

FIRST NATIONAL COMMUNITY BANCORP INC

Form 8-K

February 27, 2008

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**

**of the Securities Exchange Act of 1934**

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**Date of Report (Date of earliest event reported): February 22, 2008**

**First National Community Bancorp, Inc.**

(Exact name of registrant as specified in its charter)

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

**333-24121**  
(Commission File Number)

**23-2900790**  
(IRS Employer Identification No.)

**102 E. Drinker St., Dunmore, PA**  
(Address of principal executive offices)

**18512**  
(Zip Code)

**(570) 346-7667**

(Registrant's telephone number, including area code)

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):

## Edgar Filing: FIRST NATIONAL COMMUNITY BANCORP INC - Form 8-K

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - o Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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### CURRENT REPORT ON FORM 8-K

#### Item 5.02 Departure of Directors of Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements with Certain Officers

On February 22, 2008, John R. Thomas, notified the Registrant that he will retire from the Boards of Directors of the Registrant and its wholly-owned subsidiary, First National Community Bank, effective February 27, 2008.

On February 27, 2008, the Registrant's Board of Directors appointed Louis A. DeNaples, Jr. to the Boards of Directors of the Registrant and its wholly-owned subsidiary, First National Community Bank, effective immediately. Mr. DeNaples shall serve as a Class B director until the 2009 Annual Meeting of Shareholders, and until his successor is elected and qualified. Mr. DeNaples shall serve on the Audit Committee and the Stock Option Administration Committee.

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### SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned, thereunto duly authorized.

**First National Community Bancorp, Inc.**  
(Registrant)

Dated: February 27, 2008

/s/ William S. Lance  
William S. Lance  
Treasurer and  
Principal Financial Officer

person

4,487,675

(10) Check if the aggregate amount in Row (9) excludes certain shares (see instructions)

(11) Percent of class represented by amount in Row (9)

4.8

%

(12) Type of reporting person (see instructions)

IN

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Item 1.

(a) Name of Issuer.

Steelcase Inc.

(b) Address of Issuer's Principal Executive Offices.

901-44<sup>th</sup> Street SE  
Grand Rapids, Michigan 49508

Item 2.

(a) Name of Person Filing.

William P. Crawford

(b) Address of Principal Business Office or, if none, Residence.

901-44<sup>th</sup> Street SE  
Grand Rapids, Michigan 49508

(c) Citizenship.

United States of America

(d) Title of Class of Securities.

Class A Common Stock

(e) CUSIP Number.

858155 20 3

Item 3. If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is  
a:

(a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o).

(b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8).

- (e) [ ] An investment advisor in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) [ ] An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) [ ] A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) [ ] A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) [ ] A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
- (j) [ ] A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J);
- (k) [ ] Group, in accordance with §240.13d-1(b)(1)(ii)(K).

Item 4. Ownership.

- (a) Amount beneficially owned:

4,487,675

- (b) Percent of class: 4.8%

- (c) Number of shares as to which the person has:

- (i) Sole power to vote or to direct the vote

3,981,561

- (ii) Shared power to vote or to direct the vote

506,114

- (iii) Sole power to dispose or to direct the disposition of

1,958,646

- (iv) Shared power to dispose or to direct the disposition of

2,529,029

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The number of shares reported above includes 3,033,108 shares of Class B Common Stock of the Issuer which are immediately convertible into an equal number of shares of Class A Common Stock at the option of the holder. If shares of Class B Common Stock are transferred to any person other than a "Permitted Transferee" (as defined in the Issuer's Second Restated Articles of Incorporation), such shares are automatically converted on a share-for-share basis into shares of Class A Common Stock. Shares of Class B Common Stock of the Issuer have the same attributes as shares of Class A Common Stock of the Issuer except that each share of Class B Common Stock entitles the holder thereof to ten votes on all matters upon which Shareholders have a right to vote and each share of Class A Common Stock entitles the holder thereof to one vote on such matters.

If all the outstanding shares of Class B Common Stock of the Issuer were converted into shares of Class A Common Stock, Mr. Crawford would be deemed to be the beneficial owner of 3.6% of the Class A Common Stock.

Item 5. Ownership of Five Percent or Less of a Class

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following [ X ].

Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Of the shares reported in Item 4, (i) 1,459,753 shares are held by a partnership of which Mr. Crawford is the sole managing partner, (ii) 2,178,475 shares are held by trusts for the benefit of Mr. Crawford and/or members of Mr. Crawford's family, of which trusts Mr. Crawford serves as co-trustee, (iii) 51,957 shares are held by a trust for the benefit of a member of Mr. Crawford's family, of which trust Mr. Crawford's wife serves as co-trustee and (iv) 350,557 shares are held by Mr. Crawford's wife.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

N/A

Item 8. Identification and Classification of Members of the Group

N/A

Item 9. Notice of Dissolution of Group

N/A

Item 10. Certification

N/A

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SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: January 30, 2014

/s/ Liesl A. Maloney  
William P. Crawford

By: Liesl A. Maloney  
Attorney-in-Fact