

IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11  
HAYES LEMMERZ INTERNATIONAL, : Case No. 01-11490 (MFW)  
INC., et al., :  
Debtors. : Jointly Administered  
: Obj. Due: 8/25/03 at 4:00 p.m.  
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**NOTICE OF FINAL FEE APPLICATION OF SMART & ASSOCIATES,  
INC., EMPLOYEE CANDIDATE ASSESSMENT CONSULTANT TO THE  
DEBTORS, FOR FINAL ALLOWANCE OF COMPENSATION FOR SER-  
VICES RENDERED AND REIMBURSEMENT OF CHARGES AND DIS-  
BURSEMENTS INCURRED FOR THE PERIOD OF  
JULY 1, 2002 THROUGH MAY 31, 2003**

**TO: ALL PARTIES ON THE ATTACHED SERVICE LIST**

PLEASE TAKE NOTICE that on August 4, 2003,  
counsel for the above-captioned debtors and debtors-in-  
possession (the "Debtors") filed the annexed **Final Fee  
Application of Smart & Associates, Inc., Employee Candi-  
date Assessment Consultant to the Debtors, for Final  
Allowance of Compensation for Services Rendered and  
Reimbursement of Charges and Disbursements Incurred for  
the Period of July 1, 2002 Through May 31, 2003 (the  
"Application")**.

PLEASE TAKE FURTHER NOTICE that objections, if  
any, to the Application must be made in writing, filed

with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), 824 Market Street, Wilmington, Delaware 19801, and served so as to be re-  
ceived by the following parties no later than **August 25, 2003 at 4:00 p.m.** (Eastern time): (i) Hayes Lemmerz International, Inc., 15300 Centennial Drive, Northville, MI 48167, (Attn: Patrick C. Cauley, Esq.); (ii) Skadden, Arps, Slate, Meagher & Flom LLP, One Rodney Square, P.O. Box 636, Wilmington, Delaware 19899-0636 (Attn: Anthony W. Clark, Esq.), and Skadden, Arps, Slate, Meagher & Flom (Illinois), 333 West Wacker Drive, Chicago, Illinois 60606-1285 (Attn: J. Eric Ivester, Esq.), counsel to the Debtors; (iii) the United States Trustee, 844 King Street, Wilmington, DE 19801 (Attn: Joseph J. McMahon, Jr., Esq.); (iv) counsel for the Agent for the Debtors' prepetition Lenders and the Agent for the Debtors' postpetition debtor-in-possession Lenders, Clifford Chance Rogers & Wells LLP, 200 Park Avenue, New York, NY 10166-0153 (Attn: Margot B. Schonholtz) and Potter Anderson & Corroon LLP, Hercules Plaza, 1313 N. Market Street, P.O. Box 951, Wilmington, DE 19899-0951 (Attn: Laurie Selber Silverstein, Esq.); and Smart & Associates, Inc., 37202 North Black Velvet Lane, Wadsworth, IL

60083 (Attn: Margaret A. Brask) (collectively, the "Notice Parties").

PLEASE TAKE FURTHER NOTICE that if no objections to the Application is timely filed and served in accordance with the above procedures, an order may be entered granting the relief requested in the Application without further notice or a hearing. If an objection is properly filed and served in accordance with the above procedures, a hearing to consider the Application will be held on a date and time at the convenience of the Court before the Honorable Mary F. Walrath, United States Bankruptcy Court Judge for the District of Delaware, in the United States Bankruptcy Court, 824 North Market Street, Sixth Floor, Wilmington, Delaware 19801. Only those objections made in writing and timely filed with the Bankruptcy Court and received by the Notice Parties will be considered by the Bankruptcy Court at such hearing.

IF YOU FAIL TO RESPOND IN ACCORDANCE WITH THIS  
NOTICE, THE COURT MAY GRANT THE RELIEF DEMANDED BY THE  
APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated:       Wilmington, Delaware  
              August 4, 2003

J. Eric Ivester  
SKADDEN, ARPS, SLATE, MEAGHER  
    & FLOM (ILLINOIS)  
333 West Wacker Drive  
Chicago, Illinois 60606  
(312) 407-0700

- and -

/s/ Michael W. Yurkewicz  
Anthony W. Clark (No. 2051)  
Michael W. Yurkewicz (No. 4165)  
SKADDEN, ARPS, SLATE, MEAGHER  
    & FLOM LLP  
One Rodney Square  
P.O. Box 636  
Wilmington, Delaware 19899  
(302) 651-3000

Attorneys for Reorganized Debtors

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

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In re: : Chapter 11  
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HAYES LEMMERZ INTERNATIONAL, : Case No. 01-11490 (MFW)  
INC., et al., :   
: Jointly Administered  
Debtors. :   
: Obj. Due:  
- - - - - X

**FINAL FEE APPLICATION OF SMART & ASSOCIATES, INC.,  
EMPLOYEE CANDIDATE ASSESSMENT CONSULTANT TO THE DEBTORS,  
FOR FINAL ALLOWANCE OF COMPENSATION FOR SERVICES  
RENDERED AND REIMBURSEMENT OF CHARGES AND DISBURSEMENTS  
INCURRED FOR THE PERIOD OF  
JULY 1, 2002 THROUGH MAY 31, 2003**

Name of Applicant: Smart & Associates, Inc.

Authorized to provide professional services to: Hayes Lemmerz International, Inc., and certain subsidiaries

Date of retention: October 1, 2001

Period for which compensation and reimbursement are sought: 7/01/02 - 5/31/03

Amount of compensation sought as actual, reasonable, and necessary: \$650,850

Amount of expense reimbursement sought as actual, reasonable, and necessary: \$24,654.08

This is a:    monthly    interim   xx   final application.

**Prior Applications:**

**INTERIM FEE APPLICATIONS FILED<sup>1</sup>**

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
11/13/02	7/1/02 through 8/31/02	\$177,000	\$8,334.23	\$177,000	\$8,334.23
2/13/03	9/1/02 through 11/30/0v	\$187,000	\$4,557.76	\$187,000	\$4,557.76

**MONTHLY FEE APPLICATIONS FILED**

		Requested		Approved	
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses
3/20/03	12/1/02 through 12/31/02	\$50,105	\$2,559.88	\$50,105	\$2,559.88
3/21/03	1/1/03 through 1/31/03	\$15,105	\$487.10	\$15,105	\$487.10

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<sup>1</sup> Smart & Associates did not file separate monthly fee applications for July, August, September, October, or November, 2002. The fee applications for such months were included in Smart & Associates' Omnibus Monthly and First and Second Interim Fee Applications.

**SMART & ASSOCIATES  
COMPENSATION BY PROJECT CATEGORY AND BY PROFESSIONAL**

**CASE PERIOD**

**(JULY 1, 2002 - MAY 31, 2003)**

**PROFESSIONAL FEES**

Project Category	Brad Smart	Chris Mur-sau	Total
Selection CIDS	\$70,000	\$11,000	\$81,000
CIDS Interviews	\$115,000	\$35,000	\$150,000
Oral 360s and Reports	\$95,500	\$41,000	\$136,500
Feedback and Coaching	\$159,500	\$9,000	\$168,500
Email 360s and Reports		\$7,600	\$7,600
Topgrading Workshops, Updates, Seminars	\$101,000	\$6,250	\$107,250
<b>TOTAL</b>	<b>\$541,000.00</b>	<b>\$109,850.00</b>	<b>\$650,850.00</b>

