

PECO II INC  
Form 8-K  
July 07, 2009

**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): June 30, 2009

**PECO II, Inc.**

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

**Ohio**  
*(State or other  
jurisdiction of incorporation)*

**000-31283**  
*(Commission  
File Number)*

**34-1605456**  
*(I.R.S. Employer  
Identification No.)*

**1376 State Route 598, Galion, Ohio 44833**

*(Address of principal executive offices) (Zip Code)*

Registrant's telephone number, including area code: **(419) 468-7600**

*(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 June 30, 2009, Jacquie L. Boyer resigned as Vice President of Sales and Sales Operations of PECO II, Inc. (the Company), effective as of June 30, 2009. In connection with her resignation, Ms. Boyer entered into a release and waiver agreement with the Company, dated July 6, 2009 (the Boyer Release and Waiver Agreement). The material terms and conditions of the Boyer Release and Waiver Agreement include, but are not limited to, the following:

.

Ms. Boyer will receive a lump sum payment of \$66,795.

.

Ms. Boyer has until December 31, 2009, to exercise any stock options.

.

Ms. Boyer agreed to a release and waiver of all known and unknown claims against the Company.

A copy of the Boyer Release and Waiver Agreement is attached as Exhibit 10.1 and is incorporated herein by reference. The description of the Boyer Release and Waiver Agreement is qualified in its entirety by the full text of the exhibit.

**Item 9.01.**

**Financial Statements and Exhibits.**

(d)

**Exhibits.**

***Exhibit  
No.***

***Description***

|             |  |
|-------------|--|
| <u>10.1</u> | Release and Waiver Agreement, dated July 6, 2009, between PECO II, Inc. and Jacquie L. Boyer |
|-------------|--|

**SIGNATURE**

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.

**PECO II, Inc.**

Date: July 7,  
2009

By:

/s/ JOHN G. HEINDEL

John G. Heindel  
Chairman, President, Chief Executive  
Officer, Chief Financial Officer and  
Treasurer

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**EXHIBIT INDEX**

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