

BION ENVIRONMENTAL TECHNOLOGIES INC

Form 8-K

November 22, 2010

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

November 11, 2010

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Date of Report (date of earliest event reported)

BION ENVIRONMENTAL TECHNOLOGIES, INC.

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Exact name of Registrant as Specified in its Charter

|   |                           |                                       |
|---|---------------------------|---------------------------------------|
| Colorado  | 000-19333                 | 84-1176672                            |
| -----   | -----                     | -----                                 |
| State or Other Jurisdiction<br>of Incorporation | Commission File<br>Number | IRS Employer Identification<br>Number |

Box 566/1774 Summitview Way, Crestone, Colorado 81131

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Address of Principal Executive Offices, Including Zip Code

(212) 758-6622

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Registrant's Telephone Number, Including Area Code

Not applicable

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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))

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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.

(c) Effective November 16, 2010 the Company reached an agreement with William O'Neill (age 50) pursuant to which he will become Bion's CEO on January 1, 2011. Mr. O'Neill will also join the Company's Board of Directors at that date. Prior to joining the Company, Mr. O'Neill served as Vice President - Business Development of Advanced Brands until its sale during 2010. The 'short-form' agreement (which will be incorporated into a longer, more formal agreement before calendar year end) is attached hereto as Exhibit 10.1. A press release regarding the hiring of Mr. O'Neill is attached hereto as Exhibit 99.2. Mr. O'Neill's resume is attached as Exhibit 10.2 hereto.

ITEM 7.01 REGULATION FD DISCLOSURE.

On November 11, 2010, the Company issued a press release regarding the formal ground breaking held November 10, 2010 for its Kreider Phase 1 dairy waste treatment system in Lancaster County, Pennsylvania. The press release has been attached hereto as an Exhibit 99.1 and will also be posted on our websites: [www.bionpa.com](http://www.bionpa.com) & [www.bionoswegoproject.com](http://www.bionoswegoproject.com).

On November 22, 2010, the Company issued a press release regarding its hiring of Mr. William O'Neill. The press release has been attached hereto as Exhibit 99.2 and will also be posted on our website: [www.biontech.com](http://www.biontech.com).

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS.

(a) Financial Statements of Businesses Acquired.

Not Applicable.

(b) Pro Forma Financial Information

Not Applicable.

(c) Shell Company Transactions

Not Applicable.

(d) Exhibits

Exhibit 10.1 - Short Form of Agreement with William O'Neill

Exhibit 10.2 - Resume of William O'Neill

Exhibit 99.1 - Press Release dated November 11, 2010  
Regarding Commencement of Construction on  
Pennsylvania Dairy Farm Waste Management  
System

Exhibit 99.2 - Press Release dated November 22, 2010  
Regarding Announcement of New Chief Executive  
Officer and Director

SIGNATURE

Pursuant to the requirements of the Securities Exchange Act of 1934, the

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Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Bion Environmental Technologies, Inc.

Date: November 22, 2010

By:/s/ Mark A. Smith  
Mark A. Smith, President