

TRI VALLEY CORP  
Form 8-K  
June 22, 2012

**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):  
**June 22, 2012 (June 18, 2012)**

**Tri-Valley Corporation**  
(Exact name of registrant as specified in its charter)

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

**001-31852**  
(Commission File Number)

**94-1585250**  
(IRS Employer  
Identification No.)

**4927 Calloway Drive**

**Bakersfield, California 93312**  
(Address of principal executive office)

Issuer's telephone number: **661-864-0500**

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.**

On June 18, 2012, Gregory L. Billinger tendered notice of his termination of the Consulting Services Agreement (the Agreement ) with Tri-Valley Corporation (the Company ), pursuant to which Mr. Billinger has been acting as interim Chief Financial Officer of the Company. The termination is effective as of June 22, 2012. Mr. Billinger is terminating the Agreement to pursue other opportunities and not as a result of any disagreement with the Company.

Mr. Billinger has agreed to provide part-time consulting services to the Company on an as-needed, as-available basis, at a to-be-determined hourly rate, in connection with limited accounting-related matters. Until a successor Chief Financial Officer has been appointed, Mr. Maston N. Cunningham, President and Chief Executive Officer of the Company, will serve as the Company's interim Chief Financial Officer.

**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.

TRI-VALLEY CORPORATION

Date: June 22, 2012

/s/ Maston N. Cunningham

Maston N. Cunningham, President and Chief Executive Officer