

AV Homes, Inc.  
Form 8-K  
November 25, 2014

**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): November 19, 2014**

**AV Homes, Inc.**

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

**Delaware**  
**(State or other jurisdiction)**

**001-07395**  
**(Commission)**

**23-1739078**  
**(I.R.S. Employer)**

of incorporation)

File Number)

Identification No.)

**8601 N. Scottsdale Rd. Suite 225**

**Scottsdale, Arizona**  
(Address of principal executive offices)

**85253**  
(Zip Code)

**Registrant's telephone number, including area code: (480) 214-7400**

**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.**

The Board of Directors approved the appointment of Gary Shullaw as Executive Vice President & General Counsel of the Company effective November 24, 2014.

Mr. Shullaw was appointed in connection with the departure of Dave M. Gomez effective November 21, 2014, which was announced on November 19, 2014. In connection with Mr. Gomez's departure, he is entitled to receive the severance benefits contemplated by his employment agreement, except that (i) he will also vest in certain tranches of his equity awards that were otherwise scheduled to vest on December 31, 2014, and (ii) he will be eligible to receive a cash bonus for the year ending December 31, 2014 based on the Company's actual results (as opposed to a pro-rated bonus provided for by his employment agreement).

**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.

**AV Homes, Inc.**

Date: November 25, 2014

By: /s/ Roger A. Cregg

Name: Roger A. Cregg

Title: Director, President, and Chief Executive Officer

*(Principal Executive Officer)*