



PUBLIC NOTICE

Federal Communications Commission
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DA 15-1226
October 28, 2015

DOMESTIC SECTION 214 APPLICATION FILED FOR THE TRANSFER OF CONTROL OF ONSTAR TO GENERAL MOTORS COMPANY

NON-STREAMLINED PLEADING CYCLE ESTABLISHED

WC Docket No. 15-246

Comments Due: November 11, 2015

Reply Comments Due: November 18, 2015

OnStar, LLC (OnStar) and General Motors Company (GM) (together, Applicants) filed an application pursuant to section 214 of the Communications Act of 1934, as amended (Act),¹ seeking approval for the unauthorized transfer of control of OnStar from General Motors Company (United States Department of the Treasury (UST) Controlled Board of Directors) to General Motors Company (Current Board of Directors).

OnStar, a Delaware limited liability company, provides domestic resold telecommunications services. OnStar's vehicle based commercial mobile radio service (CMRS) extends nationwide throughout the United States.² General Motors Company, a Delaware corporation, is a widely-held, publicly-traded company that does not have any 10 percent or greater interest holders. Applicants failed to seek Commission approval of the transfer of control of the relevant 214 authorizations held by OnStar to the Current Board of Directors. Applicants explain that, as a result of a series of public offerings of GM's stock, as of November 18, 2015, the UST Controlled Board of Directors no longer had the ability to designate more than half of the members to GM's board of directors. Applicants state that no shareholder owns five percent or more of the issued and outstanding stock of GM and that operational control of GM

¹ 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214. Applicants are also filing applications for transfer of control associated with authorization for international services. Any action on this domestic section 214 application is without prejudice to Commission action on other related, pending applications. Applicants filed a supplement to their domestic section 214 application on October 16, 2015. On October 21, 2015, the Wireline Competition Bureau granted Applicants' request for special temporary authority (STA) to authorize OnStar to continue providing service while the Bureau reviews the domestic 214 application, effective for 60 days. *See* Letter from Ari Q. Fitzgerald, Counsel to OnStar, LLC and General Motors Company, to Marlene H. Dortch, Secretary, FCC, WC Docket No. 15-246 (filed Oct. 20, 2015).

² *See Application for Authority Pursuant to Section 214 of the Communications Act of 1934, as Amended, to Transfer Control of Authorizations from OnStar to General Motors Company*, WC Docket No 15-246 (filed Sept. 30, 2015) (Application); 47 C.F.R. § 63.03; *see* 47 U.S.C. § 214.

now rests with a diverse shareholder base and the Current Board of Directors,³ who were elected after the UST Board of Directors divested all of its shares.

Applicants assert that the proposed transaction will serve the public interest. Applicants state that they will continue to provide service to its subscribers in a manner that is transparent from the service they received prior to the transaction. Applicants state that they do not seek streamlined treatment for this transaction under the Commission's rules.⁴

Domestic Section 214 Application filed for the Transfer of Control of OnStar to General Motors Company, WC Docket No. 15-246 (filed September 30, 2015).

GENERAL INFORMATION

The application referenced herein have been found, upon initial review, to be acceptable for filing. The Commission reserves the right to return any transfer 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 CFR § 63.03(a), interested parties may file comments **on or before November 11, 2015**, and reply comments **on or before November 18, 2015**. Pursuant to section 63.52 of the Commission's rules, 47 C.F.R. § 63.52, commenters must serve a copy of comments on the Applicants no later than the above comment filing date.

Pursuant to section 63.03 of the Commission's rules, 47 CFR § 63.03, parties to this proceeding should file any documents in this proceeding using the Commission's Electronic Comment Filing System (ECFS): <http://apps.fcc.gov/ecfs/>.

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

- 1) Margoux Brown, Competition Policy Division, Wireline Competition Bureau, Margoux.Brown@fcc.gov;
- 2) Gregory Kwan, Competition Policy Division, Wireline Competition Bureau, Gregory.Kwan@fcc.gov;
- 3) David Krech, Policy Division, International Bureau, David.Krech@fcc.gov;
- 4) Sumita Mukhoty, Policy Division, International Bureau, Sumita.Mukhoty@fcc.gov;
- 5) Jim Bird, Office of General Counsel, Jim.Bird@fcc.gov.

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³ The members of GM's Current Board of Directors are: Mary T. Barra, Joseph J. Ashton, Stephen J. Girsky, Linda R. Gooden, Joseph Jimenez, Kathryn V. Marinello, James J. Mulva, Admr. Michel G. Mullen, USN (ret.), Patricia F. Russo, Thomas M. Schoewe, Theodore M. Solso and Carol M. Stephenson.

⁴ 47 C.F.R. § 63.03.

The proceeding in this Notice shall be treated as a “permit-but-disclose” proceeding in accordance with the Commission’s ex parte rules. Persons making ex parte presentations must file a copy of any written presentation or a memorandum summarizing any oral presentation within two business days after the presentation (unless a different deadline applicable to the Sunshine period applies). Persons making oral ex parte presentations are reminded that memoranda summarizing the presentation must (1) list all persons attending or otherwise participating in the meeting at which the ex parte presentation was made, and (2) summarize all data presented and arguments made during the presentation. If the presentation consisted in whole or in part of the presentation of data or arguments already reflected in the presenter’s written comments, memoranda or other filings in the proceeding, the presenter may provide citations to such data or arguments in his or her prior comments, memoranda, or other filings (specifying the relevant page and/or paragraph numbers where such data or arguments can be found) in lieu of summarizing them in the memorandum. Documents shown or given to Commission staff during ex parte meetings are deemed to be written ex parte presentations and must be filed consistent with rule 1.1206(b), 47 C.F.R. § 1.1206(b). Participants in this proceeding should familiarize themselves with the Commission’s ex parte rules.

For further information, please contact Margoux Brown at (202) 418-1584 or Gregory Kwan at (202) 418-1191.

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