41.76
		Telephone	\$.72

Date	Invoice No.	Disbursement	Amount
02/17/00	224409	Telephone	\$7.47

Exhibit 4



John C. Fox
Chair
Employment and Labor
Law Group

Phone: (650) 858-7144
Fax: (650) 494-1417
e-mail: jfox@fenwick.com

Emphasis:

Employment Litigation

- Class Actions
- Individual Cases
- Wrongful Termination
- Trade Secrets
- Mediations
- Arbitrations

Employment Counseling

- EEO
- ADA
- Wage-hour/OT
- FMLA
- OFCCP
- Independent Contractors
- OSHA
- NLRA
- Sexual Harassment
- Section 132(a)
- California Labor Code

John C. Fox is a partner at Fenwick & West LLP, resident in its Palo Alto, California and Washington, DC offices. Mr. Fox chairs the Employment and Labor Law Group in the firm's Palo Alto headquarters in Silicon Valley south of San Francisco. He specializes in all facets of employment law, including litigation in the state and federal courts. He is an across-the-board employment lawyer representing private and public sector managements nationwide.

Mr. Fox was previously Executive Assistant to the Director at the Office of Federal Contract Compliance Programs (OFCCP), U.S. Department of Labor, where he was responsible for all enforcement and policy matters. Apart from drafting substantive employment discrimination guidelines at OFCCP, Mr. Fox was responsible for contacts with the Congress and other federal agencies and the White House. Prior to his appointment to the OFCCP, Mr. Fox was in private practice representing management in employment cases arising nationwide.

Some of the clients he represents include:

- American Airlines
- American Institutes for Research
- Chrysler Corporation
- The University of California
- Kmart Corporation
- Sandia National Laboratories
- The Mayo Clinic
- Zilog, Inc.
- Symantec Corporation
- Frito-Lay, Inc.

Mr. Fox lectures often and has published widely on a variety of employment law subjects. He is a member of the Advisory Committee to the National Employment Law Institute.

Mr. Fox practices in the state courts of California and the District of Columbia, and nationwide in the federal courts.

A Phi Beta Kappa *cum laude* graduate of the University of California at Riverside, Mr. Fox received the Dean L. Broadbent Award for outstanding contribution to the community and academic excellence. He earned his J.D. in 1976 at George Washington University National Law Center.



Shawna M. Swanson
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Shawna M. Swanson is an associate in the Employment and Labor Law Group of Fenwick & West LLP, a law firm which specializes in representing high technology companies. Fenwick & West is headquartered in Palo Alto, California with offices in San Francisco, California and Washington, D.C.

Ms. Swanson has experience litigating wrongful termination and employment discrimination actions, including claims for race, age, sex, disability and sexual orientation discrimination and sexual harassment in state and federal courts. Ms. Swanson also provides advice to employers concerning personnel policies, wage and hour laws, EEO compliance, hiring and firing issues, and reductions in force. Ms. Swanson has presented numerous seminars to employers on various employment topics with a special emphasis on preventing and investigating claims of sexual and other harassment in the workplace.

Among the clients Ms. Swanson has represented are:

- American Airlines, Inc.
- Symantec Corporation
- Los Alamos National Laboratory
- The Learning Company
- Capcom U.S.A., Inc.
- Kmart Corporation
- HomeStore.com

Ms. Swanson earned her J.D. with honors from Harvard Law School in 1993. She received her B.A. *summa cum laude* in political science and history from the College of Idaho in 1989. Ms. Swanson has been practicing labor and employment law in California since 1993.

JOHN C. FOX
FENWICK & WEST LLP
Two Palo Alto Square, 7th Floor
Palo Alto, California 94306
(650) 858-7144

Special Counsel for Geneva Steel Company

FILED IN THE
UNITED STATES
BANKRUPTCY COURT
MARCH 14 2001
WILLIAM S. GIBSON, CLERK
BY _____

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF UTAH, CENTRAL DIVISION

In re:

GENEVA STEEL COMPANY,
a Utah corporation,

Debtor.

