

INNSUITES HOSPITALITY TRUST

Form 8-K

December 15, 2004

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, D.C. 20549

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**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 9, 2004**

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**INNSUITES HOSPITALITY TRUST**

(Exact Name of Registrant as Specified in Charter)

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

**001-07062**  
(Commission  
File Number)

**34-6647590**  
(IRS Employer  
Identification No.)

**InnSuites Hotels Centre, 1615 E. Northern Avenue,  
Suite 102, Phoenix, Arizona**  
(Address of Principal Executive Offices)

**85020**  
(Zip Code)

Registrant's telephone number, including area code **(602) 944-1500**

**Not Applicable**

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(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(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 Principal Officers; Election of Directors; Appointment of Principal Officers**

On December 9, 2004, Stephen A McConnell resigned as a Trustee of the Trust due to his expanding business schedule and personal obligations. Mr. McConnell has been a Trustee since February 3, 2004. Mr. McConnell also served on the Trust's Compensation Committee, Governance and Nominating Committee and was Chairman of the Trust's Audit Committee, and he qualified as a financial expert under applicable Securities and Exchange Commission rules.

The Trust is in the process of identifying and interviewing qualified candidates to fill the vacancy created by Mr. McConnell's resignation.

**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.

**InnSuites Hospitality Trust**

By: */s/ Anthony B. Waters*  
Anthony B. Waters  
**Chief Financial Officer**





Date: December 15, 2004