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**UNITED STATES BANKRUPTCY COURT
SOUTHERN DISTRICT OF NEW YORK**

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In re	: Chapter 11
	:
MOTORS LIQUIDATION COMPANY, et al.,	: Case No.: 09-50026 (REG)
f/k/a General Motors Corp., et al.	:
	: (Jointly Administered)
Debtors.	:
	:
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**PLAINTIFFS’ STATEMENT OF ISSUES AND DESIGNATION OF RECORD
ON APPEAL REGARDING PLAINTIFFS’ MOTION FOR 60(B) RELIEF
(DORIS PHILLIPS) SETTING ASIDE THE SETTLEMENT AGREEMENT**

Doris Powledge Phillips, f/k/a Doris Powledge, Plaintiff, Individually and as Representative of the Estate of Adam Powledge, deceased, the Estate of Rachel Powledge, deceased, the Estate of Isaac Powledge, deceased, the Estate of Christian Powledge, deceased, and the Estate of Jacob Powledge, deceased (collectively, “**Phillips Plaintiffs**”), submit this Statement of Issues and Designation of Record on Appeal pursuant to Rule 8009(a) of the Federal Rules of Bankruptcy Procedure with respect to their appeal from the *Order on Motion for 60(B) Relief (Doris Phillips)* entered by the United States Bankruptcy Court for the Southern District of New York (the “Bankruptcy

Court”) dated June 29, 2015 (ECF No. 13258) (the “Order”) and the *Decision on Motion for 60(B) Relief (Doris Phillips)*, dated June 8, 2015 (ECF No. 13190) (the “60(B) Decision”), and respectfully state as follows:

STATEMENT OF ISSUES

This appeal by the Phillips Plaintiffs addresses the following issues:

1. Did the Bankruptcy Court err by finding that Phillips Plaintiffs assigned their right to assert claims against Old and New GM regarding the wrongfully obtained Settlement Agreement?
2. Did the Bankruptcy Court err by denying Phillips Plaintiffs’ 60(B) Motion?
3. Did the Bankruptcy Court err by failing to find Phillips Plaintiffs’ right to due process was violated as a result of GM’s discovery abuses?
4. Did the Bankruptcy Court err in failing to consider allegations that Old and New GM ignorantly or purposefully failed to disclose documents that substantially impacted the valuation of Phillips Plaintiffs’ timely filed claim?
5. Did the Bankruptcy Court err in failing to set aside Phillips Plaintiffs’ Settlement Agreement?
6. Did the Bankruptcy Court err in failing to revalue Phillips Plaintiffs’ claim or order a new trial?
7. Did the Bankruptcy Court err in failing to allow for discovery specific to Phillips Plaintiffs’ allegations?

8. Did the Bankruptcy Court err in failing to find that Phillips Plaintiffs had standing to bring their Rule 60(B) Motion and assert their right to overturn the Settlement Agreement due to misrepresentation?

DESIGNATED ITEMS

The Phillips Plaintiffs hereby designate for inclusion in the record on appeal (i) items 1 through 225 designated in the Appellants’ Statement of Issues on Appeal and Designation of Items to Be Included in the Record on Appeal [ECF No. 13219], filed by the Ignition Switch Plaintiffs on June 16, 2015, (ii) items 1 and 2 designated in the Ignition Switch Pre-Closing Accident Plaintiffs’ Statement of Issues and Designation of Record on Appeal [ECF No. 13236] and (iii) the following additional items:

	<u>Description</u>	<u>Docket No.</u>
1.	United States Bankruptcy Court for the Southern District of New York Proof of Claim on behalf of Powledge Plaintiffs, filed November 23, 2009	13112-3
2.	Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court’s July 5, 2009 Sale Order and Injunction, filed April 21, 2014	12620
3.	Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce this Court’s July 5, 2009 Sale Order and Injunction Against Plaintiffs in Pre-Closing Accident Lawsuits	12807
4.	Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court’s July 5, 2009 Sale Order and Injunction (Monetary Relief Actions, Other than Ignition Switch Actions)	12621
5.	Motion for Admission to Practice Pro Hac Vice of Joshua P. Davis, filed August 12, 2014	12837
6.	August 14, 2014 Letter to Honorable Robert E. Gerber from Joshua P. Davis on behalf of Powledge Plaintiffs requesting a meeting, filed August 14, 2014	12845
7.	Objection to General Motors LLC’s Motion to Enforce, Pursuant to 11 U.S.C. 105 & 363, the Court’s July 5, 2009 Sale Order and Injunction Against Plaintiffs in Pre-Closing Accident Law Suits with Exhibits A – F and Certificate of Service, filed	12847

