

EDISON INTERNATIONAL
Form 8-K
December 15, 2008

=====

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 11, 2008

EDISON INTERNATIONAL
(Exact name of registrant as specified in its charter)

| | | |
|---|---|---|
| CALIFORNIA (State or other jurisdiction of incorporation) | 001-9936 (Commission File Number) | 95-4137452 (I.R.S. Employer Identification No.) |
|---|---|---|

2244 Walnut Grove Avenue
(P.O. Box 800)
Rosemead, California 91770
(Address of principal executive offices, including zip code)

626-302-2222
(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:

=====

- 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))
- =====

Edgar Filing: EDISON INTERNATIONAL - Form 8-K

In connection with changes made to Edison International's Corporate Governance Guidelines to enhance the duties and responsibilities of its Lead Director, effective December 11, 2008, the Board of Directors of Edison International adopted an amendment to Article IV, Section 9 of the Bylaws of Edison International. The amendment changes the order of succession to the Chairman's duties in the Chairman's absence or disability to clarify that any member of the Board of Directors who has been designated as a Lead Director shall be first in order to preside at any Board meetings where the Chairman is not present. The foregoing description is qualified by reference to the Bylaws of Edison International, as amended to and including December 11, 2008, filed as Exhibit 3.1 hereto and incorporated by reference herein.

Item 9.01 Financial Statements and Exhibits.

(c) Exhibits

See the Exhibit Index below.

Page 2

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.

EDISON INTERNATIONAL
(Registrant)

/s/ Linda G. Sullivan

Linda G. Sullivan
Vice President and Controller

Date: December 15, 2008

Page 3

EXHIBIT INDEX

| Exhibit No. | Description |
|-------------|--|
| 3.1 | Bylaws of Edison International, as Amended to and including December 11, 2008. |