

FIRST INTERSTATE BANCSYSTEM INC

Form 8-K

January 31, 2012

**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): January 25, 2012

**FIRST INTERSTATE BANCSYSTEM, INC.**

(Exact name of registrant as specified in its charter)

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

**001-34653**  
(Commission  
File No.)  
401 North 31<sup>st</sup> Street, Billings, MT 59101

**81-0331430**  
(IRS Employer  
Identification No.)

Edgar Filing: FIRST INTERSTATE BANCSYSTEM INC - Form 8-K

(Address of principal executive offices)

(406) 255-5390

(Registrant's telephone number, including area code)

**Not Applicable**

(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:

- .. 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 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))

**Item 5.02(d) Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.**

On January 31, 2012, First Interstate BancSystem, Inc. (the Registrant ) issued a press release announcing the appointment of Teresa A. Taylor to the Registrant s Board of Directors (the Board ) effective January 25, 2012, to serve until 2014 or until her successor is elected and appointed. A copy of the press release is furnished herewith as Exhibit 99.1 and is incorporated by reference herein.

Ms. Taylor will serve on the Compensation and Technology Committees of the Board and will participate in the standard non-management director compensation arrangements. Under these arrangements, Ms. Taylor will receive a pro-rated annual retainer valued at \$9,000. Ms. Taylor may elect to receive \$4,000 of the annual retainer in the form of Class A common stock or Class A stock options and \$5,000 in the form of cash, Class A common stock or Class A common stock options.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibit 99.1 Press Release dated January 31, 2012 regarding the appointment of Teresa A. Taylor to the Registrant s Board of Directors.

**SIGNATURE**

Pursuant to the requirements of the Securities and Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Dated: January 31, 2012

FIRST INTERSTATE BANCSYSTEM, INC.

By: /s/ LYLE R. KNIGHT  
Lyle R. Knight  
President and Chief Executive Officer