Bankruptcy Case No. 99C-21130

(Chapter 11)

**THIRD APPLICATION OF Fenwick & West LLP
FOR INTERIM COMPENSATION AND REIMBURSEMENT
PURSUANT TO 11 U.S.C. §§ 330 AND 331 FOR THE PERIOD
FEBRUARY 1, 2000 THROUGH SEPTEMBER 30, 2000**

Fenwick & West LLP, special counsel to Geneva Steel Company (the "Debtor") for employment-related services, pursuant to 11 U.S.C. §§ 330 and 331, Federal Rule of Bankruptcy Procedure 2016, the Fee Guidelines of the United States Trustee, and the Administrative Order of this Court establishing procedures for interim compensation and reimbursement in this case (the "Administrative Order"), submits this application (the "Application") for allowance and payment of: (1) interim compensation in the total amount of \$4,322.50 for services rendered, and (2) interim reimbursement in the total amount of \$105.63 for expenses incurred, for the period February 1, 2000 through September 30, 2000 (the "Application Period").

I. INTRODUCTION

A. Case Background

1. The Debtor owns and operates the only integrated steel mill operating in the western United States, located approximately 45 miles south of Salt Lake City in Vineyard, Utah County, Utah. The Debtor manufactures steel products for sale primarily in the western and central United States.

2. On February 1, 1999 (the "Petition Date"), the Debtor filed a petition for relief under chapter 11 of the Bankruptcy Code. Since the Petition Date, the Debtor has operated its business as a debtor in possession pursuant to the Bankruptcy Code.

3. The Debtor has sufficient available funds to pay administrative expense claims in this case. All quarterly fees due to the United States Trustee have been paid, and the Debtor is current in the filing of its monthly reports.

4. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

B. Fenwick & West LLP's Employment

1. On September 13, 1999, the Debtor filed an application (the "Employment Application") seeking approval of its employment of Fenwick & West LLP as special counsel in this bankruptcy case. The Court entered an order on October 14, 1999 (the "Employment Order") approving the Debtor's employment of LeBoeuf, Lamb, Greene & MacRae.

2. Fenwick & West LLP has received a \$5,000 retainer in this case. Fenwick & West LLP applied this retainer to the approved balance (\$3,904.80) specified in the First Application of Fenwick & West LLP filed November 13, 1999, and which balance (\$3,492.50 in fees and \$412.30 in expenses) was approved by this Court on January 31, 2000. On March 14, 2000, the Court approved \$709.27 as payment for fees (\$604.297) and costs (\$104.28) specified in the Second

Application of Fenwick & West LLP filed on March 13, 2000. Fenwick & West LLP applied this amount of \$709.27 against the retainer. The balance of the retainer is now \$395.83.

3. All services performed and expenses incurred for which compensation or reimbursement is sought in this Application were performed or incurred for and on behalf of the estate and not for any other person or entity.

4. Fenwick & West LLP has not shared or agreed to share compensation or reimbursement awarded in this case with any other person except as among the members and employees of the firm.

5. Fenwick & West LLP has not made any agreements with the Debtor or others for compensation or reimbursement relating to this case which have not been disclosed to the Court.

II. PRIOR APPLICATIONS FOR COMPENSATION AND REIMBURSEMENT

The present Application is the third application for compensation and reimbursement filed by Fenwick & West LLP in this case. The first Application was filed November 15, 1999 and sought fees and expenses which were approved by the Court, and the second Application was filed March 13, 2000 and sought fees and expenses which were approved by the Court to the extent described in paragraph I.B.2 above.

III. THE PRESENT APPLICATION

A. Billing Methodology

1. In this Application, Fenwick & West LLP is requesting compensation for services provided and reimbursement of expenses incurred during the Application Period. A summary of fees and expenses requested, as required by the Fee Guidelines of the United States Trustee, is attached hereto as Exhibit 1. Invoices detailing the services rendered and expenses incurred are attached hereto as Exhibit 2A (Invoice # 226134 dated March 23, 2000 for February 2000 services), Exhibit 2B (Invoice #227215 dated April 19, 2000 for March 2000 services), Exhibit 2C (Invoice # 228758 dated May 16, 2000 for April 2000 services), Exhibit 2D (Invoice #

234268 dated July 11, 2000 for June 2000 services), and Exhibit 2E (Invoice # 237846 dated September 30, 2000 for September 2000 services). A summary of the expenses incurred is attached hereto as Exhibit 3.

2. Fenwick & West LLP's services in this case are billed on an hourly-rate basis, consistent with customary charges by comparably skilled practitioners in non-bankruptcy cases.

3. In rendering services and incurring expenses on behalf of the estate, Fenwick & West LLP makes reasonable efforts to use the most economical means and methods that are available and appropriate under the circumstances.

