

INTER TEL INC  
Form 8-K  
November 17, 2005

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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 20549**

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**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)  
November 11, 2005**

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**INTER-TEL, INCORPORATED**  
(Exact name of registrant as specified in its charter)

**Arizona**  
(State or other jurisdiction of  
incorporation)

**0-10211**  
(Commission File Number)

**86-0220994**  
(IRS Employer  
Identification No.)

**1615 S. 52<sup>nd</sup> Street  
Tempe, AZ 85281**  
(Address of principal executive offices, including zip code)  
**(480) 449-8900**  
(Registrant's telephone number, including area code)  
(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))
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**Item 1.01 Entry into a Material Definitive Agreement.**

On November 11, 2005, the board of directors (the Board ) of Inter-Tel, Incorporated (the Company ) approved an amendment of the Company s director compensation policy effective for all meetings taking place after October 4, 2005. Further, in view of special contributions of director Agnieszka Winkler with respect to certain committee assignments, the Board agreed to pay to her a special one-time payment of \$3,000 for board service. A copy of the Company s complete revised director compensation schedule is attached hereto as Exhibit 10.1.

**Item 9.01. Financial Statements and Exhibits**

**(c) Exhibits.**

**Exhibit No. Description**

10.1 Director Compensation Schedule

**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.

**INTER-TEL, INCORPORATED**

By: /s/ Kurt R. Kneip  
Kurt R. Kneip  
Chief Financial Officer

Date: November 17, 2005

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**EXHIBIT INDEX**

**Exhibit No. Description**

10.1 Director Compensation Schedule

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