SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

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1. Name and Address of Reporting Person* HARRIS R JEFFREY (Last) (First) 20735 BARTLETT DRIVE						2. Issuer Name and Ticker or Trading Symbol <u>AMN HEALTHCARE SERVICES INC</u> [AHS] 3. Date of Earliest Transaction (Month/Day/Year) 04/09/2009									5. Relationship of Reporting (Check all applicable) X Director Officer (give title below)			g Person(s) to Issuer 10% Owner Other (specify below)	
(Street) BROOKFIELD WI 53045 (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transa Date (Month/E						ar) if	any	med on Date Day/Yea	Transaction Dispose Code (Instr. 5)		ties Acquir d Of (D) (Ins				s Illy ollowing	Form (D) or	: Direct r Indirect str. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
									Code	v	Amount	unt (A) or (D) Pi		·	Transaction(s) (Instr. 3 and 4)				(1130.4)
Common Stock															2,500			D	
Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)																			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deem Execution if any (Month/D	ied n Date,	4. Transactio Code (Inst		5. Number on of		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amo of Securities Underlying Derivative Secu (Instr. 3 and 4)		nt 8. Price of Derivative Security		9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)		10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)
					Code	v	, (A) (I		Date Exercisat		Expiration Date	Title	Amou or Numb of Shares	er					
Restricted Stock Units	(1)								(2)		(3)	Common Stock	5,55	5		5,555	5	D	
Restricted Stock Units	(1)								(4)		(3)	Common Stock	4,04	8		4,048	3	D	
Stock Appreciation Rights	\$18.03								(5)		04/12/2016	Common Stock	4,45	5		4,455	5	D	
Stock Appreciation Rights	\$24.95								(6)		04/18/2017	7 Common Stock 3,4		2		3,482		D	
Stock Options (Right to buy)	\$15.47								09/28/20	06	09/28/2015	Common Stock	10,00	00		10,00	0	D	
Restricted Stock Units	(1)								(7)		(3)	Common Stock	6,00	9		6,009)	D	
Stock Appreciation Rights	\$16.18								(8)		04/08/2018	Common Stock	5,16	8		5,168	3	D	
Restricted Stock Units	(1)	04/09/2009			A			9,563	(9)		(3)	Common Stock	9,56	3	(1)	9,563	3	D	
Stock Appreciation Rights	\$6	04/09/2009			A			8,224	(10)		04/09/2019	Common Stock	8,22	4	\$ 6	8,224	4	D	

Explanation of Responses:

1. The Restricted Stock Units were granted pursuant to the AMN Healthcare Equity Plan. Each Restricted Stock Unit represents a contingent right to receive one share of Common Stock.

2. The Restricted Stock Units were granted on April 12, 2006 and vest in the incremental amount of 33% on the earlier of (i) April 12, 2007 or (ii) the date of the Company's 2007 Annual Meeting of Stockholders; 34% on the earlier of (i) April 12, 2008 or (ii) the date of the Company's 2008 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 12, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

3. Restricted Stock Units do not have an expiration date.

4. The Restricted Stock Units were granted on April 18, 2007 and vest in the incremental amount of 33% on the earlier of (i) April 18, 2008 or (ii) the date of the Company's 2008 Annual Meeting of Stockholders; 34% on the earlier of (i) April 18, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 18, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

5. The Stock Appreciation Rights were granted on April 12, 2006 and vest on the earlier of (i) April 12, 2007 or (ii) the date of the Company's 2007 Annual Meeting of Stockholders.

6. The Stock Appreciation Rights were granted on April 18, 2007 and vest on the earlier of (i) April 18, 2008 or (ii) the date of the Company's 2008 Annual Meeting of Stockholders.

7. The Restricted Stock Units were granted on April 8, 2008 and vest in the incremental amount of 33% on the earlier of (i) April 8, 2009 or (ii) the date of the Company's 2009 Annual Meeting of Stockholders; 34% on the earlier of (i) April 8, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 8, 2011 or (ii) the date of the Company's 2011 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

8. The Stock Appreciation Rights were granted on April 8, 2008 and vest on the earlier of (i) April 9, 2009 or (ii) the Company's 2009 Annual Meeting of Stockholders.

9. The Restricted Stock Units were granted on April 9, 2009 and vest in the incremental amount of 33% on the earlier of (i) April 9, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders; 34% on the earlier of (i) April 9, 2011 or (ii) the date of the Company's 2012 Annual Meeting of Stockholders; and 33% on the earlier of (i) April 9, 2012 or (ii) the date of the Company's 2012 Annual Meeting of Stockholders. The Restricted Stock Units settle on the date of the director's termination of service with the Company.

10. The Stock Appreciation Rights were granted on April 9, 2009 and vest on the earlier of (i) April 9, 2010 or (ii) the date of the Company's 2010 Annual Meeting of Stockholders.

R. Jeffrey Harris 04/09/2009

Date

** Signature of Reporting Person

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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