4. The education and experience of the Fenwick & West LLP attorneys providing service on behalf of the Debtor during the Application Period are detailed in the professional resumes attached hereto as Exhibit 4.

5. Given the education, experience, and expertise of the Fenwick & West LLP attorneys rendering services in this case, the rates charged are reasonable, and are the same as or lower than rates Fenwick & West LLP typically charges to clients for similar services.

B. Services Performed on Behalf of the Estate

1. During the Application Period, Fenwick & West LLP has rendered services to the estate for which it seeks compensation in the total amount of \$4,438.13. Such services are fully detailed in the monthly invoices attached hereto as Exhibits 2A, 2B, 2C, 2D and 2E.

2. Fenwick & West LLP has categorized the time spent performing services for the estate into several different project categories. Each invoice contains a chronological listing of tasks performed in each project category in which services were performed during the billing period covered by the invoice. The total amount billed by Fenwick & West LLP for each project category during the Application Period is as follows:

<i>Matter Name</i>	<i>Amount</i>
General Employment counseling/disability	\$4,438.13

issues and sexual harassment claims, including <i>Blanco v. Geneva Steel</i> and <i>Lunceford v. Geneva Steel</i> (EEOC charge)	
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C. Summary of Services in Each Project Category

A summary of the nature of each project category, the names, billing rates, hours spent, and total billed for each Fenwick & West LLP professional and paraprofessional in each project during the Application Period, and a synopsis of the work performed during the Application Period in each project category, is provided in separate paragraphs below.

1. General Employment Counseling/Disabilities Issues and Sexual Harassment Claims, including *Blanco v. Geneva Steel* and *Lunceford v. Geneva Steel* (EEOC charge)

a. This project category is for defense of these two unrelated employment law cases pending before the Utah courts.

b. During the Application Period, the following Fenwick & West LLP professionals and paraprofessionals provided services to the estate in this project category:

NAME (INITIALS)	TITLE/OFFICE	HOURLY RATE	TOTAL HOURS	TOTAL FEES
Shawna M. Swanson (SMS) (2000 billing rate)	Senior Associate	\$275	9.0	\$2,612.50
John C. Fox (JCF)	Partner	\$475	3.6	\$1,710.00
TOTAL HOURS			12.6	\$4,322.50

D. Reimbursement Of Expenses

1. During the Application Period, Fenwick & West LLP incurred actual and necessary expenses in the total amount of \$105.63 in connection with the professional services rendered to the estate. A summary showing the breakdown of total expenses by project category and by type of expense is attached hereto as Exhibit 3. Details of the expenses incurred each month are included in the invoices attached as Exhibits 2A, 2B, 2C, 2D and 2E hereto. Fenwick & West LLP keeps in its files appropriate detail, including receipts, invoices, reimbursement vouchers, and other

supporting information concerning the expenses incurred in this representation, and that information is available for review upon request.

2. The expenses incurred by Fenwick & West LLP for which reimbursement in this Application is sought are consistent with the U.S. Trustee Guidelines and the rules and orders applicable in this case.

E. Summary of Interim Payments Made

1. No interim payments have been made after January 31, 2000.

2. Fenwick & West LLP seeks to have its fees and expenses allowed in the full amount set forth in this Application, but seeks payment (by drawing on the retainer) of only the difference between the amount allowed in this Application and the amounts paid to Fenwick & West LLP by the estate pursuant to the submission of periodic invoices as authorized under the Administrative Order. During the period covered by this Application, Fenwick & West LLP has not submitted invoices under Administrative Order. To the extent the amounts sought in this Application are approved, Fenwick & West LLP will reduce the remaining balance of its retainer appropriately.

3. Fenwick & West LLP understands that if the funds paid by the estate on periodic invoices are in excess of the amount of compensation or reimbursement of expenses allowed in this Application, Fenwick & West LLP will credit such excess amount against compensation or reimbursement of expenses sought in future applications.

4. Fenwick & West LLP further understands that fees and expenses allowed under this Application are interim in nature and the Court may order their disgorgement at any time prior to the entry of a final order approving Fenwick & West LLP's final fee application or the end of the bankruptcy case, whichever is earlier.

