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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549**

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**FORM 8-K**

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**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 4, 2010**

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**ICF International, Inc.**

(Exact name of registrant as specified in its charter)

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

**001-33045**  
(Commission  
File Number)

**22-3661438**  
(I.R.S. Employer  
Identification Number)

**9300 Lee Highway, Fairfax, Virginia**  
(Address of principal executive offices)

**22031**  
(Zip Code)

**Registrant's telephone number, including area code: (703) 934-3000**

**Not Applicable**

(Former name or former address, if changed since last report.)

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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) On June 7, 2010, ICF International, Inc. (the "Company") named Chief Operating Officer John Wasson to the additional role of President of the Company. Mr. Wasson, age 49, has served the Company in various capacities over the last 23 years. He joined the Company as an associate in 1987, became a senior associate in 1989, a project manager in 1991, vice president in 1994, senior vice president in 1998, executive vice president in 2001 and Chief Operating Officer in 2003.

The press release containing this announcement is filed as Exhibit 99.1.

**Item 5.07 Submission of Matters to a Vote of Security Holders**

The 2010 Annual Meeting of Stockholders of the Company was held on Friday, June 4, 2010.

Set forth below are the matters acted upon by the Company's stockholders at the Annual Meeting, and the final voting results of each such matter.

1. Election of three directors to serve for a term expiring at the Company's annual meeting in 2013:

<u>Name</u>	<u>Votes For</u>	<u>Votes Withheld</u>	<u>Abstentions</u>	<u>Broker Non-Votes <sup>(1)</sup></u>	<u>Total</u>
Dr. Srikant M. Datar	15,653,309	191,259	—	1,261,394	17,105,962
Eileen O' Shea Auen	15,354,887	489,681	—	1,261,394	17,105,962
Peter M. Schulte	15,534,804	309,764	—	1,261,394	17,105,962

2. Approval of the ICF International, Inc. 2010 Omnibus Incentive Plan:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes <sup>(1)</sup></u>	<u>Total</u>
9,864,892	5,807,621	172,055	1,261,394	17,105,962

3. Ratification of the selection of Grant Thornton LLP as the Company's independent registered public accounting firm for fiscal year 2010:

<u>Votes For</u>	<u>Votes Against</u>	<u>Abstentions</u>	<u>Broker Non-Votes <sup>(1)</sup></u>	<u>Total</u>
17,076,308	17,602	12,052	—	17,105,962

(1) A broker non-vote occurs when a broker, bank or other nominee holding shares for a beneficial owner does not vote on a particular proposal because the nominee does not have discretionary voting power with respect to the item and has not received voting instructions from the beneficial owner of the shares it holds. Broker non-votes are counted when determining whether the necessary quorum of stockholders is present or represented at each annual meeting.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

99.1 Press Release dated June 7, 2010

**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.

ICF International, Inc.

Date: June 7, 2010

By: /s/ Ronald Vargo

Ronald Vargo

*Executive Vice President and Chief Financial Officer*



NEWS RELEASE

**John Wasson Named President of ICF International****FOR IMMEDIATE RELEASE****Contact: Steve Anderson, [steve.anderson@icfi.com](mailto:steve.anderson@icfi.com), +1.703.934.3847**

FAIRFAX, Va. (June 7, 2010) – ICF International (NASDAQ:ICFI), a leading provider of consulting services and technology solutions to government and commercial clients, has named Chief Operating Officer John M. Wasson, 49, to the additional role of President of the company. ICF International Chairman and CEO Sudhakar Kesavan, who previously held the title of president, made the announcement.

“John Wasson has been instrumental to the growth of ICF,” Mr. Kesavan said. “I am confident that John will excel in this new role, and I look forward to his ongoing leadership in helping ICF exceed our goals and continue to post strong financial and operating results.” As President and COO, Mr. Wasson will continue to run the day-to-day operations of the company and work with Mr. Kesavan on executing the company’s growth strategies.

Over the course of his 23-year career at ICF, Mr. Wasson has been a consultant on environment and energy issues, headed a regional office, and led the company’s business development efforts. Mr. Wasson joined ICF in 1987 as an associate. In 1989, he was promoted to senior associate. In 1991, Mr. Wasson became project manager and was named vice president in 1994. He was promoted to senior vice president in 1998 and executive vice president in 2001. He became COO in 2003.

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**About ICF International**

ICF International (NASDAQ:ICFI) partners with government and commercial clients to deliver professional services and technology solutions in the energy and climate change; environment and infrastructure; health, human services, and social programs; and homeland security and defense markets. The firm combines passion for its work with industry expertise and innovative analytics to produce compelling results throughout the entire program life cycle, from research and analysis through implementation and improvement. Since 1969, ICF has been serving government at all levels, major corporations, and multilateral institutions. More than 3,500 employees serve these clients worldwide. ICF’s Web site is <http://www.icfi.com/>.

**Caution Concerning Forward-looking Statements**

*Statements that are not historical facts and involve known and unknown risks and uncertainties are “forward-looking statements” as defined in the Private Securities Litigation Reform Act of 1995. Such statements may concern our current expectations about our future results, plans, operations and prospects and involve certain risks, including those related to the government contracting industry generally; our particular business, including our dependence on contracts with U.S. federal government agencies; and our ability to acquire and successfully integrate businesses. These and other factors that could cause our actual results to differ from those indicated in forward-looking statements are included in the “Risk Factors” section of our securities filings with the Securities and Exchange Commission. The forward-looking statements included herein are only made as of the date hereof, and we specifically disclaim any obligation to update these statements in the future.*