

HOME SOLUTIONS OF AMERICA INC

Form 8-K

April 03, 2007



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

On March 29, 2007, the independent members of the Board of Directors (the Board) of Home Solutions of America, Inc., a Delaware corporation (Home Solutions), approved an amendment to Home Solutions Board Compensation Plan (the Plan), to be effective for the year of Board service following the election of directors at Home Solutions 2007 annual meeting of stockholders. The amended Plan increases the annual cash retainer for each Board member from \$20,000 to \$25,000, and increases the additional annual retainer for the audit committee and compensation committee chairmen from \$2,500 to \$5,000. In addition, the amended Plan increases the annual restricted stock grant for each Board member from 20,000 shares to 25,000 shares. The restricted stock awards will vest over the 2-year term of the Plan in 24 equal monthly increments and will be subject to lock-up restrictions, with the restrictions lapsing for 25% of the stock at the end of each 6-month period during the 2-year term. If a director resigns or is terminated prior to completing the Plan's full 2-year term, or if a director is not elected for the second year of the 2-year Plan term, such director will forfeit his unvested shares; however, in such event, all remaining lock-up restrictions will terminate with respect to vested shares. Additionally, the restricted shares will be automatically vested in the event of a change in control of Home Solutions.

Frank J. Fradella is the Chief Executive Officer of Home Solutions and also serves as the Chairman of the Board. As a member of the Board, Mr. Fradella is eligible to receive compensation pursuant to the Plan, including the \$25,000 annual retainer and the annual grant of 25,000 shares of restricted stock, to which all Board members are entitled.

**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.

HOME SOLUTIONS OF AMERICA, INC.

Date: April 3, 2007

By: /s/ Frank J. Fradella

Frank J. Fradella

Chairman and Chief Executive Officer