**FINAL INTERIM PERIOD**

**(FEBRUARY 1, 2003 - MAY 31, 2003)**

**PROFESSIONAL FEES**

Project Category	Brad Smart	Chris Mur-sau	Total
Selection CIDS	\$35,000	\$10,000	\$45,000
CIDS Interviews	\$27,000	\$21,000	\$48,000
Oral 360s and Reports	\$28,500	\$21,000	\$49,500
Feedback and Coaching	\$35,500	\$8,000	\$43,500
Topgrading Workshops, Meetings	\$25,000	\$6,250	\$31,250
Email 360s and Reports		\$5,300	\$5,300
<b>TOTAL</b>	<b>\$151,000.00</b>	<b>\$66,250.00</b>	<b>\$222,550.00</b>

**President:** Dr. Brad Smart

**Senior Associates:** Dr. James Intagliata  
Dr. Candiss Rinker

**Junior Associates:** Chris Mursau



**SMART & ASSOCIATES  
CHARGES AND DISBURSEMENTS SUMMARY**

**CASE PERIOD**

(JULY 1, 2002 - MAY 31, 2003)

**EXPENSES**

<b>CATEGORY</b>	<b>TOTAL EXPENSES</b>
Courier, Express Carriers (e.g., Federal Express), Delivery and Postage	\$528.76
Travel Expenses	\$20,653.76
Telecommunications	\$607.49
Reproduction and Document Preparation	\$1,178.06
Workshop Materials	\$1,686.01
<b>TOTAL</b>	<b>\$24,654.08</b>

**FINAL INTERIM PERIOD**

(FEBRUARY 1, 2003 - May 31, 2003)

**EXPENSES**

<b>CATEGORY</b>	<b>TOTAL EXPENSES</b>
Travel Expenses	\$8,396.89
Telecommunications	\$318.22
<b>TOTAL</b>	<b>\$8,715.11</b>

**SMART & ASSOCIATES**  
**FEES, CHARGES AND DISBURSEMENTS SUMMARY, AMOUNT DUE**  
**CASE PERIOD**

(JULY 1, 2002 - MAY 31, 2003)

		Requested		Approved		Paid		Due Smart & Assoc.
Date Filed	Period Covered	Fees	Expenses	Fees	Expenses	Fees	Expenses	
11/13/02	7/1/02 through 8/31/02	\$177,000	\$8,334.23	\$177,000	\$8,334.23	\$177,000 (100%)	\$8,334.23 (100%)	-0-
2/13/03	9/1/02 through 11/30/02	\$187,000	\$4,557.76	\$187,000	\$4,557.76	\$187,000 (100%)	\$4,557.76 (100%)	-0-
3/20/03	12/1/02 through 12/31/02	\$50,105	\$2,559.88	\$50,105	\$2,559.88	\$40,084 (80%)	\$2,559.88 (100%)	\$10,021 (20% of fees)
3/21/03	1/1/03 through 1/31/03	\$15,105	\$487.10	\$15,105	\$487.10	\$12,084 (80%)	\$487.10 (100%)	\$3,021 (20% of fees)
As of effective date 6/3/03	2/1/03 through 2/28/03	\$87,500	\$3,475.59	Pending approval of this Final Interim App	Pending approval of this Final Interim App	\$70,000 (80%)	\$3,475.59 (100%)	\$17,500 (20% of fees)
As of effective date 6/3/03	3/1/03 through 3/31/03	\$35,800	\$1,488.80	Pending approval of this Final Interim App	Pending approval of this Final Interim App	\$28,640 (80%)	\$1,488.80 (100%)	\$7,160 (20% of fees)
As of effective date 6/3/03	4/1/03 through 4/30/03	\$54,250	\$2,082.82	Pending approval of this Final Interim App	Pending approval of this Final Interim App	\$43,400 (80%)	\$2,082.82 (100%)	\$10,850 (20% of fees)
As of effective date 6/3/03	5/1/03 through 5/31/03	\$45,000 (actual)	\$1,667.90 (actual)	Pending approval of this Final Interim App	Pending approval of this Final Interim App	\$34,400 (80% of estimated)	\$3,701.00 (100% of estimated)	\$8,600 (20% of fees)

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HAYES LEMMERZ INTERNATIONAL, : Case No. 01-11490 (MFW)  
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: Jointly Administered  
Debtors. :   
: Obj. Due:  
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**FINAL FEE APPLICATION OF SMART & ASSOCIATES, INC., EMPLOYEE  
CANDIDATE ASSESSMENT CONSULTANT TO THE DEBTORS, FOR FINAL  
ALLOWANCE OF COMPENSATION FOR SERVICES RENDERED AND  
REIMBURSEMENT OF CHARGES AND DISBURSEMENTS**

Smart & Associates, Inc. ("Smart & Associates"), Employee Candidate Assessment Consultant for Hayes Lemmerz International, Inc. ("HLI"), and certain of its subsidiaries, debtors and debtors-in-possession in the above-captioned cases (collectively, the "Debtors"), hereby applies for an order approving a final award of compensation for professional legal services rendered as employee candidate assessment consultant to the Debtors in the aggregate amount of \$650,850 together with reimbursement for actual and necessary expenses incurred in the amount of \$24,654.08 (the "Final Application") for the period from July 1, 2002 through May 31, 2003 (the "Case Period"). These amounts

include \$222,550 in fees and \$8,715.11 in expenses incurred during the period from February 1, 2003 through and including May 31, 2003 (the "Final Interim Period") for which no prior monthly or interim application have been filed.

#### **BACKGROUND**

On December 5, 2001 (the "Petition Date"), the Debtors commenced their respective reorganization cases by filing voluntary petitions for relief under chapter 11 of title 11 of the United States Code, 11 U.S.C. §§ 101-1330 (as amended, the "Bankruptcy Code"). The Debtors continue to operate their businesses and manage their properties as debtors-in-possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.

On December 17, 2001, the Office of the United States Trustee (the "United States Trustee") appointed the official committee of unsecured creditors (the "Committee") in these cases. No trustee or examiner has been appointed in any of the Debtors' cases.

This Court has jurisdiction over this matter under 28 U.S.C. §§ 157 and 1334. Venue is proper under 28 U.S.C. §§ 1408 and 1409. This Application is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).

The statutory predicates for the relief sought herein are sections 330 and 331 of the Bankruptcy Code.

#### **RELIEF REQUESTED**

By this Final Application, Smart & Associates requests final allowance of compensation for professional services rendered by Smart & Assoc. to the Debtors, in the amount of \$650,850, for the Case Period, plus reimbursement of actual and necessary charges and disbursements, in the amount of \$24,654.08 incurred by Smart & Assoc. for the Case Period, including \$222,550 in compensation for professional services and \$8,715.11 in expenses incurred during the Final Interim Period.

#### **BASIS FOR RELIEF**

Retention of Smart & Associates. On January 22, 2002, this Court entered an order pursuant to sections 105(a) and 327 of the Bankruptcy Code Authorizing the Employment of Professionals Utilized in the Ordinary Course of Business (the "OCP Order") (Docket No. 254), which, among others, authorized the Debtors to retain Smart & Associates, Inc., as an "Ordinary Course Professional" under 11 U.S.C. §§ 105(a) and 327 without the necessity of a separate, formal retention application approved by this Court. Smart & Associates was included in the Ordinary Course Professional list which was filed with this Court and which has

been periodically updated pursuant to the OCP Order. Soon thereafter, the Debtors realized that the services they required from Smart & Associates would cause Smart & Associates to exceed the monthly caps provided for a Tier 1 professional in the OCP Order. Therefore, on June 27, 2002, the Debtors filed a Notice of Change of Tier Designation for Smart & Associates under Order Pursuant to Sections 105(a) and 327 of the Bankruptcy Code Authorizing the Employment of Professionals Utilized in the Ordinary Course of Business (Docket No. 952). In accordance with the OCP Order, because the payments to Smart & Associates have exceeded the monthly cap, Smart & Associates has provided a Final Interim Application for Compensation and Reimbursement of Expenses for the Case Period.

