

Emergency Medical Services L.P.
Form 8-K
August 03, 2010

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): **July 30, 2010**

EMERGENCY MEDICAL SERVICES CORPORATION

EMERGENCY MEDICAL SERVICES L.P.

(Exact name of each registrant as specified in its charter)

Edgar Filing: Emergency Medical Services L.P. - Form 8-K

001-32701

20-3738384

Delaware
(State or other jurisdiction
of incorporation)

333-127115
(Commission
File Numbers)

20-2076535
(IRS Employer
Identification Nos.)

6200 S. Syracuse Way, Suite 200, Greenwood Village, Colorado

80111

(Address of principal executive offices)

(Zip Code)

(303) 495-1200

(Registrants' 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 registrants under any of the following provisions (see General Instruction A.2. below):

- ☐ 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 2 Financial Information

Item 2.02 Results of Operations and Financial Condition.

On August 3, 2010, Emergency Medical Services Corporation (EMSC) issued a press release announcing its financial results for the quarter and six months ended June 30, 2010. A copy of the press release is furnished as Exhibit 99.1 to this report.

Section 5 - Corporate Governance and Management

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

On July 30, 2010, the Board of Directors of EMSC (the Board) increased the number serving on its Board from seven to eight directors and filled the vacancy created by such newly-created directorship by appointing Leonard Riggs, M.D. to the Board. Dr. Riggs will serve as a Class III Director, where his initial term will expire at EMSC 's 2011 annual stockholder meeting. The Board also appointed Dr. Riggs to serve on the following committees of the Board: Corporate Governance and Nominating Committee, Compensation Committee and Compliance Committee.

No arrangements exist between EMSC and Dr. Riggs pursuant to which he was selected as a Director. There are no transactions in which Dr. Riggs has an interest requiring disclosure under Item 404(a) of Regulation S-K.

Dr. Riggs will be compensated in accordance with EMSC 's publicly disclosed director compensation policies. In accordance with such policies, Dr. Riggs was granted a prorated amount of 1,854 Restricted Stock Units under EMSC 's Non-Employee Director Compensation Program, which will vest at EMSC 's 2011 annual stockholder meeting provided Dr. Riggs meets EMSC 's vesting criteria applicable to directors subject to the plan, and will receive a prorated 75% of EMSC 's standard annual director fees of \$67,000 until EMSC 's 2011 annual stockholder meeting.

On July 30, 2010, the Compensation Committee of the Board also approved annual base salary increases to each of William Sanger, Chief Executive Officer, Randel G. Owen, Executive Vice President and Chief Financial Officer, and Todd G. Zimmerman, Executive Vice President and Secretary, in the amount of 3.0% to their respective base salaries. Mark E. Bruning, the President of American Medical Response, Inc., will also receive a salary increase in the equivalent percentage, although his salary increase is determined by EMSC pursuant to its standard management merit increase process rather than by the Compensation Committee.

Section 9 Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits.

(d) *Exhibits.*

Exhibit Number	Description of Exhibit
99.1	Press Release of Emergency Medical Services Corporation, dated August 3, 2010.

Edgar Filing: Emergency Medical Services L.P. - Form 8-K

The information in Item 2.02 of this report, including the exhibit attached hereto, shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or otherwise subject to the liabilities under that Section, nor shall it be deemed to be incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

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.

**EMERGENCY MEDICAL SERVICES
CORPORATION**
(Registrant)

August 3, 2010

By:

/s/ Craig Wilson
Craig Wilson
Senior Vice President and Interim General Counsel

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.

EMERGENCY MEDICAL SERVICES, L.P.
(Registrant)

By: **Emergency Medical Services Corporation,
its General Partner**

August 3, 2010

By: /s/ Craig Wilson
Craig Wilson
Senior Vice President and Interim General Counsel

Exhibit Index

Exhibit Number	Description
99.1	Press Release of Emergency Medical Services Corporation, dated August 3, 2010.