

COMPUTER PROGRAMS & SYSTEMS INC

Form 8-K

January 28, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 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): January 25, 2010

**COMPUTER PROGRAMS AND SYSTEMS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State of Incorporation)

**000-49796**  
(Commission File Number)  
**6600 Wall Street, Mobile, Alabama 36695**

**74-3032373**  
(IRS Employer Identification No.)

(Address of principal executive offices, including zip code)

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(251) 639-8100

(Registrant's telephone number, including area code)

N/A

(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 communication 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))

**Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On January 25, 2010, M. Kenny Muscat, a member of the Board of Directors of Computer Programs and Systems, Inc. (the Company), notified the Company that he will not stand for re-election to the Company's Board of Directors when his term expires at the Company's 2010 annual meeting of stockholders to be held on May 6, 2010 (the Annual Meeting). Mr. Muscat will continue as a member of the Board of Directors until the Annual Meeting. Mr. Muscat's decision not to stand for re-election was for personal reasons and was not the result of any disagreement with the Company on any matter relating to the Company's operations, policies or practices. In connection with Mr. Muscat's decision not to stand for re-election, the Board of Directors of the Company has approved a reduction in the size of the Board from 8 persons to 7 persons effective as of the conclusion of the Annual Meeting.

**SIGNATURES**

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.

**COMPUTER PROGRAMS AND SYSTEMS, INC.**

Date: January 28, 2010

By: */s/* DARRELL G. WEST  
Darrell G. West  
Vice President - Finance and Chief Financial Officer