Prior to and since the commencement of these cases, one of the Debtors' major initiatives has been to enhance its leadership team and restructure the role of the corporate center. In fact, one prong of Curtis Clawson's, the Debtors' President and Chief Executive Officer, three-prong strategy for the successful restructuring of the Debtors is to "top-grade" management by developing managers to perform their best within the Debtors' management and, when necessary, assessing external management candidates to ensure that only top-tier managers are hired. Ac-

cordingly, the Debtors retained Smart & Associates to assist and train the Debtors in the processes involved in top-grading their management.

Smart & Associates is an acclaimed<sup>2</sup> international management psychology and consulting group performing assessment and coaching services for such premiere companies as, among others, General Electric, Bank of America, Honeywell, John Deere, EMC, Hillenbrand Industries, Lincoln Financial Group, MarineMax, Trivest, and UBS.

Smart & Associates has performed extensive employee assessment consulting services for the Debtors to assist the Debtors in, among other things, (a) assessing the capabilities of their employees in management positions to determine whether such employees should remain in their positions or be promoted, transferred, or terminated, (b) coaching managers to help them perform their job functions better, (c) evaluating the potential of possible employees who are candidates for management positions with the Debtors to determine whether they are qualified and

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<sup>2</sup> See, e.g., Geoffrey Golvin, The Truth Can Hurt - Get Used to It, Fortune, Feb. 7, 2000, at 52; How GE Topgrades - Looking to Hire the Very Best, Fortune, June 21, 1999, at 192; Amal Kumar Naj, Corporate Therapy - The Latest Addition to Executive Suite is Psychologist's Couch, The Wall Street Journal, Aug. 29, 1994, at A1.

should be hired, and (d) training the Debtors in the skills necessary to perform such activities internally without the assistance of a third-party consultant such as Smart & Associates. These services are described below under the headings "Selection CIDS," "CIDS Interview," "CIDS Coaching," and "Workshops," respectively. CIDS is an acronym for "Chronological In-Depth Structured."

Smart & Associates has been employed by the Debtors to provide the following professional services:

(a) Selection CIDS. Smart & Associates provides in-depth assessments of external management candidates for employment at HLI ("Selection CIDS"). Smart & Associates spends a half-day with each external candidate and performs a Selection CIDS interview with the candidate. Smart & Associates asks interviewees a series of questions regarding topics such as, among others, college, graduate school, and complete work history (with more than 20 questions about every position the candidate has held since college). Smart & Associates assists the candidates in self-appraisals of their strengths and weaknesses and in discussing these observances with Smart & Associates. Subsequent to such interviews, Smart & Associates prepares detailed reports on the interviews and its findings, including recommendations.



Here, Smart & Associates analyzes the qualities of the candidates, the requirements of the position for which they are interviewing, and their probable success in such management positions. Selection CIDS is beneficial because it analyzes each external candidate, prior to an offer for employment, and allows HLI's management to review the Selection CIDS results. Smart & Associates charges the following rates for Selection CIDS:

Service Provided	Rate
Candidate reports to CEO	\$7,000
Candidate reports to managers between the level of Plant Manager and CEO	\$5,000 - Senior Associates or President \$3,000 - Junior Associate
Candidate reports to Plant Manager	\$1,000 - Junior Associate

(b) CIDS Interview. In certain instances, CIDS Interview services are used to determine whether an employee is qualified for an internal promotion. In other instances, a CIDS Interview is the first step in the CIDS Coaching process (described below). The CIDS Interviews consist of a half-day interview with Smart & Associates. CIDS Interviews are essentially the same as the Selection CIDS interviews described above except that they are for internal employees, not external candidates for managerial posi-

tions. Subsequent to each CIDS Interview, Smart & Associates prepares a detailed report regarding the interviews and its findings and recommendations with respect to each employee. Smart & Associates charges the following rates for CIDS Interviews:

Service Provided	Rate
Candidate reports to CEO	\$7,000
Candidate reports to managers between the level of Plant Manager and CEO	\$5,000 - Senior Associates or President \$3,000 - Junior Associate
Candidate reports to Plant Manager	\$1,000 - Junior Associate

(c) CIDS Coaching. CIDS Coaching is a four-step process consisting of a CIDS Interview<sup>3</sup>, Oral 360 Interviews and Reports, Feedback and Coaching, and Email 360 Surveys and Reports. CIDS Coaching helps the Debtors highlight the most talented managers and employees, determine which job will maximize their talent, and guide these managers in maximizing their potential. CIDS Coaching is an in-depth process that typically takes approxi-

<sup>3</sup> A CIDS Interview is the first step of the CIDS Coaching process. However, CIDS Interviews also may be conducted separate and apart from the CIDS Coaching process (i.e., not all employees receiving CIDS Interviews receive CIDS Coaching; however, all those participating in CIDS Coaching begin with a CIDS Interview).

mately two to three months to complete. Accordingly, during any three month period, such as the Application Period, an employee receiving CIDS Coaching may receive the entire package of CIDS Coaching services (i.e., CIDS Interview, Oral 360 Interviews and Report, Feedback and Coaching, and Email 360 Surveys and Report) or only certain components. Smart & Associates charges the following rates for CIDS Coaching:

<b>Professional</b>	<b>Oral 360 Interview and Report</b>	<b>Feedback and Coaching</b>	<b>Email 360 Interview/ Email 360 Interview and Report</b>
<b>Brad Smart</b>	\$4,000 - \$5,000	\$5,000 - \$6,000	\$300/\$1,500
<b>Senior Associates</b>	\$4,000 - \$5,000	\$4,000 - \$5,000	\$300/\$1,500
<b>Junior Associate</b>	\$1,000 - \$2,000	\$1,000	\$300/\$1,000

(d) Oral 360 Interview and Report. The second component of the CIDS Coaching process consists of Oral 360 Interviews and a Report with respect thereto. Oral 360 Interviews for each employee consist of oral interviews of such employee's supervisors, peers, and subordinates (typically four hours of interviews with supervisors, peers, and subordinates regarding a manager's strengths and weaknesses). Subsequent to the Oral 360 Interviews for a particular employee, Smart & Associates pre-

prepares for the Debtors a detailed Oral 360 Report integrating the data obtained through the Oral 360 Interviews and setting forth Smart & Associates' finding and conclusions from such interviews;

(e) Feedback and Coaching. The third component of the CIDS Coaching process is Feedback and Coaching. The sessions consist of approximately half-day meetings at Smart & Associates' offices to review Smart & Associates' conclusions and recommendations and develop and document an extensive plan for the employees to improve their communication and leadership skills. Subsequent to such meetings, Smart & Associates prepares for each employee, a developmental report of each improvement plan and benchmarks to track the improvements.

(f) Email 360 Survey and Report. The fourth and final component of the CIDS Coaching process consists of Email 360 Surveys and Reports.<sup>4</sup> The Email 360 Surveys for each employee consist of anonymous surveys of such employee's co-workers' opinions about the employee's strengths and weaknesses, as well as any progress such employee may have made toward specific developmental goals. Subsequent to the completion of the Email 360 Sur-

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<sup>4</sup> Occasionally the Email 360 Survey and Report process is utilized to supplement the Oral 360 Interview and Report process.

veys, Smart & Associates prepares for the Debtors a report setting forth Smart & Associates' findings, conclusions and recommendations based upon such surveys. T

(g) Top-Grading Workshops. One of the principal services that Smart & Associates was retained to provide to the Debtors is training them to employ the Selection CIDS, CIDS Interview, and CIDS Coaching processes internally without the assistance of a third-party consultant, such as Smart & Associates, to enable the Debtors to improve the quality of employees hired by the Debtors, perform complete and accurate assessments of the Debtors' employees, develop methods to coach employees to maximize their potential, and decrease the Debtors' reliance on Smart & Associates for such services.

