

CULLEN FROST BANKERS INC  
Form 8-K  
April 28, 2006

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): **April 27, 2006**

CULLEN/FROST BANKERS, INC.  
(Exact name of issuer as specified in its charter)

Texas  
(State or other jurisdiction  
of incorporation)

0-7275  
(Commission  
File Number)

74-1751768  
(IRS Employer  
Identification No.)

100 West Houston Street, San Antonio, Texas  
(Address of principal executive offices)

78205  
(Zip Code)

(210) 220-4011  
(Registrant's telephone number, including area code)

Not Applicable

Edgar Filing: CULLEN FROST BANKERS INC - Form 8-K

(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 (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))

-

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

Effective April 27, 2006, the terms as members of the Cullen/Frost Bankers, Inc.'s (the "Corporation") Board of Directors of Mr. Isaac Arnold, Jr., Mr. Harry H. Cullen, Mr. James L. Hayne and Ms. Mary Beth Williamson expired. Mr. Arnold served as a member of the Board's Audit Committee and Strategic Planning Committee. Mr. Hayne served as a member of the Board's Strategic Planning Committee. Ms. Williamson served as a member of the Board's Compensation and Benefits Committee and Corporate Governance and Nominating Committee. Messrs. Arnold, Cullen and Hayne and Ms. Williamson did not stand for re-election pursuant to the Board of Directors' retirement age policy.

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.

CULLEN/FROST BANKERS, INC.

By: /s/ Phillip D. Green

Phillip D. Green

Group Executive Vice President  
and Chief Financial Officer

Dated: April 27, 2006