

NAVIGANT CONSULTING INC
Form 8-K
March 15, 2011

**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) March 9, 2011
Navigant Consulting, Inc.**

(Exact Name of Registrant as Specified in Charter)
Delaware

(State or Other Jurisdiction of Incorporation)

1-12173

36-4094854

(Commission File Number)

(I.R.S. Employer Identification No.)

30 South Wacker Drive, Suite 3550, Chicago, Illinois

60606

(Address of Principal Executive Offices)

(Zip Code)

(312) 573-5600

(Registrant's telephone number, including area code)

Not Applicable

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

On March 9, 2011, the Compensation Committee (the Committee) of the Company's Board of Directors and the Board of Directors, with respect to Mr. Goodyear, approved the following cash bonus awards for 2010 for the Company's named executive officers:

| <u>Name</u> | 2010 Cash Bonus Award (\$) |
|---|-----------------------------------|
| William M. Goodyear, Chairman and Chief Executive Officer | 275,000 |
| Julie M. Howard, President and Chief Operating Officer | 200,000 |
| Thomas A. Nardi, Executive Vice President and Chief Financial Officer | 150,000 |
| Monica M. Weed, Vice President and General Counsel | 100,000 |

On the same date, the Committee and the Board of Directors, with respect to Mr. Goodyear, also approved the following grants of stock options and restricted stock, to be made as of March 15, 2011 (the grant date), under the Company's 2005 Long-Term Incentive Plan, as amended:

| <u>Name</u> | Shares of Restricted Stock (#) | Stock Options (#) |
|---|---------------------------------------|--------------------------|
| William M. Goodyear, Chairman and Chief Executive Officer | 20,916 | 22,303 |
| Julie M. Howard, President and Chief Operating Officer | 15,687 | 16,727 |
| Thomas A. Nardi, Executive Vice President and Chief Financial Officer | 9,413 | 10,037 |
| Monica M. Weed, Vice President and General Counsel | 8,018 | 8,550 |

The restricted stock and stock options vest annually over a three-year period beginning on the first anniversary of the grant date. The stock options have an exercise price of \$9.25 per share (which is equal to the closing price of our common stock on the grant date) and expire six years from the grant date.

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.

NAVIGANT CONSULTING, INC.

Date: March 15, 2011

By: /s/ Monica M. Weed
Name: Monica M. Weed
Title: Vice President and General Counsel