#### **SMART & ASSOCIATES' APPLICATION**

During the course of the Case Period, Smart & Associates filed two interim applications, covering the period of July 1, 2002 through November 30, 2002; and two monthly applications, covering the period December 1, 2002 through January 31, 2003.

In addition, Smart and Associates seeks in this Final Application a final award of compensation for professional services rendered and reimbursement of disbursements made in the Case Period from July 1, 2002 through May 31, 2003.

At this time, Smart & Associates is seeking final approval and payment, to the extent not already paid, of compensation equal to \$650,850 in fees, for professional services rendered by Smart & Associates during the Case Period.

Smart and Associates also requests final approval and reimbursement, to the extent not already paid, of one hundred percent (100%) of the actual and necessary out-of-pocket disbursements made and charges incurred by Smart & Associates during the Case Period of \$24,654.08.

#### **Description of Services Rendered**

The following summarizes the services that Smart & Associates performed for the Debtors during the Final Interim Period.

##### **A. Selection CIDS (Amount Sought: \$45,000)**

Smart & Associates provides in-depth assessments of external management candidates for employment at HLI ("Selection CIDS"). Smart & Associates spends a half-day with each external candidate and performs a Selection CIDS interview with the candidate. Smart & Associates asks interviewees a series of questions regarding topics such as, among others, college, graduate school, and complete work history (with more than 20 questions about every position the candidate has held since college). Smart & Associates assists the candidates in self-appraisals of

their strengths and weaknesses and in discussing these observations with Smart & Associates. Subsequent to such interviews, Smart & Associates prepares detailed reports on the interviews and its findings, including recommendations. Here, Smart & Associates analyzes the qualities of the candidates, the requirements of the position for which they are interviewing, and their probable success in such management positions. Selection CIDS is beneficial because it analyzes each external candidate, prior to an offer for employment, and allows HLI's management to review the Selection CIDS results.

During the Final Interim Period, Smart & Associates performed Selection CIDS interviews of the following individuals:

(a) On February 8, 2003, Brad Smart conducted an interview with a candidate, Bruce Graff, for the position of Plant Manager. Smart & Associates conducted such Selection CIDS interview at its offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(b) On February 17, 2003, Chris Mursau conducted an interview with a candidate, Dave Jorgensen, for the position of Senior Financial Analyst. Smart & Associates conducted such Selection CIDS interview at Debtor's offices in Sedalia. Based

on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(c) On February 21, 2003, Brad Smart conducted an interview with a candidate, Monica Lammert, for the position of Director of Materials and Logistics. Smart & Associates conducted such Selection CIDS interview at its offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(d) On February 24, 2003, Chris Mursau conducted an interview with a candidate for the position of Materials Manager. Smart & Associates conducted such Selection CIDS interview at a conference room at O'Hare Airport. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(e) On February 25, 2003, Chris Mursau conducted an interview with a candidate for the position of Operations Manager. Smart & Associates conducted such Selection CIDS interview at a conference room at O'Hare Airport. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(f) On February 27, 2003, Chris Mursau conducted



an interview with a candidate for the position of Operations Manager. Smart & Associates conducted such Selection CIDS interview at a conference room at O'Hare Airport. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(g) On February 28, 2003, Brad Smart conducted an interview with a candidate, Bruce Leidal, for the position of Director of Information Technology. Smart & Associates conducted such Selection CIDS interview at its offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(h) On March 10, 2003, Chris Mursau conducted an interview with a candidate, Jeffrey Sutton, for the position of Operational Excellence. Smart & Associates conducted such Selection CIDS interview at Debtor's office in Sedalia. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(i) On April 9, 2003, Chris Mursau conducted an interview with a candidate, Brad Erion, for the position of Materials Manager. Smart & Associates conducted such Selection CIDS interview at Debtor's office in Northville. Based on Smart

& Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(j) On April 9, 2003, Chris Mursau conducted an interview with a candidate for the position of HR Manager.

Smart & Associates conducted such Selection CIDS interview at Debtor's office in Northville. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(k) On April 18, 2003, Brad Smart conducted an interview with a candidate, Rick Moline, for the position of Plant Manager. Smart & Associates conducted such Selection CIDS interview at Smart & Associates' offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(l) On April 18, 2003, Chris Mursau conducted an interview with a candidate, Stephen Sandor, for the position of Engineering Manager. Smart & Associates conducted such Selection CIDS interview at O'Hare. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(m) On April 21, 2003, Brad Smart conducted an interview with a candidate, John Potouhas, for the position of

Director, Corporate Accounting. Smart & Associates conducted such Selection CIDS interview at Smart & Associates' offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position; and

(n) On April 24, 2003, Brad Smart conducted an interview with a candidate for the position of Plant Manager. Smart & Associates conducted such Selection CIDS interview at Smart & Associates' offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(o) On May 6, 2003, Chris Mursau conducted an interview with a candidate for the position of Machining Supervisor. Smart & Associates conducted such Selection CIDS interview at O'Hare. Based on Smart & Associates' findings and recommendations, the Debtors did not hire the candidate for the referenced position; and

(p) On May 7, 2003, Brad Smart conducted an interview with a candidate, Jim Friedl, for the position of Plant Manager. Smart & Associates conducted such Selection CIDS interview at Smart & Associates' offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the

Debtors hired the candidate for the referenced position; and

(q) On May 26, 2003, Chris Mursau conducted an interview with a candidate, Jon Miller, for the position of Operations Manager. Smart & Associates conducted such Selection CIDS interview at Smart & Associates' offices in Wadsworth, Illinois. Based on Smart & Associates' findings and recommendations, the Debtors hired the candidate for the referenced position.

During the Selection CIDS interview described above, Smart & Associates met for a half-day with the candidate, asked the interviewee a series of detailed questions, and prepared a report regarding the interview.

Smart & Associates is seeking \$45,000 as compensation for Selection CIDS services rendered during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-1.

During the Case Period, Smart & Associates conducted 27 Selection CIDS Interviews for the Debtors.

**B. CIDS Interview  
(Amount Sought: \$48,000)**

Smart & Associates provides in-depth assessments of executives at HLI ("CIDS Interview"). Smart & Associates spends a half-day with each executive and performs a CIDS Interview with

the interviewee. Smart & Associates asks interviewees a series of questions regarding topics such as, among others, college, graduate school, and complete work history (with more than 20 questions about every position the candidate has held since college). Smart & Associates assists the candidates in self-appraisals of their strengths and weaknesses and in discussing these observances with Smart & Associates. Subsequent to such interviews, Smart & Associates prepares detailed reports on the interviews and its findings, including recommendations. Here, Smart & Associates analyzes the qualities of the interviewee, the requirements of the position they are currently holding, and their probable success in future management positions. This is the first step in the four-step CIDS Coaching process.

