

Edgar Filing: NovaBay Pharmaceuticals, Inc. - Form 8-K

NovaBay Pharmaceuticals, Inc.  
Form 8-K  
October 12, 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) October 5, 2010

NovaBay Pharmaceuticals, Inc.  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-33678  
(Commission  
File Number)

68-0454536  
(IRS Employer  
Identification No.)

5980 Horton Street, Suite 550, Emeryville, CA  
(Address of principal executive offices)

94608  
(Zip Code)

Registrant's telephone number, including area(510) 899-8800  
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:

☐ 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))

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

On October 5, 2010, the Board of Directors of NovaBay Pharmaceuticals, Inc. elected Gail Maderis as a member of the Board of Directors. Ms. Maderis was elected to replace Dr. Harry Hixson, who recently resigned from the Board. Ms. Maderis was elected as a Class III director, which class of directors shall serve until the 2013 annual meeting of stockholders. Ms. Maderis' election brings the total number of directors to eight (8).

Ms. Maderis was not appointed to any committee of the Board of Directors; however, at the time of the filing of this report it is expected that Ms. Maderis will be appointed to two committees at the next meeting of the Board of Directors.

As a director of NovaBay, Ms. Maderis will be entitled to compensation that NovaBay pays to its non-employee directors, as disclosed in NovaBay's proxy statement filed with the Securities and Exchange Commission on April 22, 2010.

There have been no transactions in the past two years to which the Company or any of its subsidiaries was or is to be a party, in which Ms. Maderis had, or will have, a direct or indirect material interest. Additional information about Ms. Maderis can be found in the press release that is included as Exhibit 99.1 to this filing.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description
99.1	Press Release, dated October 11, 2010.

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.

NOVABAY PHARMACEUTICALS, INC.

Dated: October 11, 2010

By: /s/ THOMAS J. PAULSON  
Thomas J. Paulson  
Chief Financial Officer and Treasurer