

Edgar Filing: INSITUFORM TECHNOLOGIES INC - Form 8-K

INSITUFORM TECHNOLOGIES INC

Form 8-K

May 04, 2005

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):

April 27, 2005  
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INSITUFORM TECHNOLOGIES, INC.

-----  
(Exact name of registrant as specified in its charter)

Delaware

0-10786

13-3032158

-----  
(State or other jurisdiction  
of incorporation)

-----  
(Commission File Number)

-----  
(IRS Employer  
Identification No.)

702 Spirit 40 Park Drive, Chesterfield, Missouri

63005

-----  
(Address of principal executive offices)

-----  
(Zip Code)

Registrant's telephone number,  
including area code

(636) 530-8000  
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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 1.01. Entry Into a Material Definitive Agreement.

On April 27, 2005, the Board of Directors of Insituform Technologies, Inc. (the "Company") authorized and approved the following actions with respect to the compensation of the Company's directors in connection with their service on the Board during the 2005-2006 period: (1) the payment of a \$92,000 cash retainer and an award of 5,700 deferred stock units to Alfred L. Woods, the Chairman of the Board; and (2) to each non-employee director of the Company, other than Mr. Woods, (a) a \$27,000 cash retainer payment, (b) an award of 3,200 deferred stock units and (c) an additional cash payment for his or her service on Board committees in the amounts set forth below, as applicable:

BOARD COMMITTEE -----	CHAIR COMPENSATION -----
Audit Committee	\$19,000
Compensation Committee	\$15,000
Corporate Governance & Nominating Committee	\$15,000
Strategic Planning Committee	\$15,000

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits.

See the Index to Exhibits attached hereto.

## 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.

INSITUFORM TECHNOLOGIES, INC.

By: /s/ David F. Morris

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David F. Morris  
Vice President, General Counsel  
and Secretary

Date: May 4, 2005

INDEX TO EXHIBITS

Exhibit	Description
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10.1	Form of Director Deferred Stock Unit Agreement.