During the Final Interim Period, Smart & Associates performed CIDS Interviews for the following management employees to assess their capabilities and potentials:

(r) On January 23, 2003<sup>5</sup>, Chris Mursau interviewed J. Demarest, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(s) On January 28, 2003, Chris Mursau inter-

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5 There were services rendered and billed in January, 2003, but not included in the January, 2003 monthly fee application because it wasn't processed before the time of the January, 2003 fee application.

viewed M. Potparic, Engineering Manager, Montague, as the first step of the CIDS Coaching process; and

(t) On January 29, 2003, Chris Mursau interviewed C. Nelson, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(u) On January 29, 2003, Chris Mursau interviewed S. Beard, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(v) On February 4, 2003, Brad Smart interviewed M. Tedesco, Director of Engineering, Brake and Powertrain Components, as the first step of the CIDS Coaching process; and

(w) On February 18, 2003, Chris Mursau interviewed P. Cliff, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(x) On February 18, 2003, Chris Mursau interviewed T. Payne, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(y) On February 19, 2003, Chris Mursau interviewed M. Fisher, Director, Program Engineering, as the first step of the CIDS Coaching process; and

(z) On February 19, 2003, Chris Mursau interviewed C. Britt, Director, Program Engineering, as the first

step of the CIDS Coaching process; and

(aa) On February 21, 2003, Brad Smart interviewed G. Findling, Treasurer, as the first step of the CIDS Coaching process; and

(bb) On February 28, 2003, Brad Smart interviewed M. Pozsar, Corporate Controller, as the first step of the CIDS Coaching process; and

(cc) On March 3, 2003, Brad Smart prepared an extended CIDS Interview report (1/2 day) on M. Hendrickx at the request of Curt Clawson; and

(dd) On March 10, 2003, Chris Mursau interviewed T. Clark, Materials Manager, as the first step of the CIDS Coaching process; and

(ee) On March 11, 2003, Chris Mursau interviewed M. O'Neil, Materials Manager, as the first step of the CIDS Coaching process; and

(ff) On March 11, 2003, Chris Mursau interviewed G. Luedtke, Controller, as the first step of the CIDS Coaching process; and

(gg) On March 18, 2003, Chris Mursau interviewed V. King, Materials Manager, as the first step of the CIDS Coaching process; and

(hh) On March 19, 2003, Chris Mursau interviewed E. Sabers, Materials Manager, as the first step of the CIDS Coaching process; and

(ii) On March 25, 2003, Chris Mursau interviewed J. Warrington, HSE Manager, as the first step of the CIDS Coaching process; and

(jj) On April 28, 2003, Chris Mursau interviewed G. Popovic, Materials Manager, as the first step of the CIDS Coaching process; and

(kk) On April 29, 2003, Chris Mursau interviewed S. Kuhn, Operations Manager, as the first step of the CIDS Coaching process; and

(ll) On April 29, 2003, Chris Mursau interviewed R. Kratzer, Quality Manager, as the first step of the CIDS Coaching process; and

(mm) On April 30, 2003, Chris Mursau interviewed M. Marquis, Engineering Manager, as the first step of the CIDS Coaching process; and

(nn) On April 30, 2003, Chris Mursau interviewed J. Simmons, Controller, as the first step of the CIDS Coaching process; and

(oo) On May 1, 2003, Brad Smart interviewed D.



Knoeferl, Director, Product Engineering, as the first step of the CIDS Coaching process; and

(pp) On May 1, 2003, Brad Smart reviewed and interpreted Peter van Veen's report on J. Boots, as the first step of the CIDS Coaching process; and

(qq) On May 1, 2003, Chris Mursau interviewed J. Rahrig, Superintendent, as the first step of the CIDS Coaching process; and

(rr) On May 1, 2003, Chris Mursau interviewed J. Stinchcomb, Facilities Manager, as the first step of the CIDS Coaching process; and

(ss) On May 12, 2003, Brad Smart reviewed and interpreted Peter van Veen's report on L. Bruinsma, as the first step of the CIDS Coaching process.

Smart & Associates is seeking \$48,000 as compensation for CIDS Interview services rendered during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-2.

During the Case Period, Smart & Associates conducted 64 CIDS Interviews for the Debtors.

**(C) Oral 360 Interviews and Report  
(Amount Sought: \$49,500)**

The second component of the CIDS Coaching process consists of Oral 360 Interviews and a Report with respect thereto. Oral 360 Interviews for each employee consist of oral interviews of such employee's supervisors, peers, and subordinates (typically four hours of interviews with supervisors, peers, and subordinates regarding a manager's strengths and weaknesses). Subsequent to the Oral 360 Interviews for a particular employee, Smart & Associates prepares for the Debtors a detailed Oral 360 Report integrating the data obtained through the Oral 360 Interviews and setting forth Smart & Associates' finding and conclusions from such interviews.

During the Final Interim Period, Smart & Associates conducted Oral 360 Interviews and prepared related reports with respect thereto for the following:

(tt) On January 24, 2003, Chris Mursau conducted multiple interviews of C. Kraynak, Director, Program Engineering, and prepared a report regarding the same; and

(uu) On February 5, 2003, Chris Mursau conducted multiple interviews of M. Potparic, Director Technical Services and prepared a report regarding the same; and

(vv) On February 6, 2003, Chris Mursau conducted multiple interviews of C. Nelson, Director Customer Satisfaction

& Product Services and prepared a report regarding the same; and

(ww) On February 6, 2003, Chris Mursau conducted multiple interviews of S. Beard, Director Customer Satisfaction & Product Services and prepared a report regarding the same; and

(xx) On February 11, 2003 and February 18, 2003, Brad Smart conducted multiple supplemental interviews of M. Hendrickx (more extensive than usual, requested by client because coworkers of M. Hendrickx are located throughout the world), Vice President Sales and Marketing for Europe, and prepared a report regarding the same; and

(yy) On February 19, 2003, Brad Smart conducted multiple interviews of M. Tedesco, Director of Engineering, Brake and Powertrain Components and prepared a report regarding the same; and

(zz) On March 7, 2003, Brad Smart conducted multiple interviews of G. Findling, Treasurer, and prepared a report regarding the same; and

(aaa) On March 12, 2003, Brad Smart conducted multiple interviews of M. Pozsar, Corporate Controller, and prepared a report regarding the same; and

(bbb) On April 1, 2003, Chris Mursau conducted multiple interviews of T. Payne at the request of Tim

Welcer, HLI Director of HR, and prepared a report regarding the same; and

(ccc) On April 1, 2003, Chris Mursau conducted multiple interviews of M. O'Neill at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(ddd) On April 2, 2003, Chris Mursau conducted multiple interviews of M. Fischer at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(eee) On April 2, 2003, Chris Mursau conducted multiple interviews of T. Clark at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(fff) On April 3, 2003, Chris Mursau conducted multiple interviews of C. Britt at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(ggg) On April 3, 2003, Chris Mursau conducted multiple interviews of G. Luedtke at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(hhh) On April 7, 2003, Brad Smart conducted multiple interviews of Dan Sandberg, President, and prepared a report regarding the same; and

(iii) On April 8, 2003, Chris Mursau conducted multiple interviews of J. Warrington at the request of Tim Welcer, HLI Director of HR, and prepared a report regarding the same; and

(jjj) On May 20, 2003, Brad Smart conducted multiple interviews of Dennis Knoeferl, Director, Product Engineering, and prepared a report regarding the same; and

(kkk) On May 21, 2003, Chris Mursau conducted multiple interviews of S. Kuhn, Operations Manager, and prepared a report regarding the same; and

(lll) On May 21, 2003, Chris Mursau conducted multiple interviews of R. Kratzer, Quality Manager, and prepared a report regarding the same; and

(mmm) On May 22, 2003, Chris Mursau conducted multiple interviews of M. Marquis, Engineering Manager, and prepared a report regarding the same; and

(nnn) On May 22, 2003, Chris Mursau conducted multiple interviews of G. Popovic, Materials Manager, and prepared a report regarding the same; and

(ooo) On May 23, 2003, Chris Mursau conducted multiple interviews of J. Simmons, Quality Manager, and prepared a report regarding the same.

Smart & Associates is seeking \$49,500 as compensation for Oral 330 Interviews and Reports rendered during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-3.

During the Case Period, Smart & Associates conducted 49 Oral 360s for the Debtors.

**(D) Email 360 Surveys and Report  
(Amount Sought: \$5,300)**

Another component of the CIDS Coaching process consists of Email 360 Surveys and Reports.<sup>6</sup> The Email 360 Surveys for each employee consist of anonymous surveys of such employee's co-workers' opinions about the employee's strengths and weaknesses, as well as any progress such employee may have made toward specific developmental goals. Subsequent to the completion of the Email 360 Surveys, Smart & Associates prepares for the Debtors a report setting forth Smart & Associates' findings, conclusions and recommendations based upon such surveys.

