

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): December 22, 2004

GENERAL COMMUNICATION, INC.

(Exact Name of Registrant as Specified in its Charter)

Alaska	0-15279	92-0072737
----- (State or other jurisdiction of incorporation)	----- (Commission File Number)	----- (IRS Employer Identification No.)
2550 Denali Street Suite 1000 Anchorage, Alaska		99503
----- (Address of principal executive offices)		----- (Zip Code)

Registrant's telephone number, including area code: (907) 868-5600

NONE

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligations of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Section 1 - Registrant's Business and Operations

Item 1.01 Entry into a Material Definitive Agreement

On December 22, 2004, the Board of Directors of General Communication, Inc. approved a Director Compensation Plan. A copy of the Director Compensation Plan is attached as Exhibit 99.1.

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

GENERAL COMMUNICATION, INC.

(Registrant)

Date: December 22, 2004

By /s/

Name: John M. Lowber
Title: Senior Vice President,
Chief Financial Officer,
Secretary and Treasurer
(Principal Financial Officer)

EXHIBIT INDEX

Exhibit No.	Description
99.1	Director Compensation Plan

GENERAL COMMUNICATION, INC.
DIRECTOR COMPENSATION PLAN

Eligible GCI Directors will be compensated as follows:

Cash Compensation:

Cash compensation will consist of \$24,000 per annum (prorated for days served, paid quarterly) plus \$2,000 for each meeting (or portion thereof) attended either in person or telephonically. Cash compensation shall be paid starting with the September 22, 2004 teleconference board meeting. Cash compensation will be paid only to Board members who are eligible to receive such compensation as of the date it is earned. Board members (other than employee directors) are not employees of the Company and therefore will not be subject to withholding of income taxes.

Stock Grant:

A grant of 3,330 shares of GCI Class A common stock will be made for each year of service or portion thereof. The grants (after the initial grants) will be issued and shall vest on June 1 of each year. If an ineligible board member subsequently becomes eligible under the Board Compensation Plan, a grant shall be awarded to that member at the next Board meeting. When the shares vest, they are subject to taxation based on the then fair market value of the vested shares. Accordingly, at the time of vesting, the Company will make a supplemental payment equal to 40% of the value of the vested shares to each director in order to facilitate the payment by the director of the taxes that may result from the vesting of the shares. The value of the vested shares and the supplemental 40% payment to employee directors will be subject to the usual payroll withholding requirements.

The initial 3,330 share grant will be made effective December 22, 2004, and will vest on December 31, 2004. Subsequent grants will be made annually beginning June 1, 2005 and shall vest immediately.

Eligibility:

Compensation will be paid only to those directors who are able to receive the benefit individually, whether they be employee directors or otherwise.