

CIBER INC
Form 11-K
June 23, 2010
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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 11-K

(Mark One)

**ANNUAL REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the fiscal year ended December 31, 2009

or

**TRANSITION REPORT PURSUANT TO SECTION 15(d) OF THE
SECURITIES EXCHANGE ACT OF 1934**

For the transition period from _____ to _____

Commission file number 001-13103

CIBER, Inc. Savings 401(k) Plan

(Full title of plan)

CIBER, Inc.

6363 South Fiddler s Green Circle, Suite 1400

Greenwood Village, Colorado 80111

(Name of issuer of the securities held pursuant to the plan and the address of its principal executive office)

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REQUIRED INFORMATION

The financial statements and schedule of the CIBER, Inc. Savings 401(k) Plan for the year ended December 31, 2009, prepared in accordance with the financial reporting requirements of ERISA along with the independent registered public accounting firm's report thereon, are provided beginning on page F-1 attached hereto.

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SIGNATURE

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

CIBER, Inc. Savings 401(k) Plan

Dated: June 23, 2010

By: /s/ Peter H. Cheesbrough
Peter H. Cheesbrough
Interim President and Chief Executive Officer, and
Executive Vice President, Chief Financial Officer and Treasurer

INDEX TO EXHIBITS

Exhibit No.	
23.1	Consent of Independent Registered Public Accounting Firm

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CIBER, INC. SAVINGS 401(k) PLAN

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Report of Independent Registered Public Accounting Firm

The Plan Administrator of the
CIBER, Inc. Savings 401(k) Plan

We have audited the accompanying statements of net assets available for benefits of CIBER, Inc. Savings 401(k) Plan as of December 31, 2009 and 2008, and the related statements of changes in net assets available for benefits for the years then ended. These financial statements are the responsibility of the Plan's management. Our responsibility is to express an opinion on these financial statements based on our audits.

We conducted our audits in accordance with the standards of the Public Company Accounting Oversight Board (United States). Those standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement. We were not engaged to perform an audit of the Plan's internal control over financial reporting. Our audits included consideration of internal control over financial reporting as a basis for designing audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Plan's internal control over financial reporting. Accordingly, we express no such opinion. An audit also includes examining, on a test basis, evidence supporting the amounts and disclosures in the financial statements, assessing the accounting principles used and significant estimates made by management, and evaluating the overall financial statement presentation. We believe that our audits provide a reasonable basis for our opinion.

In our opinion, the financial statements referred to above present fairly, in all material respects, the net assets available for benefits of the Plan at December 31, 2009 and 2008, and the changes in its net assets available for benefits for the years then ended, in conformity with U.S. generally accepted accounting principles.

Our audits were performed for the purpose of forming an opinion on the financial statements taken as a whole. The accompanying supplemental schedules of assets (held at end of year) as of December 31, 2009, and delinquent participant contributions for the year then ended, are presented for purposes of additional analysis and are not a required part of the financial statements but are supplementary information required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974. The supplemental schedules are the responsibility of the Plan's management. These supplemental schedules have been subjected to the auditing procedures applied in our audits of the financial statements and, in our opinion, are fairly stated in all material respects in relation to the financial statements taken as a whole.

Denver, Colorado
June 23, 2010

/s/ Ernst & Young LLP

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CIBER, INC. SAVINGS 401(k) PLAN

Statements of Net Assets Available for Benefits

December 31, 2009 and 2008

	2009		2008
Assets			
Investments, at fair value:			
CIBER, Inc. common stock	\$ 5,558,734	\$	6,153,421
Mutual funds	112,258,164		76,436,453
Pooled separate accounts	72,067,448		69,516,115
Participant loans	2,857,717		2,816,051
Total investments	192,742,063		154,922,040
Receivables:			
Employee contributions			613,856
Total receivables			613,856
Net assets available for benefits	\$ 192,742,063	\$	155,535,896

See accompanying notes to financial statements.

