

HICKORY TECH CORP
Form 8-K
February 22, 2005

**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): **February 16, 2005**

HICKORY TECH CORPORATION

(Exact name of registrant as specified in its charter)

Minnesota
(State or other jurisdiction
of incorporation)

0-13721
(Commission file number)

41-1524393
(I.R.S. Employer
Identification No.)

221 East Hickory Street, P.O. Box 3248, Mankato, MN
(Address of principal executive offices)

56002-3248
(Zip Code)

(800) 326-5789

(Registrant's telephone number, including area code)

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:

- o Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

 - o Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

 - o Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

 - o 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 February 16, 2005, the Board of Directors of Hickory Tech Corporation approved a Long-Term Executive Incentive Program to provide for the granting of restricted shares of common stock to certain eligible executive officers if the company achieves pre-established strategic objectives. This Long-Term Executive Incentive Program is being administered under the Company's 1993 Stock Award Plan. A summary of the Long-Term Executive Incentive Program is filed as Exhibit 10(q) to this report and is hereby incorporated herein by reference.

Item 5.03. Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On February 16, 2005, the Board of Directors of Hickory Tech Corporation considered and approved an amendment and restatement of the by-laws of the company (the Amended By-Laws), which amend the By-laws to separate the offices of Chief Executive Officer and Chairman of the Board of Directors and make certain other technical changes. A copy of the Amended By-Laws is filed as Exhibit 3(b) to this report and is hereby incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

3(b) Amended and Restated By-Laws

10(q) Summary of Long-Term Executive Incentive Program

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.

Date: February 22, 2005

HICKORY TECH CORPORATION

By: /s/ John E. Duffy
Name: John E. Duffy
Title: Chief Executive Officer

By: /s/ David A. Christensen
Name: David A. Christensen
Title: Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
3(b)	Amended and Restated By-Laws
10(q)	Summary of Long-Term Executive Incentive Program