

HAWAIIAN HOLDINGS INC  
Form 8-K  
November 17, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**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 16, 2010**

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**HAWAIIAN HOLDINGS, INC.**

(Exact name of registrant as specified in its charter)

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

**1-31443**  
(Commission File Number)

**71-0879698**  
(IRS Employer  
Identification No.)

**3375 Koapaka Street, Suite G-350**

**Honolulu, HI 96819**

(Address of principal executive offices, including zip code)

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**(808) 835-3700**

(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:

- 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.**

The Air Line Pilots Association (the ALPA ), as the sole holder of record of one share of the Series D Special Preferred Stock of Hawaiian Holdings, Inc. (the Company ), is entitled, under the Company s Amended By-laws, to nominate one director to the Company s Board of Directors. On November 16, 2010, the Company s Board of Directors appointed Brian E. Boyer to the Board of Directors as the designee of the ALPA, following notification from the ALPA of Mr. Boyer s nomination to serve as the ALPA s designee.

There are no transactions in which Mr. Boyer has an interest requiring disclosure under Item 404(a) of Regulation S-K. In connection with his appointment to the Board of Directors, on November 16, 2010, Mr. Boyer was granted options to purchase 5,000 shares of the Company s common stock at a price per share equal to the closing price of the Company s common stock on the NASDAQ Global Market on such date. The options have a ten-year term and vest in three equal annual installments beginning on the first anniversary of the date of grant.

**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.

**HAWAIIAN HOLDINGS, INC.**

Date: November 16, 2010

By: /s/ Peter R. Ingram  
Peter R. Ingram  
Executive Vice President, Chief Financial Officer and Treasurer