

CHEMUNG FINANCIAL CORP  
Form 8-K  
October 26, 2009

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):

October 26, 2009

Commission file number:  
0-13888

CHEMUNG FINANCIAL CORPORATION

(Exact name of Registrant as specified in its charter)

New York

16-123703-8

(State or other jurisdiction of

(I.R.S. Employer

incorporation or organization)

Identification No.)

One Chemung Canal Plaza, Elmira, NY 14901

(Address of principal executive offices) (Zip Code)

(607) 737-3711

(Registrant's telephone number including area code)

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:

- 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 the Exchange Act (17 CFR 240.13e-4(c))
- [REDACTED]
- [REDACTED]

ITEM 5.03 AMENDMENT TO ARTICLE OF INCORPORATION OR BYLAWS; CHANGE IN FISCAL YEAR

On October 21, 2009, the Board of Directors of Chemung Financial Corporation amended the Company's Bylaws to allow for the retirement of a Director to be at the next annual meeting after which a director reaches age 72. Article III, Section 2 of the Bylaws were amended to read, in their entirety, as follows:

ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS

- (a) Not applicable

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, thereunto duly authorized.

CHEMUNG FINANCIAL CORPORATION

October 26, 2009

By: Ronald M. Bentley

A thick black horizontal bar used to redact the signature of Ronald M. Bentley.

Ronald M. Bentley

President & Chief Executive Officer