

AVALON HOLDINGS CORP
Form 8-K
January 12, 2011

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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) January 12, 2011 (January 10, 2011)

AVALON HOLDINGS CORPORATION

(Exact Name of Registrant as Specified in its Charter)

Ohio
(State or Other Jurisdiction

of Incorporation)

1-14105
(Commission

File Number)

34-1863889
(IRS Employer

Identification No.)

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One American Way, Warren, Ohio 44484

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (330) 856-8800

(Former name and 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 240.13e4(c))

AVALON HOLDINGS CORPORATION

Cross Reference Sheet showing location in Current Report of Information Required Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934.

| | Current Report Item | Caption in Current Report |
|-----------|---|--|
| Section 1 | Registrant's Business and Operations | |
| Item 1.01 | Entry Into a Material Definitive Agreement | Not Applicable |
| Item 1.02 | Termination of a Material Definitive Agreement | Not Applicable |
| Item 1.03 | Bankruptcy or Receivership | Not Applicable |
| Section 2 | Financial Information | |
| Item 2.01 | Completion of Acquisition or Disposition of Assets | Not Applicable |
| Item 2.02 | Results of Operations and Financial Condition | Not Applicable |
| Item 2.03 | Creation of a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement of a Registrant | Not Applicable |
| Item 2.04 | Triggering Events That Accelerate or Increase a Direct Financial Obligation or an Obligation under an Off-Balance Sheet Arrangement | Not Applicable |
| Item 2.05 | Costs Associated with Exit or Disposal Activities | Not Applicable |
| Item 2.06 | Material Impairments | Not Applicable |
| Section 3 | Securities and Trading Markets | |
| Item 3.01 | Notice of Delisting or Failure to Satisfy a Continued Listing Rule or Standard; Transfer of Listing | Not Applicable |
| Item 3.02 | Unregistered Sales of Equity Securities | Not Applicable |
| Item 3.03 | Material Modification to Rights of Security Holders | Not Applicable |
| Section 4 | Matters Related to Accountants and Financial Statements | |
| Item 4.01 | Changes in Registrant's Certifying Accountant | Not Applicable |
| Item 4.02 | Non-Reliance on Previously Issued Financial Statements or a Related Audit Report or Completed Interim Review | Not Applicable |
| Section 5 | Corporate Governance and Management | |
| Item 5.01 | Changes in Control of Registrant | Not Applicable |
| Item 5.02 | Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers | Not Applicable Steven M. Berry resignation as director, President and Chief Executive Officer |
| Item 5.03 | Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year | Not Applicable |
| Item 5.04 | Temporary Suspension of Trading Under Registrant's Employee Benefit Plans | Not Applicable |
| Item 5.05 | Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics | Not Applicable |
| Item 5.06 | Change of Shell Company Status | Not Applicable |

| | Current Report Item | Caption in Current Report |
|-----------|--|--------------------------------------|
| Item 5.07 | Submission of Matters to a Vote of Security Holders | Not Applicable |
| Item 5.08 | Shareholder Director Nominations | Not Applicable |
| Section 6 | Asset-Backed Securities | |
| Item 6.01 | ABS Informational and Computational Material | Not Applicable |
| Item 6.02 | Change of Servicer or Trustee | Not Applicable |
| Item 6.03 | Change in Credit Enhancement or Other External Support | Not Applicable |
| Item 6.04 | Failure to Make a Required Distribution | Not Applicable |
| Item 6.05 | Securities Act Updating Disclosure | Not Applicable |
| Section 7 | Regulation FD | |
| Item 7.01 | Regulation RD Disclosure | Not Applicable |
| Section 8 | Other Events | |
| Item 8.01 | Other Events | Not Applicable |
| Section 9 | Financial Statements and Exhibits | |
| Item 9.01 | Financial Statements and Exhibits | Exhibit |

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

On January 11, 2011, The Board of Directors of Avalon Holdings Corporation accepted the resignation of Mr. Steven M. Berry as director, Chief Executive Officer and President of Avalon Holdings Corporation effective February 15, 2011.

In conjunction with this announcement, the Board of Directors, pursuant to the Company's corporate bylaws, decreased the size of the Board from six members to five members and appointed Mr. Ronald E. Klinge as Chief Executive Officer to replace Mr. Berry upon his resignation.

ITEM 9.01 Financial Statements and Exhibits

**Exhibit
Number**

Exhibit 99.1 Press release dated January 12, 2011

SIGNATURE

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

Date: January 12, 2011

Avalon Holdings Corporation

By: */s/* TIMOTHY C. COXSON
Timothy C. Coxson
Chief Financial Officer