

QUADRAMED CORP  
Form 8-K  
November 01, 2004  
Table of Contents

---

# 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): November 1, 2004

---

## QuadraMed Corporation

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**0-21031**  
(Commission File Number)

**52-1992861**  
(I.R.S. Employer  
Identification No.)

12110 Sunset Hills Road, Suite 600, Reston, VA 20190

(Address of principal executive office and zip code)

Edgar Filing: QUADRAMED CORP - Form 8-K

**(703) 709-2300**

**(Registrant's telephone number, including area 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 (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))
-

**Table of Contents**

**TABLE OF CONTENTS**

ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS; APPOINTMENT OF PRINCIPAL OFFICERS.

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

SIGNATURES

EXHIBIT INDEX

EXHIBIT 99.1

EXHIBIT 99.2

**Table of Contents**

**Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On November 1, 2004, the Company issued a press release announcing the consolidation of the executive officer positions of Chief Executive Officer and Chief Operating Officer, effective December 31, 2004. Michael S. Winstead, the Company's current President and Chief Operating Officer, will step down from these positions, effective December 31, 2004, and Lawrence P. English, the Company's current Chairman of the Board of Directors and Chief Executive Officers will assume both roles. A copy of this press release is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits.**

**(c) Exhibit**

Exhibit 99.1 QuadraMed Corporation Press Release, dated November 1, 2004.

Exhibit 99.2 Letter to Employees from QuadraMed Corporation Chairman Lawrence P. English, dated November 1, 2004.

**Table of Contents**

**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 thereunto duly authorized.

Date: November 1, 2004

**QuadraMed Corporation**

/s/ John C. Wright

---

John C. Wright  
Executive Vice President and Chief

Financial Officer

**Table of Contents**

**EXHIBIT INDEX**

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
99.1	QuadraMed Corporation Press Release, dated November 1, 2004.
99.2	Letter to Employees from QuadraMed Corporation Chairman Lawrence P. English, dated November 1, 2004.