

NEW YORK TIMES CO
Form 8-K
January 08, 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

Date of Report (Date of earliest event reported): January 7, 2010

The New York Times Company

(Exact name of registrant as specified in its charter)

New York
(State or other jurisdiction
of incorporation)

1-5837
(Commission
File Number)

13-1102020
(I.R.S. Employer
Identification No.)

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620 Eighth Avenue, New York, New York

(Address of principal executive offices)

Registrant's telephone number, including area code: (212) 556-1234

10018

(Zip 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):

- .. 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.

On January 7, 2010, Daniel Cohen notified the Chairman of the Board of Directors of The New York Times Company (the Company) of his decision not to stand for re-election to the Board at the Company's 2010 annual meeting. Mr. Cohen, a member of the Ochs/Sulzberger family, who in addition to serving as a director is a trustee of the family trust that holds a majority of the Company's Class B Common Stock, will continue to serve until the 2010 annual meeting, which the Company expects will be held in April.

The trustees of the Ochs/Sulzberger family trust, which has the right to elect 70% of the Company's Board, has notified the Company that it intends to advise the Board's Nominating & Governance Committee of a suggested nominee to be elected by the holders of the Class B Common Stock at the Company's 2010 annual meeting in place of Mr. Cohen.

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.

THE NEW YORK TIMES COMPANY

Date: January 8, 2010

By: */s/* **KENNETH A. RICHIERI**
Kenneth A. Richieri
Senior Vice President, General Counsel and Secretary