
**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): **November 13, 2013**

Meta Financial Group, Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

0-22140
(Commission File Number)

42-1406262
(IRS Employer Identification No.)

5501 South Broadband Lane, Sioux Falls, SD 57108
(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: **(605) 782-1767**

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

On November 13, 2013, the Board of Directors (the “Board”) of Meta Financial Group, Inc. (the “Company”) appointed Douglas J. Hajek to the Company’s Board for a term expiring at the 2014 Annual Meeting of stockholders, or until his respective successor is elected or qualified or until his earlier resignation or removal. In addition, the Board has nominated Mr. Hajek , along with current director Rodney G. Muilenburg, to stand for re-election as directors at the Company’s 2014 Annual Meeting of Stockholders, for a term expiring at the Company’s 2017 Annual Meeting of Stockholders. Mr. Hajek was also named to the Board’s Compensation Committee and Nominating Committee.

Mr. Hajek will receive annual retainers of \$7,500 as a non-employee director of the Company, \$6,500 as a non-employee director of MetaBank, and \$3,500 as a member of MetaBank’s Loan Committee. Mr. Hajek will also receive from the Company and MetaBank a meeting fee of \$800 for each board meeting attended and \$250 for each committee meeting attended. All non-employee directors are also reimbursed for their reasonable out-of-pocket expenses incurred in attending board and committee meetings. In addition, on the date of his appointment to the Board, Mr. Hajek received a grant of 117 shares of the Company’s fully vested restricted common stock, representing a one-sixth prorated award of the 700 shares granted to non-employee directors for their service on the Board during calendar year 2013.

There are no arrangements or understandings among Mr. Hajek and any other persons pursuant to which Mr. Hajek was appointed to the Board and Mr. Hajek does not have any relationships or related party transactions with the Company required to be disclosed pursuant to Item 404(a) of Regulation S-K.

On November 13, 2013, Mr. Thurman Gaskill, 78, notified the Company’s Board that he intends to retire from the Board and would not stand for re-election as a director at the at the end of his current term which expires as of the date of the Company’s 2014 Annual Meeting of Stockholders. Mr. Gaskill’s decision not to stand for re-election was not due to any disagreement with the Company on any matter relating to the Company’s operations, policies or practices.

For additional information regarding Mr. Hajek’s appointment to the Company’s Board and Mr. Gaskill’s decision not to stand for re-election to the Board, please see the Company’s press release, dated November 13, 2013, a copy of which is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year .

On November 13, 2013, the Board of the Company amended its bylaws to remove Article II, Section 10 which provided that any member of the Board shall be domiciled in or have his or her primary place of business located in any county, a portion of which is within a 70 mile radius of any office of any subsidiary financial institution of the Company. The amendment was effective immediately.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Press Release dated November 13, 2013

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.

META FINANCIAL GROUP, INC.

By: /s/ Glen W. Herrick
Glen W. Herrick
Executive Vice President, Chief Financial Officer, Treasurer
and Secretary

Dated: November 13, 2013

EXHIBIT LIST

Exhibit No.

[99.1](#)

Description

Press Release dated November 13, 2013



Investor Relations
605.782.1767

Meta Financial Group, Inc. ® and MetaBank ® Announce Director Changes

**Doug Hajek joins Boards of Directors
Thurman Gaskill announces pending Board retirement
Fred Moore to become Lead Director and Vice Chairman**

Sioux Falls, South Dakota – November 13, 2013, Meta Financial Group, Inc. ® (“MFG” and MetaBank, collectively Meta or the “Companies”)

Meta Financial Group, Inc. (NASDAQ: CASH – NEWS) Meta announced today the addition of Douglas J. Hajek to its Boards of Directors, and that E. Thurman Gaskill, Lead Director and Vice Chairman will retire from its Boards of Directors following Meta’s annual meeting in January, 2014. Upon Mr. Gaskill’s retirement, Frederick V. Moore will assume Lead Director and Vice Chairman roles.