F. Certification

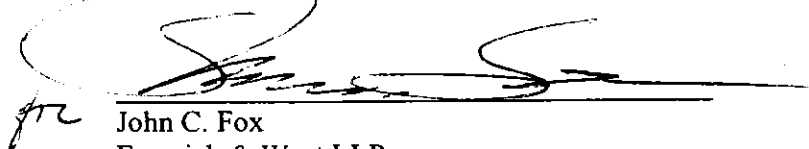
Fenwick & West LLP hereby certifies that the Debtor has reviewed the invoices for the Application Period that are a part of this Application, and has no objection to allowance of the fees and expenses requested herein.

WHEREFORE, Fenwick & West LLP prays:

1. That interim compensation and reimbursement be awarded to Fenwick & West LLP in the total amount of \$4,438.13, which includes \$4,322.50 for professional services rendered and \$105.63 for expenses incurred during the Application Period;
2. That such amounts be allowed as priority administrative expenses of the estate pursuant to 11 U.S.C. §§ 503(b)(2) and 507(a)(1); and
3. That the Debtor be ordered and authorized, pursuant to 11 U.S.C. §§ 330 and 331, to pay such amounts from the estate as set forth herein, subject to credit for amounts already paid by the estate for this Application Period, pursuant to and subject to the provisions of the Administrative Order.

DATED this 13th day of November 2000.

Fenwick & West LLP



John C. Fox
Fenwick & West LLP
Two Palo Alto Square
Palo Alto, California 94306
(650) 858-7144

VERIFICATION

I hereby declare, under penalty of perjury under the laws of the United States, that the foregoing statements are true to the best of my knowledge and belief.

Executed this 13th day of November, 2000.

A handwritten signature in black ink, appearing to read "Shawna M. Swanson", with a long horizontal flourish extending to the right.

Shawna M. Swanson

CERTIFICATE OF SERVICE

I certify that on November 14, 2000, a true and correct copy of the foregoing Application was served upon the following parties via U.S. First Class mail, postage pre-paid:

Dennis Wanlass
GENEVA STEEL COMPANY
10 South Geneva Road
Vineyard, Utah 84058

Mark C. Ellenberg
CADWALADER, WICKERSHAM & TAFT
1201 F. Street, N.W.
Washington, D.C. 20004

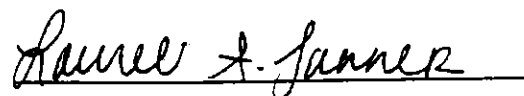
Stephen E. Garcia
HOPKINS & SUTTER
Three First National Plaza
Chicago, Illinois 60602

Steven C. Strong
LEBOEUF, LAMB, GREENE & MACRAE, L.L.P.
136 South Main Street, #1000
Salt Lake City Utah 84101

J. Thomas Beckett
PARSONS, BEHLE & LATIMER
One Utah Center
201 South Main Street, Suite 1800
Salt Lake City, Utah 84145

Weston L. Harris
RAY, QUINNEY & NEBEKER
P.O. Box 45385
Salt Lake City, Utah 84145

Laurie Crandall
Peter J. Kuhn
OFFICE OF THE UNITED STATES TRUSTEE
Boston Building
9 Exchange Place, Suite 100
Salt Lake City, Utah 84111-2709



Laurel A. Janner

EXHIBIT 1
SUMMARY OF FEES AND EXPENSES

Date	Invoice No.	Fees	Disbursements	Total
3/23/00	226134	\$430.00	\$31.63	\$461.63
4/19/00	227215	2,185.00	54.75	2,239.75
6/16/00	228758	1,420.00	15.75	1,435.75
7/11/00	234268	150.00	13.50	163.50
9/30/00		137.50		137.50
Total		\$4,322.50	\$115.63	\$4,438.13

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

MARCH 23, 2000
CLIENT NO.: 18806
INVOICE NO.: 226134

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		24,798.46
PAYMENTS APPLIED TO YOUR ACCOUNT		3,904.80
BALANCE FORWARD		20,893.66
SERVICES RENDERED THROUGH: FEBRUARY 29, 2000		
FEES	430.00	
DISBURSEMENTS	31.63	
TOTAL NEW CHARGES THIS PERIOD		461.63
TOTAL BALANCE DUE		21,355.29

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

EXHIBIT 2A

GENEVA STEEL
 CLIENT NUMBER 18806

MARCH 23, 2000
 ATTORNEY: 0881
 INVOICE NO.: 226134

STATEMENT OF YOUR ACCOUNT AS OF: MARCH 23, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
01/13/00	223081	104.28	.00	104.28
02/17/00	224409	604.97	.00	604.97

