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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 22, 2008**

**The Charles Schwab Corporation**

(Exact name of registrant as specified in its charter)

**Commission File Number: 1-9700**

**Delaware**  
(State or other jurisdiction of  
incorporation)

**94-3025021**  
(IRS Employer  
Identification No.)

**120 Kearny Street, San Francisco, CA 94108**  
(Address of principal executive offices, including zip code)

**(415) 636-7000**  
(Registrant's telephone number, including area code)

**N/A**  
(Former name or former address, if changed since last report)

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 July 22, 2008, on the recommendation of the Nominating and Corporate Governance Committee, the Board of Directors of The Charles Schwab Corporation ("CSC") elected Walter W. Bettinger II to the Board of Directors to serve as a member of the class of directors whose term expires at the annual meeting of stockholders in 2009. The election of Mr. Bettinger to the Board of Directors will be effective as of October 1, 2008.

The Board of Directors of CSC appointed Mr. Bettinger to serve as President and Chief Executive Officer of the Corporation, effective October 1, 2008. Charles R. Schwab, who is currently Chairman of the Board and Chief Executive Officer, will continue to serve as Chairman of the Board after October 1, 2008.

Mr. Bettinger, 47, was appointed President and Chief Operating Officer of CSC by the Board of Directors in 2007. He served as Executive Vice President and President - Schwab Investor Services (formerly the Individual Investor Enterprise) of CSC and Charles Schwab & Co., Inc. ("Schwab") from 2005 until 2007. He served as Executive Vice President and Chief Operating Officer - Individual Investor Enterprise of CSC and Schwab from 2004 until 2005, and Executive Vice President and President - Corporate Services of Schwab from 2002 until 2004. Mr. Bettinger joined Schwab in 1995.

On July 22, 2008, CSC issued a press release announcing Mr. Bettinger's appointment as President and Chief Executive Officer and election as a director effective October 1, 2008. A copy of the press release is included as Exhibit 99.1 to this report.

**Item 9.01. Financial Statements and Exhibits**

- (d) Exhibits
- 99.1 Press Release dated July 22, 2008 ("Schwab Appoints Walter W. Bettinger II President and CEO")

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**Signature(s)**

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.

The Charles Schwab Corporation

Date: July 25, 2008

By: /s/ Joseph R. Martinetto

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Joseph R. Martinetto  
Executive Vice President and Chief Financial  
Officer

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## Exhibit Index

<b><u>Exhibit No.</u></b>	<b><u>Description</u></b>
EX-99.1	Press Release dated July 22, 2008 ("Schwab Appoints Walter W. Bettinger II President and CEO")

# News Release

## Contacts:

### MEDIA

Greg Gable

Charles Schwab  
Phone: 415-636-5847

### INVESTORS/ANALYSTS

Rich Fowler

Charles Schwab  
Phone: 415-636-9869

## Schwab Appoints Walter W. Bettinger II President and CEO

*Appointment Effective Oct. 1, 2008*

*Charles R. Schwab Remains Executive Chairman of the Board of Directors*

**SAN FRANCISCO, July 22, 2008** -- The Board of Directors of The Charles Schwab Corporation [Nasdaq: SCHW] today appointed Walter W. Bettinger II as president and chief executive officer and a member of the board of directors effective Oct. 1, 2008. Mr. Bettinger had previously served as president and chief operating officer. Company founder, chairman and chief executive, Charles R. Schwab will remain as executive chairman of the Board of Directors.

Announcing the appointment, Mr. Schwab said, "In Walt's 13 years at Schwab in a variety of roles across our businesses, he has proven himself an adept leader, committed to the growth of our business and to the passion for serving clients that guides us every day. Over the last 17 months in the role of president and chief operating officer, Walt and his management team have proven their ability to maintain strategic focus, discipline and forward progress, even in the midst of a choppy external environment. Our steady growth and financial strength are testaments to his skills, and he has earned my and the board's respect and confidence."

"I will continue to serve as a very active chairman and look forward to continuing the strong partnership that Walt and I have developed," Mr. Schwab continued. "We share entrepreneurial backgrounds, a desire to see Schwab continue its strong growth and a common vision for what our business can do to help Americans be financially fit."

Bettinger, 47, was appointed president and chief operating officer in February 2007 and oversaw the company's operating businesses -- Schwab Investor Services, Schwab Institutional, Schwab Investor Development and Schwab Corporate & Retirement Services -- as well as investment management, banking, technology, human resources, and operations. Prior to that, he was president of the Individual Investor Enterprise and previously had served as president of Schwab Corporate Services, president of Schwab Retirement Plan Services, Inc. and as chairman of the Board, president and chief executive officer of The Charles Schwab Trust Company.

Before joining Schwab, Bettinger founded The Hampton Company, a provider of retirement plan services to corporations and their employees, in 1983 at the age of 22. In 1995, The Charles Schwab Corporation acquired Hampton. Bettinger is a summa cum laude graduate of Ohio University with a degree in finance and investments. He has also completed the General Management program offered by the Harvard Business School.

Bettinger said, "It is an honor to be entrusted with serving our clients, shareholders and employees as Schwab's CEO. Our commitment to serving clients as they build long term financial security has never been stronger. Chuck and I have worked closely together over the years preparing for this transition, and we will continue to work closely together in our respective roles as executive chairman and CEO."

(more)

### About Charles Schwab

The Charles Schwab Corporation (Nasdaq: SCHW) is a leading provider of financial services, with more than 300 offices and 7.3 million client brokerage accounts, 1.3 million corporate retirement plan participants, 355,000 banking accounts, and \$1.4 trillion in client assets. Through its operating subsidiaries, the company provides a full range of securities brokerage, banking, money management and financial advisory services to individual investors and independent investment advisors. Its broker-dealer subsidiary, Charles Schwab & Co., Inc. (member SIPC, <http://www.sipc.org>), and affiliates offer a complete range of investment services and products including an extensive

selection of mutual funds; financial planning and investment advice; retirement plan and equity compensation plan services; referrals to independent fee-based investment advisors; and custodial, operational and trading support for independent, fee-based investment advisors through its Schwab Institutional division. The Charles Schwab Bank (member FDIC) provides banking and mortgage services and products. More information is available at [www.schwab.com](http://www.schwab.com).

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