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Form PREN14A

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General Motors Corporation  
Non-Management Challengers

PROXY STATEMENT

GM is in undisputed decline. Many plans are presented, Few have results. The current GM Board of Directors failed to hold GM management accountable.

The only way for stockholders to make necessary course corrections is to replace the current Directors. Vote for the Renaissance Board that John Lauve has nominated. This will "Return GM to Greatness".

The GM stockholders paid for the mistakes of Mr. Wagoner's Board, by the Loss of Stockholder Value.

1. Dividends cut by 50%
2. Valuable assets were sold, with no stockholder compensation (GMAC was sold at a value of \$24.77 per share).

This statement is made to solicit proxies for non-management Challengers to replace the incumbent board).

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1. Management Shake Up, " Bring in Fresh Vision"  
-After 4 Years of Mr. Wagoner and Mr. Lutz , GM now has huge losses
2. Product Improvement  
Eliminate customer dissatisfies (such as inaccurate gas gauges,  
Dysfunctional cup holders, twisted seat belts, etc.)  
Stop wasting money on low volume cars and improve high volume products  
..
3. Saturn Image  
-Define as the mileage champion with diesels, E-85 (green gas) & electrics
4. Standard Parts  
-Commonize more parts and stop "copycat"  
cars like the Cadillac CTS  
and STS, These cars look exactly alike yet, don't even share door handles.
5. Quality, "Learn from Past Mistakes"  
-Do not continue known mistakes from the past (example: pickup tailgate  
Straps, where the replacement part fails too).  
-Our Director, John Lauve, championed meaningful Quality Control at  
Cadillac Division.
6. Sales  
GM management lacks real world car sales knowledge and experience.  
Our Director, Jim Dollinger, is a top Buick salesman and can  
Institutionalize his insight and knowledge for greater sales.  
Visit his website at Generalwatch.com to view his thoughts about GM
7. Health Care  
Promote a GM Health Care Management system like John Deere and Pfizer.  
Our Director, Dr. Woodward, will implement system reform as opposed  
to the recent changes that just "sends the bill to workers".
8. Accounting Accountability and Cost Control  
Implement stringent Activity Based Costing procedures to understand  
all facets that affect cost.  
Our Director, Mr. Walde is a banker and Director Mr. Parks has  
extensive knowledge of value analysis and product cost drivers.

### ANNUAL MEETING

The meeting site is remote from its Corporate Office in Detroit. This discourages access by having it in Wilmington, Delaware (9:00 a.m. Tuesday, June 6, 2006 per GM notice). Last year, after Web casting the Chairman's opening statement, GM cut off coverage of the "business" items that were the official meeting purpose. Interested people were denied learning important information discussed and not covered by the news. Web casting should be an SEC openness requirement.

### VOTING

There are three categories of voting

1. Registered Owners- Approximately 20% of stock owners have stock certificates at home or held by the Corporation (Computershare)
2. GM Employee Plans-Approximately 16% of stock.

Note: Salaried employees, who fail to vote, automatically have their stock voted for the Management Directors.  
(These two plans vote through Computer share envelopes)