				\$ 20893.66
CURRENT BILLING				461.63

CURRENT BALANCE DUE				21355.29
				=====

GENEVA STEEL
CLIENT NUMBER 18806

MARCH 23, 2000
ATTORNEY: 0881
INVOICE NO.: 226134

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX	0.50 hours at \$ 475.00 =	237.50
SHAWNA M. SWANSON	0.70 hours at \$ 275.00 =	192.50
		430.00

GENEVA STEEL
CLIENT NUMBER 18806

MARCH 23, 2000
ATTORNEY: 0881
INVOICE NO.: 226134

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

461.63

461.63

GENEVA STEEL
CLIENT NUMBER 18806

MARCH 23, 2000
ATTORNEY: 0881
INVOICE NO.: 226134

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

02/02/00 SMS	EXCHANGED VOICE MAIL MESSAGES WITH CARRIE CASKEY RE LETTER FROM DEPARTMENT OF LABOR; TELEPHONE CONFERENCE WITH MS. CASKEY AND CARL RAMNITZ RE SAME ISSUE; REVIEWED LETTER; RESEARCHED REGULATIONS RE EEO-1 FORMS; TELEPHONE CONFERENCE WITH MS. CASKEY RE NEED TO FILE FORM.	.70
02/07/00 JCF	TELEPHONE CALL FROM C. CASKEY REGARDING DOCUMENTING REJECTIONS OF CERTAIN APPLICANTS; DICTATE LETTER TO C. CASKEY REGARDING DISPOSITION RULES.	.50

TOTAL FEES 430.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

	DOCUMENT PRINTING	3.75
	TELEPHONE	5.38
02/02/00	LEXIS/NEXIS RESEARCH EEO-1 FORM REQU	22.50
	TOTAL DISBURSEMENTS	31.63
	TOTAL FEES AND DISBURSEMENTS	461.63

=====

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

APRIL 19, 2000
CLIENT NO.: 18806
INVOICE NO.: 227215

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		21,355.29
PAYMENTS APPLIED TO YOUR ACCOUNT		.00
BALANCE FORWARD		21,355.29
SERVICES RENDERED THROUGH: MARCH 31, 2000		
FEEs	2,185.00	
DISBURSEMENTS	54.75	
TOTAL NEW CHARGES THIS PERIOD		2,239.75
TOTAL BALANCE DUE		23,595.04

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

EXHIBIT 2B

GENEVA STEEL
 CLIENT NUMBER 18806

APRIL 19, 2000
 ATTORNEY: 0881
 INVOICE NO.: 227215

STATEMENT OF YOUR ACCOUNT AS OF: APRIL 19, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
01/13/00	223081	104.28	.00	104.28
02/17/00	224409	604.97	.00	604.97
03/23/00	226134	461.63	.00	461.63

				\$ 21355.29
CURRENT BILLING				-----
				2239.75
CURRENT BALANCE DUE				-----
				23595.04
				=====

GENEVA STEEL
CLIENT NUMBER 18806

APRIL 19, 2000
ATTORNEY: 0881
INVOICE NO.: 227215

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX	0.20 hours at \$ 475.00 =	95.00
SHAWNA M. SWANSON	7.60 hours at \$ 275.00 =	2090.00
		2185.00

