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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 AND EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported): December 7, 2005

WESCO INTERNATIONAL, INC.  
(Exact name of registrant as specified in its charter)

Commission file number 001-14989

DELAWARE  
(State or other jurisdiction  
of incorporation or  
organization)

25-1723342  
(IRS Employer Identification No.)

225 WEST STATION SQUARE DRIVE  
SUITE 700  
PITTSBURGH, PENNSYLVANIA 15219  
(Address of principal executive offices)

(412) 454-2200  
(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 (see General Instruction A.2):

- 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 a Material Definitive Agreement.

Employment Agreement with Stephen A. Van Oss

On December 7, 2005, the Board of Directors of WESCO International, Inc. (the "Company") approved the terms and conditions of an Employment Agreement (the "Agreement") to be entered into between the Company and Stephen A. Van Oss in connection with his continued employment as the Company's Senior Vice President and Chief Financial and Administrative Officer. The Agreement will have a term of two years, subject to automatic renewals for an additional year as of each annual anniversary of agreement. The Agreement will provide that Mr. Van Oss will be paid an annual base salary of at least \$450,000, subject to adjustment by the Compensation Committee of the Company's Board of Directors and incentive compensation under the Company's incentive compensation and other bonus plans for senior executives in amounts ranging from 0% to 100% of his annual base salary, based on the Company's achievement of earnings, sales growth and return on investment or other performance criteria established by the Compensation Committee.

If Mr. Van Oss dies or becomes disabled, is discharged from employment for "cause" or resigns from employment without "good reason," Mr. Van Oss will be entitled to all compensation earned through the date of termination and all benefits accrued under the Company's benefit plans. In the case of Mr. Van Oss's disability, he will continue to receive his base salary and benefits until his actual date of termination, but such payments will be offset by the amount of any Company-funded disability benefits. If Mr. Van Oss dies, his beneficiary will also receive payment of any accrued but unpaid bonus, payable at the time bonuses of other senior executives are payable. If Mr. Van Oss's employment is terminated by the Company without "cause" or by him for "good reason", he will be entitled to the following benefits: his accrued but unpaid compensation through the date of termination, monthly cash payments equal to 1.5 times his monthly base salary as of the date of determination, payable over a period of 18 months following the date of termination, full vesting of any time-vested stock options, stock appreciation rights and other equity awards, a pro rata bonus for the fiscal year in which the termination occurs, and the full cost of his COBRA continuation coverage. If Mr. Van Oss's employment is so terminated within one year following a "change in control" of the Company, the cash amount equal to 1.5 times his monthly base salary will be paid in monthly installments for 24 months. In connection with a termination of Mr. Van Oss's employment, the Company and Mr. Van Oss may enter into a consulting agreement with the Company for a period of up to 24 months upon such terms as are mutually agreed upon by the parties. The Company will provide Mr. Van Oss with a partial excise tax gross-up with respect to any excise taxes imposed he may be obligated to pay. The Agreement also will contain customary covenants regarding nondisclosure of confidential information and non-competition and non-solicitation restrictions.

Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers.

On December 7, 2005, the Company's Board of Directors appointed Steven A. Raymund and Lynn M. Utter as two additional Directors, effective January 2, 2006. Mr. Raymund and Ms. Utter will be deemed non-affiliate directors for purposes of director compensation matters, as will current directors James L. Singleton and James A. Stern following the previously announced sales by The Cypress Group L.L.C., of which Messers. Singleton and Stern are members, of all of its shares of the Company's common stock.

A press release announcing the appointments of Mr. Raymund and Ms. Utter to the Company's Board of Directors is filed as Exhibit 99.1 to this Current Report and is incorporated herein by reference.

Item 9.01. Exhibits.

99.1 Press Release, dated December 8, 2005

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 hereunto duly authorized.

December 9, 2005

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(Date)

WESCO International, Inc.

