CROWN MEDIA HOLDINGS INC Form 8-K May 16, 2006

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

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): 05/11/2006

CROWN MEDIA HOLDINGS, INC.

(Exact name of registrant as specified in its charter)

Commission File Number: 000-30700

Delaware (State or other jurisdiction of incorporation) 84-1524410 (IRS Employer Identification No.)

12700 Ventura Boulevard,

Suite 200,

Studio City, California 91604 (Address of principal executive offices, including zip code)

(818) 755-2400

(Registrant s telephone number, including area code)

(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 obligation 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))

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Information to be included in the report

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

On May 11, 2006, John P. Mascotte resigned from his position as a member of the Board of Directors of Crown Media Holdings, Inc., effective June 23, 2006. Mr. Mascotte indicated that he was leaving his position with the Crown Board for personal reasons.

Signature(s)

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.

CROWN MEDIA HOLDINGS, INC.

Date: May 16, 2006

By: /s/ Charles L. Stanford

Charles L. Stanford Executive Vice President and General Counsel