GENEVA STEEL
CLIENT NUMBER 18806

APRIL 19, 2000
ATTORNEY: 0881
INVOICE NO.: 227215

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

2239.75

2239.75

GENEVA STEEL
CLIENT NUMBER 18806

APRIL 19, 2000
ATTORNEY: 0881
INVOICE NO.: 227215

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

03/02/00 SMS	TELEPHONE CONFERENCE WITH JOE COVEY RE BANKRUPTCY PROCEEDINGS AND TROY LUNCEFORD CLAIMS; REVIEWED CLAIMS.	.20
03/10/00 SMS	TELEPHONE CONFERENCE WITH JOE COVEY RE TROY LUNCEFORD CLAIMS.	.10
03/12/00 SMS	REVIEWED DOCUMENTS RE TROY LUNCEFORD; REVIEWED ADA "NOT QUALIFIED" BRIEFS AND CASES; BEGAN DRAFTING OBJECTION TO MR. LUNCEFORD'S CLAIM.	2.20
03/13/00 SMS	REVIEWED TROY LUNCEFORD FILE; REVIEWED DOCUMENTS CONCERNING MR. LUNCEFORD; LOCATED RELEVANT 10TH CIRCUIT CASE LAW; OUTLINED BRIEF OBJECTING TO MR. LUNCEFORD'S CLAIMS; BEGAN DRAFTING OBJECTION TO CLAIMS.	4.60
03/16/00 SMS	REVIEWED AND REVISED PROPOSED LETTER TO REJECTED APPLICANTS; TELEPHONE CONFERENCE WITH CARRIE CASKEY RE SUGGESTED REVISIONS TO LETTER.	.40
03/21/00 JCF	TELEPHONE CALL FROM L. JENSEN REGARDING MEDICAL DOCUMENTS DISCLOSURE.	.20
03/28/00 SMS	TELEPHONE CONFERENCE WITH NEAL KRIEPS RE LUNCEFORD LETTERS.	.10

GENEVA STEEL
CLIENT NUMBER 18806

APRIL 19, 2000
ATTORNEY: 0881
INVOICE NO.: 227215

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

TOTAL FEES	2185.00
DISBURSEMENTS MADE TO YOUR ACCOUNT	
DOCUMENT PRINTING	36.75
FACSIMILE	18.00
TOTAL DISBURSEMENTS	54.75
TOTAL FEES AND DISBURSEMENTS	2239.75
	=====

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

MAY 16, 2000
CLIENT NO.: 18806
INVOICE NO.: 228758

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		23,595.04
PAYMENTS APPLIED TO YOUR ACCOUNT		709.25
BALANCE FORWARD		22,885.79
SERVICES RENDERED THROUGH: APRIL 30, 2000		
FEEs	1,420.00	
DISBURSEMENTS	15.75	
TOTAL NEW CHARGES THIS PERIOD		1,435.75
TOTAL BALANCE DUE		24,321.54

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

EXHIBIT 2C

GENEVA STEEL
 CLIENT NUMBER 18806

MAY 16, 2000
 ATTORNEY: 0881
 INVOICE NO.: 228758

STATEMENT OF YOUR ACCOUNT AS OF: MAY 16, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
03/23/00	226134	461.63	.00	461.63
04/19/00	227215	2,239.75	.00	2,239.75

				\$ 22885.79
CURRENT BILLING				1435.75

CURRENT BALANCE DUE				24321.54
				=====

GENEVA STEEL
CLIENT NUMBER 18806

MAY 16, 2000
ATTORNEY: 0881
INVOICE NO.: 228758

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX	2.70 hours at \$ 475.00 =	1282.50
SHAWNA M. SWANSON	0.50 hours at \$ 275.00 =	137.50
		1420.00

GENEVA STEEL
CLIENT NUMBER 18806

MAY 16, 2000
ATTORNEY: 0881
INVOICE NO.: 228758

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

1435.75

1435.75

GENEVA STEEL
CLIENT NUMBER 18806

MAY 16, 2000
ATTORNEY: 0881
INVOICE NO.: 228758

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

04/17/00	SMS	EXCHANGED VOICE MAIL MESSAGES WITH CARRIE CASKEY RE CORRESPONDENCE FROM DEPARTMENT OF LABOR AND STRATEGY FOR RESPONDING.	.20
04/18/00	SMS	MET WITH JOHN FOX TO DISCUSS TERMINATION OF EXECUTIVE AND IMPLICATIONS CONCERNING BANKRUPTCY; REVIEWED EEO1 FORM; TELEPHONE CONFERENCE WITH CARRIE CASKEY RE CORRESPONDENCE WITH DEPARTMENT OF LABOR.	.30
04/20/00	JCF	REVIEW B. BROWN FILE; TELEPHONE CALL TO OPPOSING COUNSEL RE; TELEPHONE CALL TO C. RAMNITZ AND K. JOHNSON RE STATUS.	.90
04/24/00	JCF	TELEPHONE CALL FROM L. HOBBS REGARDING B. BROWN; TELEPHONE CALL FROM/TO C. RAMNITZ.	.90
04/26/00	JCF	TELEPHONE CALL FROM C. RAMNITZ REGARDING B. BROWN; DICTATE LETTER TO L. HOBBS REGARDING HIS CLIENT B. BROWN TRANSMITTING RETENTION AGREEMENT; TELEPHONE CALL TO L. HOBBS VOICEMAIL REGARDING SAME.	.90