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CIBER, INC. SAVINGS 401(k) PLAN

Statements of Changes in Net Assets Available for Benefits

Years ended December 31, 2009 and 2008

	2009	2008
Additions to net assets attributed to:		
Net increase (decrease) in fair value of investments	\$ 31,870,032	\$ (70,250,895)
Interest and dividend income	1,871,819	1,999,744
Net investment gain (loss)	33,741,851	(68,251,151)
Contributions:		
Participants, including rollovers	18,579,330	21,022,221
Employer, net of forfeitures	1,628,847	4,061,872
Total contributions	20,208,177	25,084,093
Total additions (deductions)	53,950,028	(43,167,058)
Deductions from net assets attributed to:		
Distributions to participants	16,662,314	23,344,888
Loan and administrative fees	81,547	76,329
Total deductions	16,743,861	23,421,217
Net increase (decrease)	37,206,167	(66,588,275)
Net assets available for benefits:		
Beginning of year	155,535,896	222,124,171
End of year	\$ 192,742,063	\$ 155,535,896

See accompanying notes to financial statements.

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements

December 31, 2009 and 2008

(1) Description of the Plan

The following description of the CIBER, Inc. Savings 401(k) Plan (the *Plan*) provides only general information. For a more complete description of the Plan, participants should refer to the Summary Plan Description or the Plan Agreement, which is available from the plan administrator.

(a) General

The Plan is a defined contribution plan covering substantially all employees of CIBER, Inc. and certain of its subsidiaries (*CIBER* or the *Company*). The Plan is subject to the provisions of the Employee Retirement Income Security Act of 1974, as amended (*ERISA*). The service provider who executes the investment transactions for the Plan is Principal Life Insurance Company (*Principal*).

(b) Contributions and Vesting

Participants may contribute up to 75% of pretax annual compensation, with the exception of employees considered highly compensated. Highly compensated employees are restricted to a maximum contribution of 9% of pretax compensation. In addition, qualifying participants may make catch-up contributions. Contributions are subject to certain limitations. Participants may also contribute amounts representing distributions from other qualified defined contribution or benefit plans (rollovers). Participants can change their contribution percentage at any time. Company cash contributions are based on the participant's years of service and the participant's contribution and, effective January 1, 2009 the Plan was amended to adjust the Company's range of cash contributions from 0.5% to 1.5% of qualified compensation. Prior to January 1, 2009, Company cash contributions ranged from 0.5% to 3% of qualified compensation. Participants are immediately vested in their contributions plus actual earnings thereon. Vesting in the Company's matching contribution plus actual earnings thereon is based on years of service as follows:

Completed Years of Service	Vested Percentage
Less than two years	0%
Two years	20%
Three years	40%
Four years	60%
Five years	80%

Six years

100%

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(1) Description of the Plan (continued)

Participants reach 100% vesting in the Company's matching contribution plus actual earnings thereon after six years of service. If a participant terminates prior to vesting, unvested amounts are forfeited and are used to reduce future employer contributions. At December 31, 2009 and 2008, unallocated forfeited accounts totaled \$21,600 and \$266,454, respectively. In 2009 and 2008, employer contributions were reduced by \$603,671 and \$542,072, respectively, from forfeited accounts.

(c) Investment Options

The Plan's assets are invested in various investment options offered by Principal and in CIBER common stock, as directed by the participants. Participants may invest their account balance in the various investment options in 1% increments. Participants may change their investment options on a daily basis, with no restrictions on transferring investments out of the various investment options.

(d) Distributions and Loans

Participants are generally entitled to a distribution from the Plan upon termination of employment, retirement, disability, or death. Terminated participants are entitled to receive only the vested percentage of their account balance and the remainder of the account is forfeited. For other situations, there are various methods by which benefits may be distributed depending on date of employment, marital status, and participant elections. Distributions are recorded when paid. Participants may borrow from their account a minimum of \$1,000 up to a maximum equal to the lesser of \$50,000 or 50% of their vested account balance. Interest on loans is charged at the prime rate as of the processing date of the loan, plus 1% and ranged from 4% to 10.5% as of December 31, 2009 and 2008. Loans are generally repaid through payroll deductions. Loans require minimum per paycheck payment amounts. Loans must be repaid within five years, except that the plan administrator may approve a longer term for loans to acquire a principal residence. Participants pay a loan origination fee of \$50 per loan to Principal.

