

V F CORP
Form 8-K
February 10, 2006

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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): February 6, 2006
V. F. Corporation
(Exact Name of Registrant as Specified in Charter)**

**Pennsylvania
(State or Other Jurisdiction
of Incorporation)**

**1-5256
(Commission
File Number)**

**23-1180120
(IRS Employer
Identification No.)**

**105 Corporate Center Boulevard
Greensboro, North Carolina
(Address of Principal Executive Offices)**

**27408
(Zip Code)**

Registrant's telephone number, including area code 336-424-6000

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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Item 1.01. Entry into Material Definitive Agreements

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On February 6, 2006, the Compensation Committee of the Board of Directors of VF Corporation (VF) awarded the following annual incentives for 2005 based on the level of achievement of pre-set performance goals for 2005, and under the Mid-Term Incentive Plan, a subplan of the VF 1996 Stock Compensation Plan, approved the following performance-contingent share award grants for the 2006-2008 performance period. Actual pay-out of the shares for the 2006-2008 performance period will be determined based on the level of achievement of the performance goals set by the Compensation Committee.

Name and Position	2005 Bonus	Performance-Contingent Common Stock Unit Awards for 2006-2008 Performance Cycle Estimated Future Pay-out Under Non-Stock Price-Based Plans		
		Threshold (#)	Target (#)	Maximum (#)
Mackey J. McDonald Chairman, President and Chief Executive Officer	\$ 1,474,000	0	60,300	120,600
George N. Derhofer Vice President Global Supply Chain	485,000	0	13,200	26,400
John P. Schamberger(1) Vice President and Chairman Cross Coalition Management	514,000	0	0	0
Robert K. Shearer Senior Vice President and Chief Financial Officer	449,000	0	11,200	22,400
Eric C. Wiseman Executive Vice President, Global Brands	631,000	0	21,100	42,200

(1) VF announced in December 2005 that Mr. Schamberger will retire in the first quarter of 2006.

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The 2005 performance goals upon which the annual incentives were based were VF's reported earnings per share (excluding the effects of a change in accounting policy for stock-based compensation), net sales of existing businesses and net sales of recent acquisitions.

The performance goals under the Mid-Term Incentive Plan for the 2006-2008 Performance Cycle are based on the average level of achievement of its executive incentive compensation goals over the three-year performance period which are currently based on reported earnings per share (excluding the effects of extraordinary and non-recurring items), net sales of existing businesses and net sales of recent acquisitions.

By: /s/ Candace S. Cummings

Candace S. Cummings
Vice President- Administration,
General Counsel and Secretary