

CASCADE NATURAL GAS CORP
Form 8-K
November 24, 2004

U.S. 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)
September 29, 2004

CASCADE NATURAL GAS CORPORATION
(Exact name of registrant as specified in its charter)

Washington
(State or other jurisdiction
of incorporation)

1-7196
(Commission file number)

91-0599090
(IRS Employer
Identification Number)

222 Fairview Avenue North, Seattle, Washington 98109
(Address of principal executive offices)

(206) 624-3900
(Registrant's telephone number, including area code)

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

- 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 Exchange Act (17 CFR 240.13e-4(c))
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Item 1.01 Entry Into a Material Definitive Agreement.

Approval of Revised Compensation for Board Committee Chairs: On September 29, 2004, the Board of Directors revised the compensation arrangements for Board Committee Chairs. In consideration of the increased time commitment and responsibility assumed by Committee Chairs, the compensation for Committee Chairs is increased to \$5,000 per year from \$3,000 per year, effective October 1, 2004, to be prorated according to their period of service. A summary of the Board Compensation arrangements is attached as an exhibit.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

<i>Exhibit No.</i>	<i>Description of Exhibit</i>
10.01	Board Compensation Arrangements

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.

CASCADE NATURAL GAS CORPORATION

Dated: November 24, 2004

By: /s/ J. D. Wessling
J. D. Wessling
Chief Financial Officer

EXHIBIT INDEX

<i>Exhibit No.</i>	<i>Description of Exhibit</i>
10.01	Board Compensation Arrangements