(e) Expenses

In general, plan expenses, other than broker commissions, portfolio transaction fees, and administrative service fees on the accounts of non-employee participants, are paid by the Company.

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(1) **Description of the Plan (continued)**

(f) ***Plan Termination***

Although the Company has not expressed any intent to terminate the Plan, it retains the right under the Plan to terminate the Plan subject to the provisions of ERISA. In the event of termination, participants will become 100% vested in their accounts.

(2) **Summary of Significant Accounting Policies**

(a) ***Basis of Presentation***

The accompanying financial statements have been prepared on the accrual basis of accounting.

(b) ***Use of Estimates***

The preparation of financial statements in conformity with U.S. generally accepted accounting principles requires management to make estimates that affect the amounts reported in the financial statements, accompanying notes to the financial statements, and supplemental schedules. Actual results could differ from those estimates.

(c) ***Investment Valuation and Income Recognition***

Investments are stated at fair value. Marketable securities are valued at the closing price reported on the active market on which the individual securities are traded. Mutual funds are valued at the net asset value (NAV) of shares held by the Plan at year-end, as quoted by the investment company. NAV is generally determined based on the fair market values of the securities included in the underlying funds. The NAV of pooled

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separate accounts is based on the fair market value or estimated fair value of the underlying securities within the pooled separate accounts. Participant loans are valued at their outstanding balances, which plan management believes approximates fair value.

Investment transactions are recorded on the date of purchase or sale (trade-date). Interest income is recorded on the accrual basis. Dividend income is recorded on the ex-dividend date.

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(2) **Summary of Significant Accounting Policies (continued)**

(d) ***Risks and Uncertainties***

The Plan provides for various investment options. Investments, in general, are exposed to various risks, such as interest rates, credit, and overall market volatility. The Plan's exposure to credit loss in the event of nonperformance of investments is limited to the carrying value of such investments. Due to the level of risk associated with certain investments, it is reasonably possible that changes in the value of investments will occur in the near term and that such changes could materially affect the amounts reported in the statements of net assets available for benefits.

(e) ***Recent Accounting Pronouncements***

In January 2010, the Financial Accounting Standards Board (FASB) issued Accounting Standards Update No. 2010-06, *Improving Disclosures about Fair Value Measurements (Topic 820) – Fair Value Measurements and Disclosures* to add additional disclosures about the different classes of assets and liabilities measured at fair value, the valuation techniques and inputs used, the activity in Level 3 fair value measurements and the transfers between Levels 1, 2 and 3. Levels 1, 2 and 3 of fair value measurements are defined in Note 3 below. The Plan will adopt this new guidance in the year ended December 31, 2010, except for the provisions of the new guidance that will be effective in the year ending December 31, 2011. The Plan is currently evaluating the impact of its pending adoption on the Plan's financial statements.

(3) **Fair Value Measurements**

The Plan performs fair value measurements in accordance with Accounting Standards Codification Topic 820 (ASC 820), which defines fair value as the price that would be received from selling an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date in the Plan's principal or most advantageous market for the asset or liability. ASC 820 establishes a fair value hierarchy that requires the Plan to maximize the use of observable inputs and minimize the use of unobservable inputs when measuring fair value. An asset's or liability's categorization within the fair value hierarchy is based upon the lowest level of input that is significant to the fair value measurement. The three levels of inputs within the fair value hierarchy are defined as follows:

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(3) Fair Value Measurements (continued)

Level 1 Unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access at the measurement date.

