



PUBLIC NOTICE

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DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF GENERAL MOTORS CORPORATION, DEBTOR-IN-POSSESSION, TO GENERAL MOTORS LLC

STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 09-108

Comments Due: July 10, 2009

Reply Comments Due: July 17, 2009

On June 24, 2009, OnStar, LLC (OnStar), General Motors Corporation, Debtor-in-Possession (General Motors DIP), and General Motors LLC (New GM) (collectively, Applicants)¹ filed an application pursuant to section 63.03 of the Commission's rules to transfer control of the domestic Section 214 authorization held by OnStar to New GM.² The Applicants state that OnStar is a non-facilities based common carrier that provides telecommunications services exclusively by reselling capacity on the networks of Verizon Wireless and other carriers. They further explain that OnStar's vehicle-based Commercial Mobile Radio Service (CMRS) extends throughout the United States and to various international points, including Canada. The Applicants request special and expeditious consideration of the application due to the weak financial position of OnStar's current corporate parent, General Motors DIP.³

On June 1, 2009, OnStar's parent company, General Motors Corporation, filed a voluntary petition for protection under Chapter 11 of the U.S. Bankruptcy Code in the U.S. Bankruptcy Court for

¹ All parties to this application are organized under Delaware law.

² 47 C.F.R. § 63.03; *see also* 47 U.S.C. § 214. Applicants also have filed applications for transfers of control associated with authorizations for international and wireless services, as well as certain experimental licenses. In addition, the parties separately have filed requests for such Special Temporary Authority (STA) as may be necessary or required for expedited approval of these transfers of control. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications.

³ The Applicants explain that General Motors Corporation was forced to enter Chapter 11 bankruptcy proceedings and become a debtor-in-possession to avoid the complete collapse of its vehicle manufacturing operations and several dependent industries. As a consequence of its financial difficulties, General Motors DIP allegedly is unable to obtain credit from lenders to finance continued operations during a prolonged Chapter 11 proceeding. The Applicants state that expeditious consideration of this application will enable New GM to move forward and operate as a competitive business and OnStar to continue to provide vehicle-based CMRS services to its customers without disruption.

the Southern District of New York (the Bankruptcy Court).⁴ As a result of this bankruptcy filing, and in accordance with the U.S. Bankruptcy Code, General Motors Corporation currently is operating as a debtor-in-possession under supervision of the Bankruptcy Court. General Motors DIP has requested approval from the Bankruptcy Court to transfer certain assets, including OnStar and its FCC licenses, to New GM.⁵

Upon approval from the Bankruptcy Court, four entities will hold membership interests in New GM: the United States Treasury (UST) (60.8 percent); UAW Retiree Medical Benefits Trust (New VEBA) (17.5 percent); 7176384 Canada, Inc., a wholly-owned subsidiary of the Canadian Development Investment Corporation (CDIC) (11.7 percent); and General Motors Corporation (Old GM) (10 percent). The initial board of directors of New GM will have 13 members, and UST will have the power to designate 10 of the 13 members.

Applicants assert that the proposed transaction is entitled to presumptive streamlined treatment under section 63.03(b)(1) of the Commission's rules, and that a grant of the application will serve the public interest, convenience, and necessity.⁶

Domestic Section 214 Application Filed for the Transfer of Control of General Motors, Corporation, Debtor-in-Possession, to General Motors LLC, WC Docket No. 09-108 (filed June 24, 2009).

GENERAL INFORMATION

The Wireline Competition Bureau finds, upon initial review, that the transfer of control identified herein is acceptable for filing as a streamlined application. The Commission reserves the right to return any transfer of control application if, upon further examination, it is determined to be defective and not in conformance with the Commission's rules and policies. Pursuant to section 63.03(a) of the Commission's rules, 47 C.F.R. § 63.03(a), interested parties may file comments **on or before July 10, 2009**, and reply comments **on or before July 17, 2009**. Unless otherwise notified by the Commission, the Applicants may transfer control on the 31st day after the date of this notice.⁷ Comments must be filed electronically using (1) the Commission's Electronic Comment Filing System (ECFS) or (2) the Federal Government's e-Rulemaking Portal. *See* 47 C.F.R. § 63.03(a) ("All comments on streamlined applications shall be filed electronically . . ."); *Electronic Filing of Documents in Rulemaking Proceedings*, 63 FR 24121 (1998).

- Comments may be filed electronically using the Internet by accessing the ECFS, <http://www.fcc.gov/cgb/ecfs/>, or the Federal e-Rulemaking Portal, <http://www.regulations.gov>. Filers should follow the instructions provided on the website for submitting comments.
- For ECFS filers, if multiple docket or rulemaking numbers appear in the caption of this proceeding, filers must transmit one electronic copy of the comments for each docket or rulemaking number referenced in the caption. In completing the transmittal screen, filers should

⁴ *See* In re *General Motors Corporation, Debtor*, Case No. 09-50026 (REG) (Bankr. S.D.N.Y. filed June 1, 2009).

⁵ *See* In re *General Motors Corporation, Notice of Sale Hearing to Sell Substantially All of Debtors' Assets Pursuant to Master Sale and Purchase Agreement with Vehicle Acquisition Holdings, LLC, A U.S. Treasury-Sponsored Purchaser*, Case No. 09-50026 (REG) (Bankr. S.D.N.Y. filed June 2, 2009)

⁶ 47 C.F.R. § 63.03(b)(1).

⁷ Such authorization is conditioned upon receipt of any other necessary approvals from the Commission in connection with the proposed transaction.

include their full name, U.S. Postal Service mailing address, and the applicable docket or rulemaking number. Parties may also submit an electronic comment by Internet e-mail. To get filing instructions, filers should send an e-mail to ecfs@fcc.gov and include the following words in the body of the message, "get form." A sample form and directions will be sent in response.

In addition, e-mail one copy of each pleading to each of the following:

- 1) The Commission's duplicating contractor, Best Copy and Printing, Inc., fcc@bcpiweb.com; phone: (202) 488-5300; fax: (202) 488-5563;
- 2) Tracey Wilson-Parker, Competition Policy Division, Wireline Competition Bureau, tracey.wilson-parker@fcc.gov;
- 3) Alex Johns, Competition Policy Division, Wireline Competition Bureau, alexis.johns@fcc.gov;
- 4) David Krech, Policy Division, International Bureau, david.krech@fcc.gov; and
- 5) Jim Bird, Office of General Counsel, jim.bird@fcc.gov.

Filings and comments are available for public inspection and copying during regular business hours at the FCC Reference Information Center, Portals II, 445 12th Street, S.W., Room CY-A257, Washington, D.C. 20554. They may also be purchased from the Commission's duplicating contractor, Best Copy and Printing, Inc., Portals II, 445 12th Street, S.W., Room CY-B402, Washington, D.C. 20554; telephone: (202) 488-5300; fax: (202) 488-5563; e-mail: fcc@bcpiweb.com; url: www.bcpiweb.com.

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For further information, please contact Tracey Wilson-Parker at (202) 418-1394, or Alex Johns at (202) 418-1167.