TOTAL FEES 1420.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

GENEVA STEEL
CLIENT NUMBER 18806

MAY 16, 2000
ATTORNEY: 0881
INVOICE NO.: 228758

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DISBURSEMENTS MADE TO YOUR ACCOUNT

DOCUMENT PRINTING	15.75
TOTAL DISBURSEMENTS	15.75
TOTAL FEES AND DISBURSEMENTS	1435.75
	=====

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

JULY 11, 2000
CLIENT NO.: 18806
INVOICE NO.: 234268

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		24,321.54
PAYMENTS APPLIED TO YOUR ACCOUNT		.00
BALANCE FORWARD		24,321.54
SERVICES RENDERED THROUGH: JUNE 30, 2000		
FEEs	150.00	
DISBURSEMENTS	13.50	
TOTAL NEW CHARGES THIS PERIOD		163.50
TOTAL BALANCE DUE		24,485.04

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

EXHIBIT 2D

GENEVA STEEL
 CLIENT NUMBER 18806

JULY 11, 2000
 ATTORNEY: 0881
 INVOICE NO.: 234268

STATEMENT OF YOUR ACCOUNT AS OF: JULY 11, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
03/23/00	226134	461.63	.00	461.63
04/19/00	227215	2,239.75	.00	2,239.75
05/16/00	228758	1,435.75	.00	1,435.75
				----- \$ 24321.54
CURRENT BILLING				163.50

CURRENT BALANCE DUE				24485.04
				=====

GENEVA STEEL
CLIENT NUMBER 18806

JULY 11, 2000
ATTORNEY: 0881
INVOICE NO.: 234268

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

JOHN C. FOX	0.20 hours at \$ 475.00 =	95.00
SHAWNA M. SWANSON	0.20 hours at \$ 275.00 =	55.00
		150.00

GENEVA STEEL
CLIENT NUMBER 18806

JULY 11, 2000
ATTORNEY: 0881
INVOICE NO.: 234268

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

163.50

163.50

GENEVA STEEL
CLIENT NUMBER 18806

JULY 11, 2000
ATTORNEY: 0881
INVOICE NO.: 234268

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

05/12/00 SMS	TELEPHONE CONFERENCE WITH LANA JENSEN RE RESPONDING TO SUBPOENA.	.20
06/13/00 JCF	TELEPHONE CALL FROM C. CASKEY REGARDING SWELLED NUMBER OF CANDIDATES VISITING GENEVA STEEL WEBSITE AND VERY SMALL NUMBER OF "APPLICANTS" AND HOW TO HANDLE IN RE ADVERSE IMPACT ANALYSES.	.20

TOTAL FEES 150.00

DISBURSEMENTS MADE TO YOUR ACCOUNT

PHOTOCOPIES	2.25
DOCUMENT PRINTING	.75
FACSIMILE	10.50

TOTAL DISBURSEMENTS 13.50

TOTAL FEES AND DISBURSEMENTS 163.50

=====

GENEVA STEEL
P.O. BOX 2500
PROVO, UT 84603

SEPTEMBER 30, 2000
CLIENT NO.: 18806
INVOICE NO.: 237846

CARL RAMNITZ - VICE PRESIDENT / HUMAN RESOURCES

PLEASE RETURN TOP PORTION WITH PAYMENT

PREVIOUS BALANCE		24,485.04
PAYMENTS APPLIED TO YOUR ACCOUNT		.00
BALANCE FORWARD		24,485.04
SERVICES RENDERED THROUGH: OCTOBER 31, 2000		
FEEES	137.50	
DISBURSEMENTS	.00	
TOTAL NEW CHARGES THIS PERIOD		137.50
TOTAL BALANCE DUE		24,622.54

* PLEASE NOTE OUR NEW ADDRESS FOR REMITTING PAYMENT *

EXHIBIT 2E

GENEVA STEEL
 CLIENT NUMBER 18806

SEPTEMBER 30, 2000
 ATTORNEY: 0881
 INVOICE NO.: 237846

STATEMENT OF YOUR ACCOUNT AS OF: SEPTEMBER 30, 2000

INVOICE DATE	INVOICE NUMBER	INVOICE AMOUNT	PAYMENTS	BALANCE
01/21/99	207608	7,470.71	(7,021.49)	449.22
02/19/99	207609	19,415.10	(1,106.50)	18,308.60
03/18/99	207610	2,179.44	(752.85)	1,426.59
03/23/00	226134	461.63	.00	461.63
04/19/00	227215	2,239.75	.00	2,239.75
05/16/00	228758	1,435.75	.00	1,435.75
07/11/00	234268	163.50	.00	163.50