Level 2 Significant other observable inputs other than Level 1 prices, such as quoted prices in active markets for similar assets or liabilities, quoted prices in markets that are not active, or other inputs that are observable or can be corroborated by observable market data, either directly or indirectly, for substantially the full term of the asset or liability.

Level 3 Significant unobservable inputs that reflect management's judgment about the assumptions that a market participant would use in pricing the investment and are based on the best available information, some of which may be internally developed.

The following table sets forth by level, within the fair value hierarchy, the Plan's assets measured at fair value on a recurring basis as of December 31, 2009:

	December 31, 2009			
	Level 1	Level 2	Level 3	Total
Mutual Funds:				
Domestic Equity	\$ 58,789,969	\$	\$	\$ 58,789,969
International Equity	17,282,126			17,282,126
Balanced/Asset Allocation	30,201,643			30,201,643
Fixed Income	5,984,426			5,984,426
CIBER, Inc. common stock	5,558,734			5,558,734
Pooled separate accounts:				
Domestic Equity		22,615,358		22,615,358
International Equity		11,375,450		11,375,450
Real Estate		4,047,435		4,047,435
Fixed Income		34,029,205		34,029,205
Loans to participants			2,857,717	2,857,717
	\$ 117,816,898	\$ 72,067,448	\$ 2,857,717	\$ 192,742,063

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(3) Fair Value Measurements (continued)

The following table sets forth by level, within the fair value hierarchy, the Plan's assets measured at fair value on a recurring basis as of December 31, 2008:

	December 31, 2008			
	Level 1	Level 2	Level 3	Total
CIBER, Inc. common stock	\$ 6,153,421	\$	\$	\$ 6,153,421
Mutual funds	76,436,453			76,436,453
Pooled separate accounts		69,516,115		69,516,115
Loans to participants			2,816,051	2,816,051
	\$ 82,589,874	\$ 69,516,115	\$ 2,816,051	\$ 154,922,040

The table below sets forth a summary of changes in the fair value of the Plan's Level 3 assets for the year ended December 31, 2009.

	Loans to Participants
Balance, beginning of year	\$ 2,816,051
Issuances and settlements (net)	41,666
Balance, end of year	\$ 2,857,717

(4) Investments

Investments greater than 5% of net assets at December 31 were:

	2009	2008
Principal Money Market Separate Account	\$ 27,312,624	\$ 31,031,723
Principal Large Cap S&P 500 Index Separate Account	10,519,731	8,198,641
Principal International Emerging Markets Separate Account	10,981,393	*
Russell Lifepoints Equity Growth Strategy E Fund	10,083,079	*

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American Century Equity Income Investment Fund	12,882,060	11,890,192
American Funds Growth Fund of America R5 Fund	16,662,444	11,968,563
American Funds New Perspective R5 Fund	11,619,722	7,813,697

*Investment not greater than 5% of net assets at December 31, 2008.

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CIBER, INC. SAVINGS 401(k) PLAN

Notes to Financial Statements (continued)

(4) Investments (continued)

Net increase (decrease) in fair value of investments for the years ended December 31, including realized gains and losses, was as follows:

	2009	2008
CIBER, Inc. common stock	\$ (1,331,366)	\$ (834,660)
Mutual funds	20,576,772	(45,264,136)
Pooled separate accounts	12,624,626	(24,152,099)
	\$ 31,870,032	\$ (70,250,895)

(5) Tax Status

The underlying non-standardized prototype plan has received opinion letters from the Internal Revenue Service (IRS) dated August 7, 2001 and March 31, 2008, stating that the form of the plan is qualified under Section 401 of the Internal Revenue Code (Code), and therefore, the related trust is exempt from taxation. In accordance with Revenue Procedure 2010-6 and Announcement 2005-16, the Plan Sponsor has determined that it is eligible to and has chosen to rely on the current IRS prototype plan opinion letter. Subsequent to this opinion letter by the IRS, the Plan was amended. Once qualified, the Plan is required to operate in conformity with the Code to maintain its qualification. The plan administrator believes the Plan has been designed to comply with the requirements of the Code and has indicated that it will take the necessary steps, if any, to bring the Plan s operations into compliance with the Code.