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<sup>6</sup> Occasionally the Email 360 Survey and Report process is utilized to supplement the Oral 360 Interview and Report process.

During the Final Interim Period, Smart & Associates conducted Email 360 Interviews and prepared related reports with respect thereto for the following:

(ppp) During March, 2003, Chris Mursau conducted an Email 360 Interview on Dan Sandberg, President; and

(qqq) During March, 2003, Chris Mursau conducted an Email 360 Interview and prepared a report on Tim Benner, Director of Human Resources; and

(rrr) During May, 2003, Chris Mursau conducted an Email 360 Interview on Ed Kopkowski, Corporate Continuous Improvement; and

(sss) During May, 2003, Chris Mursau conducted an Email 360 Interview and prepared a report on Bob Kerin, Director of HR; and

(ttt) During May, 2003, Chris Mursau conducted an Email 360 Interview on Dave Currie, Director OD; and

(uuu) During May, 2003, Chris Mursau conducted an Email 360 Interview on B. O'Loughlin, CIO.

Smart & Associates is seeking \$5,300 as compensation for Email 360 Surveys and Reports rendered during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-4.

During the Case Period, Smart & Associates conducted 9 Email 360s for the Debtors.

**(E) Feedback and Coaching**  
**(Amount Sought: \$43,500)**

The final component of the CIDS Coaching process is Feedback and Coaching. The sessions consist of approximately half-day meetings at Smart & Associates' offices to review Smart & Associates' conclusions and recommendations and develop and document an extensive plan for the employees to improve their communication and leadership skills. Subsequent to such meetings, Smart & Associates prepares for each employee, a developmental report of each improvement plan and benchmarks to track the improvements.

During the Final Interim Period, Smart & Associates participated in Feedback and Coaching sessions with the following employees:

(vvv) On January 20, 2003, Chris Mursau participated in a Feedback and Coaching session with R. Alvarez and prepared a report regarding the same; and

(www) On January 28, 2003, Chris Mursau participated in a Feedback and Coaching session with P. Gauger and prepared a report regarding the same; and

(xxx) On January 29, 2003, Chris Mursau par-



ticipated in a Feedback and Coaching session with S. Olsen and prepared a report regarding the same; and

(yyy) On February 12, 2003, Brad Smart participated in a Feedback and Coaching session with D. Currie and prepared a report regarding the same; and

(zzz) On February 26, 2003, Brad Smart participated in a Feedback and Coaching session with M. Tedesco and prepared a report regarding the same; and

(aaaa) On March 19, 2003, Brad Smart participated in an extended (3/4 day) Feedback and Coaching session with M. Hendrickx and prepared a report regarding the same; and

(bbbb) On March 25, 2003, Chris Mursau participated in a Feedback and Coaching session with M. Potparic and prepared a report regarding the same; and

(cccc) On March 25, 2003, Chris Mursau participated in a Feedback and Coaching session with G. Gatton and prepared a report regarding the same; and

(dddd) On March 25, 2003, Chris Mursau participated in a Feedback and Coaching session with C. Nelson and prepared a report regarding the same; and

(eeee) On March 26, 2003, Chris Mursau participated in a Feedback and Coaching session with S. Beard and

prepared a report regarding the same; and

(ffff) On March 26, 2003, Chris Mursau participated in a Feedback and Coaching session with D. Seiler and prepared a report regarding the same; and

(gggg) On April 7, 2003, Brad Smart participated in a Feedback and Coaching session with G. Findling and prepared a report regarding the same; and

(hhhh) On April 10, 2003, Brad Smart participated in a Feedback and Coaching session with M. Pozsar and prepared a report regarding the same; and

(iiii) On April 28, 2003, Brad Smart participated in an abbreviated Feedback and Coaching session with D. Sandberg and prepared a report regarding the same; and

(jjjj) On April 29, 2003, Brad Smart participated in a Feedback and Coaching session with J. Stegemiller and prepared a report regarding the same.

Smart & Associates is seeking \$43,500 as compensation for Feedback and Coaching rendered during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-5.

During the Case Period, Smart & Associates conducted 64 Feedback and Coaching sessions for the Debtors.

**(F) Topgrading Workshops and Updates**  
**(Amount Sought: \$31,250)**

One of the principal services that Smart & Associates was retained to provide to the Debtors is training them to employ the Selection CIDS, CIDS Interview, and CIDS Coaching processes internally without the assistance of a third-party consultant, such as Smart & Associates, to enable the Debtors to improve the quality of employees hired by the Debtors, perform complete and accurate assessments of the Debtors' employees, develop methods to coach employees to maximize their potential, and decrease the Debtors' reliance on Smart & Associates for such services.

During the Final Interim Period, Smart & Associates, Inc., at the request of the Debtors, conducted Topgrading Workshops and Updates for employees at the following locations:

(kkkk) On January 7, 2003, Chris Mursau conducted a Topgrading Workshop at the Huntington location; and

(llll) On January 22, 2003, Chris Mursau conducted a Topgrading Workshop at the Lansing location; and

(mmmm) On February 13, 2003, Brad Smart conducted a Topgrading Update to determine the current status of the topgrading initiative and the current status of talent within the Debtors. This 5-hour meeting took place in North-

ville; and

(nnnn) On April 10, 2003, Chris Mursau conducted a Topgrading Workshop at the Northville location; and

(oooo) On May 28, 2003, Brad Smart conducted a Topgrading Update to determine the current status of the topgrading initiative and the current status of talent within HLI. This full-day meeting took place in Northville.

Smart & Associates is seeking \$31,250 as compensation for services rendered in connection with conducting the Topgrading Workshops and Update during the Final Interim Period. An itemized breakdown of services rendered to the Debtors is attached as Exhibit A-6.

During the Case Period, Smart & Associates conducted 8 Topgrading Updates, Seminars, and Workshops for the Debtors.

#### **ALLOWANCE OF COMPENSATION**

Compensation Sought. During the Final Interim Period, Smart & Associates assisted the Debtors in developing its managers by evaluating their current performance and teaching them methods to capitalize on their strengths. This is consistent with the Debtors' goals of "top-grading" their management and continuing to promote the successful turnaround of the Debtors' go-forward business operations. The Debtors continue to in-

crease the effectiveness of their managers, and this in turn contributes to the success of their nonmanager employees.

Smart & Associates believes that its services have continued to contribute to the positive relationships that the Debtors have maintained with their vendors and customers, as well as the positive relationships that have been cultivated within the Company. Smart & Associates continues to teach their techniques to the Debtors' management, thereby reducing their reliance on Smart & Associates in the future.

Reimbursement of Charges and Disbursements. Smart & Associates has disbursed, and requests reimbursement for, \$24,654.08, which represents actual, necessary charges and disbursements incurred in the rendition of professional services in these cases.

Smart & Associates certifies that it has reviewed the requirements of Delaware Bankruptcy Local Rule 2016-2 and that the Application substantially complies with that Local Rule. To the extent that the Application does not comply in all respects with the requirements of Delaware Bankruptcy Local Rule 2016-2, Smart & Associates believes that such deviations are not material and respectfully requests that any such requirement be waived.

WHEREFORE, Smart & Associates requests final allowance of compensation for professional services rendered by Smart & Associates to the Debtors, in the amount of \$650,850, for the Case Period, plus reimbursement of actual and necessary charges and disbursements, in the amount of \$24,654.08 incurred by Smart & Associates for the Case Period, including \$222,550 in compensation for professional services and \$8,715.11 in expenses incurred during the Final Interim Period, and the Court grant such other and further relief as is just and proper.

