

COMPUTER PROGRAMS & SYSTEMS INC

Form 8-K

January 31, 2008

**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 28, 2008

**COMPUTER PROGRAMS AND SYSTEMS, INC.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State of Incorporation)

**000-49796**  
(Commission File Number)

**74-3032373**  
(IRS Employer

Identification No.)

**6600 Wall Street, Mobile, Alabama 36695**

(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 with Certain Officers.**

On January 28, 2008, John Morrissey and Hal L. Daugherty, members of the Board of Directors of Computer Programs and Systems, Inc. (the Company), notified the Company that they will not stand for re-election to the Company's Board of Directors when their terms expire at the Company's 2008 annual meeting of stockholders to be held on May 8, 2008 (the Annual Meeting). Messrs. Morrissey and Daugherty will continue as members of the Board of Directors until the Annual Meeting. Mr. Morrissey's and Mr. Daugherty'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 matters relating to the Company's operations, policies or practices. In connection with Mr. Morrissey's and Mr. Daugherty'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 10 persons to 8 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 31, 2008

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