

S&T BANCORP INC
Form 8-K
January 30, 2019

UNITED STATES
SECURITIES AND EXCHANGE
COMMISSION
Washington, DC 20549

FORM 8-K

CURRENT
REPORT
Pursuant to
Section 13 or
15(d) of
The Securities
Exchange Act of
1934

January 28,
2019
Date of Report
(Date of earliest
event reported)

S&T BANCORP, INC
(Exact name of
registrant as
specified in its
charter)

Pennsylvania 01-12508 25-1434426
(State
or
other (Commission
jurisdiction File
of Number) Employer
incorporation) Identification
No.)

800 15701
Philadelphia

Street,
Indiana,
PA
(Address
of
principal (Zip Code)
executive
offices)

Registrant's telephone
number, including area
code: (800) 325-2265

(Former name or
former address, if
changed since last
report)
(Not applicable)

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))

Indicate by check mark whether
the registrant is an emerging
growth company as defined in
Rule 405 of the Securities Act of
1933 (§230.405 of this chapter) or
Rule 12b-2 of the Securities
Exchange Act of 1934
(§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On January 28, 2019, the Board of Directors of S&T Bancorp, Inc. ("S&T") appointed David G. Antolik, President of S&T, to S&T's Board of Directors. Mr. Antolik was also appointed to the Board of S&T Bank by its Board.

Item 5.03 Amendments to Articles of Incorporation or By-Laws; Change in Fiscal Year.

On January 28, 2019, the Board of Directors of S&T approved amendments to S&T's By-Laws to add a new standing committee to Article III. Section 307 was added to name the Trust and Revenue Oversight Committee and to define the membership and procedural requirements of this new committee. In addition, Article IV Section 401 was amended to include the President as an officer. Section 403 was added to describe the duties and authority of the President. Conforming revisions were made throughout the By-Laws to reflect the office of the President. The foregoing description of the amendments to S&T's By-Laws is qualified in its entirety by reference to the Amended and Restated Bylaws filed herewith as Exhibit 3.1 and incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No. Description

3.1 Amended and Restated By-Laws of S&T Bancorp, Inc.

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.

S&T Bancorp, Inc.

/s/ Mark Kochvar

Mark Kochvar

January 30, 2019 Senior Executive Vice President,
Chief Financial Officer