Dated: Wilmington, Delaware  
August 4, 2003

/s/ Margaret A. Brask  
Margaret A. Brask  
Smart & Associates, Inc.  
37202 N. Black Velvet Lane  
Wadsworth, IL 60083  
(847) 244-5544

Exhibit A-1

FINAL INTERIM PERIOD 2/1-5/31/03

SELECTION CIDS INTERVIEWS

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Position being considered for	Location of services rendered	Fee
2/8	Brad Smart	Selection CIDS Interview	Bruce Graff	Plant Manager	Wadsworth, IL	\$5,000
2/17	Chris Mursau	Selection CIDS Interview	Dave Jorgensen	Senior Financial Analyst	Sedalia	\$1,000
2/21	Brad Smart	Selection CIDS Interview	Monica Lammert	Director of Materials and Logistics	Wadsworth, IL	\$5,000
2/24	Chris Mursau	Selection CIDS Interview	Candidate not hired	Materials Manager	Southfield	\$1,000
2/25	Chris Mursau	Selection CIDS Interview	Candidate not hired	Operations Manager	Gainesville	\$1,000
2/27	Chris Mursau	Selection CIDS Interview	Candidate not hired	Operations Ex. Manager	La Mirada	\$1,000
2/28	Brad Smart	Selection CIDS Interview	Bruce Leidal	Director Information Technology	Wadsworth, IL	\$5,000
3/10	Chris Mursau	Selection CIDS Interview	Jeffrey Sutton		Sedalia	\$1,000
4/9	Chris Mursau	Selection CIDS Interview	Brad Erion	Materials Manager	Northville	\$1,000
4/9	Chris Mursau	Selection CIDS Interview	Candidate not hired	HR Manager	Northville	\$1,000
4/18	Brad Smart	Selection CIDS Interview	Rick Moline	Plant Manager	Wadsworth, IL	\$5,000
4/18	Chris Mursau	Selection CIDS Interview	Stephen Sandor	Engineering Manager	O'Hare	\$1,000
4/21	Brad Smart	Selection CIDS Interview	John Potouhas	Director, Corporate Accounting	Wadsworth, IL	\$5,000

<b>Date Services Rendered</b>	<b>Professional Performing Service</b>	<b>Services Rendered</b>	<b>Individual receiving service</b>	<b>Position being considered for</b>	<b>Location of services rendered</b>	<b>Fee</b>
4/24	Brad Smart	Selection CIDS Interview	Candidate not hired	Plant Manager	Wadsworth, IL	\$5,000
5/6	Chris Mursau	Selection CIDS Interview	Candidate not hired	Materials Manager	Northville	\$1,000
5/7	Brad Smart	Selection CIDS Interview	J. Friedl	Plant Manager	Wadsworth, IL	\$5,000
5/26	Chris Mursau	Selection CIDS Interview	J. Miller	Operations Manager	Northville	\$1,000
<b>SUB TOTAL</b>						\$45,000.00



FINAL INTERIM PERIOD 2/1-5/31/03

CIDS INTERVIEWS

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
1/23	Chris Mursau	CIDS Interview, Report Generation	J. Demarest	Quality Manager	Wadsworth, IL	1,000
1/28	Chris Mursau	CIDS Interview, Report Generation	P. Potparic	VP Sales & Marketing	Wadsworth, IL	\$1,000
1/29	Chris Mursau	CIDS Interview, Report Generation	C. Nelson	VP Sales & Marketing	Wadsworth, IL	\$1,000
1/23	Chris Mursau	CIDS Interview, Report Generation	S. Beard	VP Sales & Marketing	Wadsworth, IL	\$1,000
2/4	Brad Smart	CIDS Interview, Report Generation	M. Tedesco	Director of Engineering	Wadsworth, IL	\$5,000
2/18	Chris Mursau	CIDS Interview, Report Generation	P. Cliff	VP Sales & Marketing	Wadsworth, IL	\$1,000
2/18	Chris Mursau	CIDS Interview, Report Generation	T. Payne	VP Sales & Marketing	Wadsworth, IL	\$1,000
2/19	Chris Mursau	CIDS Interview, Report Generation	M. Fisher	VP Sales & Marketing	Wadsworth, IL	\$1,000
2/19	Chris Mursau	CIDS Interview, Report Generation	C. Britt	VP Sales & Marketing	Wadsworth, IL	\$1,000
2/21	Brad Smart	CIDS Interview, Report Generation	G. Findling	Treasurer	Wadsworth, IL	\$5,000
2/28	Brad Smart	CIDS Interview, Report Generation	M. Pozsar	Corporate Controller	Wadsworth, IL	\$5,000
3/3	Brad Smart	CIDS Report Extended	M. Hendricks	VP Sales & Marketing	Wadsworth, IL	\$5,000
3/10	Chris Mursau	CIDS Interview, Report Generation	T. Clark		Sedalia	\$1,000
3/11	Chris Mursau	CIDS Interview, Report Generation	M. O'Neil	1`	Sedalia	\$1,000
3/11	Chris Mursau	CIDS Interview, Report Generation	G. Luedtke		Sedalia	\$1,000
3/18	Chris Mursau	CIDS Interview,	V. King		O'Hare	\$1,000

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
		Report Generation				
3/19	Chris Mursau	CIDS Interview, Report Generation	E. Sabers		O'Hare	\$1,000
3/25	Chris Mursau	CIDS Interview, Report Generation	J. Warrington		Huntington	\$1,000
4/28	Chris Mursau	CIDS Interview, Report Generation	G. Popovic	Materials Manager	Howell	\$1,000
4/29	Chris Mursau	CIDS Interview, Report Generation	S. Kuhn	Operations Manager	Howell	\$1,000
4/29	Chris Mursau	CIDS Interview, Report Generation	R. Kratzer	Quality Manager	Howell	\$1,000
4/30	Chris Mursau	CIDS Interview, Report Generation	M. Marquis	Engineering Manager	Howell	\$1,000
4/30	Chris Mursau	CIDS Interview, Report Generation	J. Simmons	Controller	Howell	\$1,000
5/1	Brad Smart	CIDS Interview, Report Generation	D. Knoefel	Director, Product Engineering	Wadsworth, IL	\$5,000
5/1	Brad Smart	CIDS Report Review and Interpretation	J. Boots/P. van Veen		Wadsworth, IL	\$1,000
5/1	Chris Mursau	CIDS Interview, Report Generation	J. Stinchcomb	Facilities Manager	Northville	\$1,000
5/1	Chris Mursau	CIDS Interview, Report Generation	J. Rahrig	Superintendent	Northville	\$1,000
5/12	Brad Smart	CIDS Report Review and Interpretation	L. Bruinsma/P. van Veen		Wadsworth, IL	\$1,000
<b>SUB TOTAL</b>						\$48,000.00

FINAL INTERIM PERIOD 2/1-5/31/03

ORAL 360 INTERVIEWS

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
1/23	Chris Mursau	Oral 360s, incorporate into report	C. Kraynak	Director, Program Engineering	Wadsworth, IL	\$1,000
2/5	Chris Mursau	Oral 360s, incorporate into report	M. Potparic	Director, Program Engineering	Wadsworth, IL	\$1,000
2/6	Chris Mursau	Oral 360s, incorporate into report	C. Nelson	Director, Program Engineering	Wadsworth, IL	\$1,000
2/7	Chris Mursau	Oral 360s, incorporate into report	S. Beard	Director, Program Engineering	Wadsworth, IL	\$1,000
2/11, 2/18	Brad Smart	Oral 360s, incorporate into report	M. Hendrickx	Vice President Sales and Marketing for Europe	Wadsworth, IL	\$8,500
2/19	Brad Smart	Oral 360s, incorporate into report	M. Tedesco	Director of Engineering, Brake and Powertrain Components	Wadsworth, IL	\$5,000
3/7	Brad Smart	Oral 360s, incorporate into report	G. Findling	Treasurer	Wadsworth, IL	\$5,000
3/7	Brad Smart	Oral 360s, incorporate into report	M. Pozsar	Corporate Controller	Wadsworth, IL	\$5,000
4/1	Chris Mursau	Oral 360s, incorporate into report	T. Payne		Wadsworth, IL	\$1,000
4/1	Chris Mursau	Oral 360s, incorporate into report	M. O'Neill		Wadsworth, IL	\$1,000
4/2	Chris Mursau	Oral 360s, incor-	M.		Wadsworth,	\$1,000

