

Edgar Filing: TOMPKINS TRUSTCO INC - Form 8-K

TOMPKINS TRUSTCO INC
Form 8-K
May 12, 2005

EFFECTIVE AUGUST 23RD, 2004

UNITED STATES
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) May 9, 2005

Tompkins Trustco, Inc.

(Exact name of registrant as specified in its charter)

| | | |
|---|-----------------------------|--------------------------------------|
| New York | 1-12709 | 16-1482357 |
| ----- | ----- | ----- |
| (State or other jurisdiction of incorporation) | (Commission File Number) | (IRS Employer Identification No.) |

| | |
|---|------------|
| The Commons, PO Box 460, Ithaca, New York | 14851 |
| ----- | ----- |
| (Address of Principal executive offices) | (Zip Code) |

Registrant's telephone number, including area code (607) 273-3210

(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 (see General Instruction A.2. below):

- 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 (17CFR 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 (17CFR 240.13e-4(c))

Item 1.01 Material Amendment to a Material Agreement

Edgar Filing: TOMPKINS TRUSTCO INC - Form 8-K

At the 2005 Annual Meeting of Stockholders held on May 9, 2005, proposed amendments to the 1996 Stock Retainer Plan for Non-Employee Directors were approved. The amendments, among other things, change the name of the Retainer Plan to better reflect the purpose and intent of the Retainer Plan, provide for the mandatory (rather than voluntary) deferral of director fees, and provide that all shares of Company Common Stock used to pay director fees be acquired on the open market, rather than originally issued by the Company. A copy of the Retainer Plan as amended and restated is attached to this Report on Form 8-K as Exhibit 10.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits

- (a) Not applicable.
- (b) Not applicable.
- (c) Exhibits.

| Exhibit No. ----- | Description ----- |
|----------------------|---|
| 10.1 | Stock Retainer Plan For Eligible Directors of Tompkins Trustco, Inc. and Participating Subsidiaries |

SIGNATURE

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.

TOMPKINS TRUSTCO, INC.

Date: May 10, 2005

By: /s/ JAMES J. BYRNES

James J. Byrnes
Chairman and CEO

INDEX TO EXHIBITS

| EXHIBIT NUMBER ----- | EXHIBIT DESCRIPTION ----- | PAGE ----- |
|----------------------------|---|---------------|
| 10.1 | Stock Retainer Plan For Eligible Directors of Tompkins Trustco, Inc. and Participating Subsidiaries | |