

IMAGE SENSING SYSTEMS INC

Form 8-K

December 18, 2013

**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) December 12, 2013

Image Sensing Systems, Inc.

(Exact name of registrant as specified in its charter)

Minnesota

000-26056 41-1519168

(State or other jurisdiction (Commission (IRS Employer

of incorporation)

File Number) Identification No.)

500 Spruce Tree Centre, 1600 University Avenue West, St. Paul, Minnesota 55104

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code **(651) 603-7700**

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(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 Instructions 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))

Section 5 – Corporate Governance and Management

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

(e) On December 12, 2013, the Company's Board of Directors approved an increase to the base salaries of Kris B. Tufto, the Company's President and Chief Executive Officer, from \$260,000.00 to \$300,000.00, and Dale E. Parker, its Chief Financial Officer and Chief Operating Officer, from \$200,000.00 to \$230,000.00. The increases are effective on January 1, 2014.

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.

Image Sensing Systems, Inc.

Date: December 17, 2013

By/s/ Dale E. Parker
Chief Financial Officer (Principal Financial Officer and
Principal Accounting Officer)