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
	sau	porate into report	Fischer		IL	
4/2	Chris Mursau	Oral 360s, incorporate into report	T. Clark		Wadsworth, IL	\$1,000
4/2	Chris Mursau	Oral 360s, incorporate into report	C. Britt		Wadsworth, IL	\$1,000
4/3	Chris Mursau	Oral 360s, incorporate into report	G. Luedtke		Wadsworth, IL	\$1,000
4/7	Brad Smart	Oral 360s, incorporate into report	D. Sandberg	President	Wadsworth, IL	\$5,000
4/8	Chris Mursau	Oral 360s, incorporate into report	J. Warrington		Wadsworth, IL	\$1,000
5/20	Brad Smart	Oral 360s, incorporate into report	D. Knoeferl	Director, Product Engineering	Wadsworth, IL	\$5,000
5/21	Chris Mursau	Oral 360s, incorporate into report	S. Kuhn	Operations Manager	Wadsworth, IL	\$1,000
5/21	Chris Mursau	Oral 360s, incorporate into report	R. Kratzer	Quality Manager	Wadsworth, IL	\$1,000
5/22	Chris Mursau	Oral 360s, incorporate into report	M. Marquis	Engineering Manager	Wadsworth, IL	\$1,000
5/22	Chris Mursau	Oral 360s, incorporate into report	G. Popovic	Materials Manager	Wadsworth, IL	\$1,000
5/23	Chris Mursau	Oral 360s, incorporate into report	J. Simons	Quality Manager	Wadsworth, IL	\$1,000
<b>SUB TOTAL</b>						\$49,500.00

Exhibit A-4

FINAL INTERIM PERIOD 2/1-5/31/03

Email 360s and Report

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
3/-	Chris Mursau	Email 360	Dan Sandberg	President	Wadsworth, IL	\$300
3/-	Chris Mursau	Email 360 and report	Tim Benner	Director, Human Resources	Wadsworth, IL	\$1,000
5/30	Chris Mursau	Email 360 and Report	E. Kopkowski	Corporate Continuous Improvement	Wadsworth, IL	\$1,000
5/30	Chris Mursau	Email 360 and Report	B. Kerin	Director of HR	Wadsworth, IL	\$1,000
5/30	Chris Mursau	Email 360 and Report	D. Currie	Director OD	Wadsworth, IL	\$1,000
5/30	Chris Mursau	Email 360 and Report	B. O'Loughlin	CIO	Wadsworth, IL	\$1,000
<b>SUB TOTAL</b>						\$5,300.00

FINAL INTERIM PERIOD 2/1-5/31/03

Feedback and Coaching

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
1/20	Chris Mursau	Feedback, Coaching, prepare report	R. Alvarez	Continuous Improvement Manager	Wadsworth, IL	\$1,000
1/28	Chris Mursau	Feedback, Coaching, prepare report	P. Gauger	Human Resources Manager	Wadsworth, IL	\$1,000
1/29	Chris Mursau	Feedback, Coaching, prepare report	S. Olsen	Operations Manager	Wadsworth, IL	\$1,000
2/12	Brad Smart	Feedback, Coaching, prepare report	D. Currie	Director, Recruiting, Training and Organizational Development	Wadsworth, IL	\$5,000
2/26	Brad Smart	Feedback, Coaching, prepare report	M. Tedesco	Director of Engineering, Brake and Powertrain Components	Wadsworth, IL	\$5,000
3/19	Brad Smart	Feedback, Coaching, extended	M. Hendrickx	VP Sales & Marketing	Wadsworth, IL	\$7,500
3/25	Chris Mursau	Feedback, Coaching, prepare report	M. Potparic	Project Launch Manager	Huntington	\$1,000
3/25	Chris Mursau	Feedback, Coaching, prepare report	G. Gatton	Engineering Manager	Huntington	\$1,000
3/25	Chris Mursau	Feedback, Coaching, prepare report	C. Nelson	Operational Excellence	Huntington	\$1,000

<b>Date Services Rendered</b>	<b>Professional Performing Service</b>	<b>Services Rendered</b>	<b>Individual receiving service</b>	<b>Individual's title</b>	<b>Location of services rendered</b>	<b>Fee</b>
3/26	Chris Mursau	Feedback, Coaching, prepare report	S. Beard	Controller	Huntington	\$1,000
3/26	Chris Mursau	Feedback, Coaching, prepare report	D. Seiler	Quality Manager	Huntington	\$1,000
4/7	Brad Smart	Feedback, Coaching	G. Findling	Treasurer	Wadsworth, IL	\$5,000
4/10	Brad Smart	Feedback, Coaching	M. Pozsar	Corporate Controller	Wadsworth, IL	\$5,000
4/28	Brad Smart	Feedback, Coaching, abbreviated	D. Sandberg	President	Wadsworth, IL	\$3,000
4/29	Brad Smart	Feedback, Coaching	J. Stegemiller	President	Wadsworth, IL	\$5,000
<b>SUB TOTAL</b>						\$43,500.00

Exhibit A-6

FINAL INTERIM PERIOD 2/1-5/31/03

Topgrading Workshops, Updates, HR Seminars

Date Services Rendered	Professional Performing Service	Services Rendered	Individual receiving service	Individual's title	Location of services rendered	Fee
1/7	Chris Mursau	Topgrading Workshop	Huntington plant		Huntington	\$2,500
1/22	Chris Mursau	Topgrading Workshop	Lansing plant		Lansing	\$2,500
2/13	Brad Smart	Topgrading Update	Larry Karenko, management team		Northville	\$10,000
4/10	Chris Mursau	Topgrading Workshop (1/2)	Northville Plant		Northville	\$1,250
5/28	Brad Smart	Topgrading Update	Larry Karenko, management team		Northville	\$15,000
<b>SUB TOTAL</b>						\$31,250.00

FINAL INTERIM PERIOD 2/1-5/31/03 TOTAL PROFESSIONAL FEES: \$222,550.00

SMART & ASSOCIATES  
CHARGES AND DISBURSEMENTS SUMMARY



(FEB 1, 2003 - MAY 31, 2003)

(FEBRUARY 1, 2003 - May 31, 2003)

CATEGORY	TOTAL EXPENSES
Travel Expenses	\$8,396.89
Telecommunications	\$318.22
<b>TOTAL</b>	<b>\$8,715.11</b>

FINAL INTERIM PERIOD 2/1-5/31/03 TOTAL EXPENSES:

\$8,715.11

**CERTIFICATE OF SERVICE**

I, Michael W. Yurkewicz, hereby certify that on August 4, 2003, I caused the foregoing **Final Fee Application of Smart & Associates, Inc., Employee Candidate Assessment Consultant to the Debtors, for Final Allowance of Compensation for Services Rendered and Reimbursement of Charges and Disbursements Incurred for the Period of July 1, 2002 Through May 31, 2003** to be served on the parties set forth on the attached Exhibit A, by first class mail, postage paid, or in the manner indicated.

/s/ Michael W. Yurkewicz  
Michael W. Yurkewicz

**EXHIBIT A**  
Service List

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