

CRA INTERNATIONAL, INC.  
Form 8-K  
July 07, 2010

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

WASHINGTON, DC 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): **June 30, 2010**

**CRA INTERNATIONAL, INC.**

(Exact name of registrant as specified in its charter)

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

**000-24049**  
(Commission  
file number)

**04-2372210**  
(IRS employer  
identification no.)

**200 Clarendon Street, Boston, Massachusetts**  
(Address of principal executive offices)

**02116**  
(Zip code)

Registrant's telephone number, including area code: **(617) 425-3000**

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**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 5.05**

**Amendments to the Registrant's Code of Ethics, or Waiver of a Provision of the Code of Ethics.**

On June 30, 2010, our board of directors amended our code of business conduct and ethics to include an additional provision related to associate and vendor relationships. The following example of a conflict of interest has been added to Section IV of our code of business conduct and ethics:

*Associate and Vendor Relationships* - It would be considered a conflict of interest if an associate has or had a romantic and/or sexual relationship with another associate where either associate participates in the decision-making process relating to employment, work assignment, progression, performance, compensation or promotion issues for the other associate. It would be considered a conflict of interest if an associate has or had a romantic and/or sexual relationship with an employee of a vendor or supplier and the associate participated in the decision-making process relating to purchasing, selling or any business with such vendor or supplier.

A copy of our code of business conduct and ethics, as amended to reflect the change described above, is attached as exhibit 99.1 to this current report on form 8-K and incorporated herein by reference.

**Item 9.01**

**Financial Statements and Exhibits.**

(d) Exhibits

<b>Number</b>	<b>Title</b>
99.1	CRA International, Inc. Code of Business Conduct and Ethics

**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.

**CRA INTERNATIONAL, INC.**

Dated: July 7, 2010

By:

*/s/* Wayne D. Mackie  
Wayne D. Mackie  
Executive Vice President, Treasurer, and Chief  
Financial Officer

**Exhibit Index**

<b>Number</b>	<b>Title</b>
99.1	CRA International, Inc. Code of Business Conduct and Ethics