Mr. Gaskill, 78, has served as a director since 1982 and has been instrumental in the development of Meta. "Thurman has been an outstanding director, leader and friend; helping guide our companies for over 30 years. I will miss him and his counsel greatly," said J. Tyler Haahr, Chairman and CEO.

"I am proud to have served as a director of Meta for over 30 years and during such historic times in the life of the Companies," said retiring director, Thurman Gaskill. Mr. Gaskill went on to say, "This is the right time for me to make this transition. I believe Meta is a great company with outstanding leadership and is well-positioned for the future."

Mr. Hajek, 63, is a Partner with the law firm Davenport, Evans, Hurwitz & Smith, LLP in Sioux Falls, South Dakota. "Doug brings tremendous legal, banking, payments and leadership expertise and experience to Meta’s Boards" said J. Tyler Haahr, Chairman and CEO.

Mr. Haahr went on to announce, “I am also pleased that one of our current directors, Fred Moore, will become the Lead Director and Vice Chairman of the Board following Thurman’s retirement in January. Fred’s background and experience will provide for a smooth transition in this important leadership role.”

- Mr. Gaskill, who served in the Iowa Senate from 1998-2008, has owned and operated a grain farming operation located near Corwith, Iowa, since 1958. He has also served both as a commissioner with the Iowa Department of Economic Development and also as a commissioner with the Iowa Department of Natural Resources. Mr. Gaskill is the past president of both the Iowa and National Corn Growers Associations, past chairman of the United States Feed Grains Council, and has served in numerous other noteworthy agriculture positions.
 - Mr. Hajek joined Davenport Evans in 2000 where his practice is concentrated in corporate, finance and banking matters. He previously worked at US Bank, Western Bank and the law firm Boyce, Murphy, McDowell & Greenfield. He has been selected as one of **The Best Lawyers in America** in the areas of Banking and Finance Law, Corporate Law, Mergers & Acquisitions Law, and Financial Services Regulation Law. Mr. Hajek is a graduate of the University of South Dakota School of Law (JD), and has a BS degree from South Dakota State University and a MA degree from the University of Northern Colorado.
 - Frederick V. Moore, 57, has served as a director at the Companies since 2006 and has been the President of Buena Vista University in Storm Lake, Iowa since 1995. He previously worked in corporate America as a strategic planner, financial analyst, and marketing executive. Mr. Moore received a JD with honors, MBA and BA degrees from the University of North Carolina at Chapel Hill.
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About Meta Financial Group, Inc.

Meta Financial Group, Inc. (MFG) is the holding company for MetaBank, a federally chartered savings bank. Headquartered in Sioux Falls, South Dakota, its primary banking businesses are deposits, loans and other financial products and services to meet the needs of its commercial, agricultural and retail customers and MetaBank's electronic payments division, Meta Payment Systems (MPS).

MFG shares are traded on the NASDAQ Global Market under the symbol "CASH." MFG operates under a super-community banking philosophy that allows the company to grow while maintaining its community bank roots, with localized decision making and customer service.

MetaBank operates eleven bank offices in four market areas; Central Iowa, Northwest Iowa, Brookings, South Dakota and Sioux Empire, South Dakota. MPS manages four primary business lines: prepaid cards, credit products, Automated Teller Machine (ATM) sponsorship and Automated Clearing House (ACH) origination.

This press release and other important information about the Company are available at [http:// www.metafinancialgroup.com](http://www.metafinancialgroup.com) . All information provided is subject to potentially more detailed information contained in the Company's filings with the Securities and Exchange Commission ("SEC"). The Company undertakes no duty to update the information provided herein or therein.

Meta Financial Group, Inc.®, ("Meta Financial" or "the Company" or "us") and its wholly-owned subsidiary, MetaBank® (the "Bank" or "MetaBank"), may from time to time make written or oral "forward-looking statements," including this press release, statements contained in its filings with the SEC, in its reports to stockholders, and in other communications by the Company, which are made in good faith by the Company pursuant to the "safe harbor" provisions of the Private Securities Litigation Reform Act of 1995.
