

KEYCORP /NEW/  
Form 8-K  
July 15, 2010

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**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): July 14, 2010  
(Exact name of registrant as specified in charter)  
001-11302  
(Commission File Number)**

**OHIO** **34-6542451**  
**(State or other jurisdiction of incorporation)** **(I.R.S. Employer Identification No.)**  
**127 Public Square**  
**Cleveland, Ohio 44114-1306**  
**(Address of principal executive offices and zip code)**  
**(216) 689-6300**  
**(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))
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**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**

On July 14, 2010, the Board of Directors of KeyCorp elected Barbara R. Snyder, as Director of the Corporation, effective immediately. Ms. Snyder is president of Case Western Reserve University, a post she assumed on July 1, 2007, following four years as Executive Vice President and Provost of The Ohio State University.

The election of Ms. Snyder increases the size of KeyCorp's Board of Directors to 16 members. Ms. Snyder has been assigned to the Risk Management Committee of the Board. As with all outside KeyCorp Directors, Ms. Snyder will be entitled to an annual award under the KeyCorp Directors' Deferred Share Plan, as well as quarterly and per meeting director fees.

A copy of the press release announcing the election is furnished as Exhibit 99.1 to this Current Report on Form 8-K and incorporated by reference into this Item 5.02. Exhibit 99.1 shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that section. Furthermore, the information contained in Exhibit 99.1 shall not be deemed to be incorporated by reference in any filing of KeyCorp under the Securities Act of 1933, as amended.

**Section 9 Financial Statements and Exhibits**

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

- 99.1 Press release dated July 15, 2010, announcing the election of Barbara R. Snyder as Director of KeyCorp.
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**SIGNATURE**

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.

**KEYCORP**  
(Registrant)

Date: July 15, 2010

By: /s/ Daniel R. Stolzer  
Daniel R. Stolzer  
Vice President, Deputy General Counsel  
and Assistant Secretary