	August 14, 2014	
8.	Endorsed Order Granting Discussion, filed August 15, 2014	12849
9.	August 15, 2014 letter to Honorable Robert E. Gerber from King & Spalding LLP for General Motors LLC responding to Joshua P. Davis's August 14, 2014 letter, filed August 15, 2014	12850
10.	Endorsed Order Granting Briefing Schedule for Four Threshold Issues, filed August 22, 2014	12869
11.	Order Authorizing Admission Pro Hac Vice of Joshua P. Davis, filed September 12, 2014	12894
12.	Scheduling Order Regarding Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce this Court's July 5, 2009 Sale Order and Injunction Against Plaintiffs in Pre-Closing Accident Lawsuits with Exhibit A and Certificate of Service, filed September 15, 2014	12897
13.	Scheduling Order Regarding Motion of General Motors LLC Pursuant to 11 U.S.C. §§ 105 and 363 to Enforce the Court's July 5, 2009 Sale Order and Injunction (Monetary Relief Actions, Other than Ignition Switch Actions) with Exhibit A and Certificate of Service, filed September 15, 2014	12898
14.	Opening Brief by General Motors LLC on Threshold Issues Concerning its Motions to Enforce the Sale Order and Injunction, filed November 5, 2014	12981
15.	Appendix of Exhibits for Opening Brief by General Motors LLC on Threshold Issues Concerning its Motions to Enforce the Sale Order and Injunction, filed November 5, 2014	12982
16.	Response by General Motors LLC Regarding the Equitable Mootness Threshold Issue with Exhibits A and B and Certificate of Service, filed December 16, 2014	13024
17.	Administrative Order Re Oral Argument and Related Matters, filed January 13, 2015	13044
18.	Reply Brief by General Motors LLC on Threshold Issues Concerning its Motions to Enforce the Sale Order and Injunction with Certificate of Service, filed January 16, 2015	13048
19.	Appendix of Exhibits to Reply Brief by General Motors LLC on Threshold Issues Concerning its Motions to Enforce the Sale Order and Injunction with Exhibits A - J and Certificate of Service, filed January 16, 2015	13049
20.	Notice of Adjourned Hearing, filed January 29, 2015	13065
21.	Plaintiffs' Rule 60(b)(6) Motion for Relief from August 9, 2010 Stipulation and Settlement Resolving Claim No. [44614], or Alternatively, Rule 60(d) Motion to Set Aside with Exhibits 1 - 16 and Certificate of Service, filed on February 2, 2015	13071

22.	Notice of Rescheduled Hearing, filed February 6, 2015	13076
23.	Notice of Matters Scheduled for Hearing on February 17, 2015 at 9:00- a.m. (Eastern Time), filed February 13, 2015	13086
24.	Plaintiffs' First Amended Rule 60(b)(6) Motion for Relief from August 9, 2010 Stipulation and Settlement Resolving Claim No. [44614], or Alternatively, Rule 60(d) Motion to Set Aside with Exhibits 1 - 15 and Certificate of Service, filed on February 23, 2015	13090
25.	Plaintiffs' Notice of Hearing, filed February 26, 2015	13091
26.	Decision on Motion to Enforce Sale Order, filed April 15, 2015	13109
27.	Plaintiffs' First Amended Reply to Motors Liquidation GUC Trust and General Motors, LLC's Response to Plaintiffs' First Amended Rule 60(b)(6) Motion for Relief From August 9, 2010 Stipulation and Settlement Resolving Claim No. [44614], or Alternatively, Rule 60(d) Motion to Set Aside with Certificate of Service, filed on April 27, 2015	13121
28.	May 12, 2014 Letter to Judge Gerber enclosing redacted copy of Assignment with Exhibit 1, filed May 12, 2015	13142
29.	Decision re Form of Judgment, filed May 27, 2015	13162
30.	Order re Technical Matters Concerning Judgment, filed May 27, 2015	13163
31.	Judgment, filed June 1, 2015	13177
32.	Order, Pursuant to 28 U.S.C. § 158(d), and Fed.R.Bankr.P. 8006(e), Certifying Judgment for Direct Appeal to Second Circuit, filed June 1, 2015	13178
33.	Decision on Motion for 60(b) Relief (Doris Phillips), filed June 8, 2015	13190
34.	Notice of Settlement of Order on Motion for 60(B) Relief (Doris Phillips), filed June 17, 2015	13224
35.	Memorandum Opinion and Order, filed June 18, 2015	13225
36.	Order on Motion for 60(B) Relief (Doris Phillips), filed June 29, 2015	13258
37.	Plaintiffs' Notice of Appeal with Exhibits A – D and Certificate of Service, filed July 6, 2015	13274
38.	Plaintiffs' Notice of Appeal with Exhibits A – B and Certificate of Service, filed July 10, 2015	13287
39.	February 17, 2015 Hearing Transcript	
40.	February 18, 2015 Hearing Transcript	
41.	May 7, 2015 Hearing Transcript	

Dated: July 24, 2015
New York, New York

Respectfully submitted,

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