

MID AMERICA APARTMENT COMMUNITIES INC.
Form 8-K
May 22, 2018

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): May 22, 2018

MID-AMERICA APARTMENT COMMUNITIES, INC.
(Exact name of registrant as specified in its charter)

Tennessee 001-12762 62-1543819
(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

6815 Poplar Avenue, Suite 500, Germantown, Tennessee 38138
(Address of principal executive offices) (Zip Code)

(901) 682-6600
(Registrant's telephone number, including area code)

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

Check the appropriate box 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. below):

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company “

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. “

ITEM 5.07. Submission of Matters to a Vote of Security Holders.

On May 22, 2018, the registrant held its 2018 Annual Meeting of Shareholders. The following matters were submitted to a vote of the shareholders of record as of March 16, 2018 through the solicitation of proxies:

1. To elect twelve directors to serve for one year and until their successors have been duly elected and qualified;
2. To provide an advisory (non-binding) vote to approve compensation of the registrant's named executive officers;
3. To approve the Second Amended and Restated Mid-America Apartment Communities, Inc. 2013 Stock Incentive Plan; and
4. To ratify Ernst & Young LLP as the registrant's independent registered public accounting firm for 2018.

All twelve nominees were elected to serve for one year and until their successors have been duly elected and qualified. The results of the election were as follows:

| | For | Against | Abstain | Broker Non-Votes |
|---------------------|------------|-----------|-----------|------------------|
| H. Eric Bolton, Jr. | 90,702,439 | 2,330,938 | 3,057,333 | 7,398,305 |
| Russell R. French | 95,497,845 | 531,318 | 61,547 | 7,398,305 |
| Alan B. Graf, Jr. | 93,725,372 | 2,297,789 | 67,549 | 7,398,305 |
| Toni Jennings | 95,173,845 | 876,322 | 40,543 | 7,398,305 |
| James K. Lowder | 95,096,181 | 931,487 | 63,042 | 7,398,305 |
| Thomas H. Lowder | 95,314,551 | 701,851 | 74,308 | 7,398,305 |
| Monica McGurk | 95,173,696 | 871,546 | 45,468 | 7,398,305 |
| Claude B. Nielsen | 89,761,667 | 6,281,059 | 47,984 | 7,398,305 |
| Philip W. Norwood | 94,913,711 | 1,122,007 | 54,992 | 7,398,305 |
| W. Reid Sanders | 95,471,239 | 508,650 | 110,821 | 7,398,305 |
| Gary Shorb | 95,515,585 | 502,980 | 72,145 | 7,398,305 |
| David P. Stockert | 95,049,048 | 975,537 | 66,125 | 7,398,305 |

The advisory (non-binding) vote to approve the compensation of named executive officers was in favor of executive compensation. The results of the vote were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 89,803,898 | 6,137,206 | 149,606 | 7,398,305 |

The Second Amended and Restated Mid-America Apartment Communities, Inc. 2013 Stock Incentive Plan was approved. The results of the vote were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 92,639,221 | 3,336,840 | 114,649 | 7,398,305 |

Ernst & Young LLP was ratified to serve as the registrant's independent registered public accounting firm for 2018. The results of the vote were as follows:

| For | Against | Abstain |
|-------------|---------|---------|
| 102,558,830 | 867,914 | 62,271 |

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.

MID-AMERICA APARTMENT COMMUNITIES, INC.

Date: May 22, 2018 By: /s/ Albert M. Campbell, III
Albert M. Campbell, III
Executive Vice President and Chief Financial Officer
(Principal Financial Officer)