				\$ 24485.04
CURRENT BILLING				137.50

CURRENT BALANCE DUE				24622.54
				=====

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 30, 2000
ATTORNEY: 0881
INVOICE NO.: 237846

ATTORNEY SUMMARY

GENERAL EMPLOYMENT ADVICE
18806-00090

SHAWNA M. SWANSON

0.50 hours at \$ 275.00 =	137.50
	137.50

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 30, 2000
ATTORNEY: 0881
INVOICE NO.: 237846

RECAP OF MATTERS BILLED

GENERAL EMPLOYMENT ADVICE
18806-00090

137.50

137.50

GENEVA STEEL
CLIENT NUMBER 18806

SEPTEMBER 30, 2000
ATTORNEY: 0881
INVOICE NO.: 237846

GENERAL EMPLOYMENT ADVICE
MATTER NO. 18806-00090

DESCRIPTION OF SERVICES RENDERED

07/28/00 SMS	REVIEWED BANKRUPTCY COURT OBJECTIONS TROY LANCEFORD; LEFT MESSAGE FOR LANA JENSEN RE PROPOSED EDITS.	.50
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TOTAL FEES	137.50
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TOTAL FEES AND DISBURSEMENTS	137.50 =====
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EXHIBIT 3

SUMMARY OF EXPENSES

Date	Invoice No.	Disbursement	Amount
3/23/00	226134	Document printing	\$3.75
		Telephone	5.38
		Lexis/Nexis Research	22.50
Total			\$31.63

Date	Invoice No.	Disbursement	Amount
4/19/00	227215	Document printing	\$36.75
		Facsimile	\$18.00
Total			\$54.75

Date	Invoice No.	Disbursement	Amount
5/16/00	228758	Document printing	\$15.75
Total			\$15.75

Date	Invoice No.	Disbursement	Amount
7/11/00	234268	Photocopies	\$2.25
		Document printing	0.75
		Facsimile	10.50
Total			\$13.50

Date	Invoice No.	Disbursement	Amount
9/30/00	237846	None	0.0
Total			0.0



John C. Fox
Chair
Employment and Labor
Law Group

Phone: (650) 858-7144
Fax: (650) 494-1417
e-mail: jfox@fenwick.com

Emphasis:

Employment Litigation

- Class Actions
- Individual Cases
- Wrongful Termination
- Trade Secrets
- Mediations
- Arbitrations

Employment Counseling

- EEO
- ADA
- Wage-hour/OT
- FMLA
- OFCCP
- Independent Contractors
- OSHA
- NLRA
- Sexual Harassment
- Section 132(a)
- California Labor Code

John C. Fox is a partner at Fenwick & West LLP, resident in its Palo Alto, California and Washington, DC offices. Mr. Fox chairs the Employment and Labor Law Group in the firm's Palo Alto headquarters in Silicon Valley south of San Francisco. He specializes in all facets of employment law, including litigation in the state and federal courts. He is an across-the-board employment lawyer representing private and public sector managements nationwide.

Mr. Fox was previously Executive Assistant to the Director at the Office of Federal Contract Compliance Programs (OFCCP), U.S. Department of Labor, where he was responsible for all enforcement and policy matters. Apart from drafting substantive employment discrimination guidelines at OFCCP, Mr. Fox was responsible for contacts with the Congress and other federal agencies and the White House. Prior to his appointment to the OFCCP, Mr. Fox was in private practice representing management in employment cases arising nationwide.

Some of the clients he represents include:

- American Airlines
- American Institutes for Research
- Chrysler Corporation
- The University of California
- Kmart Corporation
- Sandia National Laboratories
- The Mayo Clinic
- Zilog, Inc.
- Symantec Corporation
- Frito-Lay, Inc.

Mr. Fox lectures often and has published widely on a variety of employment law subjects. He is a member of the Advisory Committee to the National Employment Law Institute.

Mr. Fox practices in the state courts of California and the District of Columbia, and nationwide in the federal courts.

A Phi Beta Kappa *cum laude* graduate of the University of California at Riverside, Mr. Fox received the Dean L. Broadbent Award for outstanding contribution to the community and academic excellence. He earned his J.D. in 1976 at George Washington University National Law Center.