(6) Party-in-Interest Transactions

Certain plan investments are shares of stock of CIBER or units of pooled separate accounts, managed either by Principal or by outside fund managers hired by Principal. Principal is the service provider who executes the investment transactions for the Plan and, therefore, these transactions are considered party-in-interest transactions for which a statutory exemption exists.

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CIBER, INC. SAVINGS 401(k) PLAN

Schedule H, Line 4i Schedule of Assets (Held at End of Year)

EIN: 38-2046833 Plan: 101

December 31, 2009

Identity	Description	Current Value
* CIBER, Inc.	Common Stock	\$ 5,558,734
* Principal Money Market Separate Account	Pooled Separate Account	27,312,624
* Principal Bond and Mortgage Separate Account	Pooled Separate Account	6,716,581
* Principal Large Cap S&P 500 Index Separate Account	Pooled Separate Account	10,519,731
* Principal Mid Cap S&P 400 Index Separate Account	Pooled Separate Account	4,769,001
* JP Morgan/Mellon Equity Small Cap Value I Separate Account	Pooled Separate Account	36,133
* Principal Small Cap S&P 600 Index Separate Account	Pooled Separate Account	7,289,374
* Principal Real Estate Securities Separate Account	Pooled Separate Account	4,047,435
* Principal International Emerging Markets Separate Account	Pooled Separate Account	10,981,393
* Fidelity/Schroders International I Separate Account	Pooled Separate Account	394,057
* Goldman Sachs/LA Capital Mgmt Mid CAP Value I Separate Account	Pooled Separate Account	1,119
Russell Lifepoints Balanced Strategy E Fund	Mutual Fund	6,934,230
Russell Lifepoints Conservative Strategy E Fund	Mutual Fund	2,372,756
Russell Lifepoints Equity Growth Strategy E Fund	Mutual Fund	10,083,079
Russell Lifepoints Growth Strategy E Fund	Mutual Fund	8,184,685
Russell Lifepoints Moderate Strategy E Fund	Mutual Fund	2,626,893
MFS Research Bond R4 Fund	Mutual Fund	5,984,426
MFS Value A Fund	Mutual Fund	1,846,344
American Century Equity Income Investment Fund	Mutual Fund	12,882,060
American Century Small Cap Value Investment Fund	Mutual Fund	1,774,241
Tocqueville Asset Management Fund	Mutual Fund	6,419,282
Marsico Growth Fund	Mutual Fund	5,489,922
American Funds Growth Fund of America R5 Fund	Mutual Fund	16,662,444
Fidelity Advisor Mid Cap A Fund	Mutual Fund	4,756,881
Fidelity Advisor Small Cap A Fund	Mutual Fund	4,854,739
Janus Aspen Enterprise I Fund	Mutual Fund	4,104,056
American Funds New Perspective R5 Fund	Mutual Fund	11,619,722

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	American Funds Europacific Growth R5 Fund	Mutual Fund		5,662,404
*	Participant loans	4.0% to 10.5%		2,857,717
			\$	192,742,063

* Party-in-interest.

See accompanying independent registered public accounting firm's report.

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CIBER, INC. SAVINGS 401(k) PLAN

Schedule H, Line 4a Schedule of Delinquent Participant Contributions

EIN: 38-2046833 Plan: 101

Year ended December 31, 2009

Participant Contributions Transferred Late to Plan Check here if late Participant Loan Repayments are included: <input type="checkbox"/>	Contributions Not Corrected	Total that Constitute Nonexempt Prohibited Transactions Contributions Corrected Outside VFCP	Contributions Pending Correction in VFCP	Total Fully Corrected Under VFCP and PTE 2002-51
\$ 2,901		\$ 2,901		

See accompanying independent registered public accounting firm's report.