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/s/ Stephen A. Van Oss

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Stephen A. Van Oss  
Senior Vice President, Chief  
Financial and Administrative Officer

WESCO logo

NEWS RELEASE

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WESCO International, Inc. / Suite 700, 225 West Station Square Drive /  
Pittsburgh, PA 15219

WESCO INTERNATIONAL, INC. NAMES  
TWO NEW BOARD MEMBERS

Contact: Stephen A. Van Oss, Senior Vice President and  
Chief Financial and Administrative Officer  
WESCO International, Inc. (412) 454-2271, Fax: (412) 454-2477  
<http://www.wesco.com>

Pittsburgh, PA, December 8, 2005 - WESCO International, Inc. [NYSE: WCC], a leading provider of MRO products, construction materials, electrical equipment and components, and advanced integrated supply procurement outsourcing services, today announced the appointment of Mr. Steven A. Raymund and Ms. Lynn M. Utter to its Board of Directors effective January 2, 2006. With the addition of Mr. Raymund and Ms. Utter, WESCO's Board of Directors now consists of 11 Directors.

Steven A. Raymund began his career with Tech Data Corporation, a NASDAQ listed company and leading distributor of information technology products, in 1981 and since 1991 has served as its Chairman and Chief Executive Officer. Steve worked his way through the ranks of Tech Data becoming Chief Operating Officer in 1984. In 1988, Arthur Young Entrepreneurial Services named Steve Entrepreneur of the Year, and that same year, Inc. Magazine listed Tech Data 44th on its list of the Top 100 Fastest Growing Small Public Companies. Each year since 1989, Steve has been named one of The 25 Most Influential Executives in the PC Industry. In 1999, Steve was named to the Computer Reseller News Industry Hall of Fame and in 2000, he was inducted into the Tampa Bay Business Hall of Fame. Steve is very active in the United Way of Tampa Bay serving as the Chairman of the 2005 Fundraising Campaign and is a member of the Moffitt Cancer Center's Board of Advisors. He is also involved with the Advisory Board for The Partnership for a Drug Free America and sits on the Board for the Alliance for Excellent Education based in Washington, D.C. Steve earned a bachelor's degree in economics from the University of Oregon and a master's degree in international politics in 1980 from the Georgetown University Edmund A. Walsh School of Foreign Service.

Lynn M. Utter joined Coors Brewing Company in 1997 and currently serves as Chief Strategy Officer. Prior to her current position, she served in several operational capacities including Group Vice President of Container, Quality and Technology, Vice President of Container Operations and Vice President of Logistics, Coors Transportation Operations and Transload. Lynn joined Frito-Lay, Inc. in 1991 and held a variety of sales and operational positions. She spent four years with Strategic Planning Associates in Washington, D.C. Lynn earned a bachelor's degree in business administration from the University of Texas at Austin. She also has earned her master's degree in business from Stanford University. Lynn is Chairperson of the University of Texas' McComb School of Business Administration Dean's Advisory Council, and has been recognized as an Outstanding Young Texas Ex. Also, Lynn serves as a Trustee for Mile High United Way and chaired the 2004 MHUW Campaign.

Chairman and CEO, Roy W. Haley, commented, "We are very pleased to welcome Steve Raymund and Lynn Utter, two outstanding individuals, to our Board. They bring a wealth of operational expertise, strategic vision and sales experience that will serve to further strengthen our Board."

WESCO International, Inc. (NYSE: WCC) is a publicly traded Fortune 500 holding company, headquartered in Pittsburgh, Pennsylvania, whose primary operating entity is WESCO Distribution, Inc. WESCO Distribution is a leading distributor of electrical construction products and electrical and industrial maintenance, repair and operating (MRO) supplies, and is the nation's largest provider of integrated supply services with 2004 annual product sales of approximately \$3.7 billion. With the addition of Fastec and Carlton-Bates, the Company employs approximately 6,100 people, maintains relationships with over 24,000 suppliers, and serves more than 100,000 customers worldwide. Major markets include commercial and industrial firms, contractors, government agencies, educational institutions, telecommunications businesses and utilities. WESCO operates seven fully automated distribution centers and approximately 390 full-service branches in North America and selected international markets, providing a local presence for area customers and a global network to serve multi-location businesses and multi-national corporations.

The matters discussed herein may contain forward-looking statements that are subject to certain risks and uncertainties that could cause actual results to differ materially from expectations. Certain of these risks are set forth in the Company's Annual Report on Form 10-K for the fiscal year ended December 31, 2004, as well as the Company's other reports filed with the Securities and Exchange Commission.