

AMERICAN CAMPUS COMMUNITIES INC
Form 8-K
May 07, 2012

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 3, 2012

AMERICAN CAMPUS COMMUNITIES, INC.
(Exact name of Registrant as specified in its Charter)

| | | |
|---|---------------------------------|--|
| Maryland | 001-32265 | 760753089 |
| <i>(State or other jurisdiction of incorporation or organization)</i> | <i>(Commission file number)</i> | <i>(I.R.S. Employer Identification Number)</i> |
| 12700 Hill Country Boulevard, Suite T-200 Austin, TX 78738 <i>(Address of principal executive offices) (Zip Code)</i> | | |

Registrant's telephone number, including area code: (512) 732-1000

Not applicable
(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 5.07 Submission of Matters to a Vote of Security Holders

At the Annual Meeting of Stockholders held on May 3, 2012, there were 74,675,197 common shares entitled to be voted; 67,991,637 shares were voted in person or by proxy. The stockholders voted on the following matters at the Annual Meeting:

1. Election of six director nominees to hold office for a one-year term;
2. Ratification of the selection of Ernst & Young LLP as the Company's independent registered public accounting firm for fiscal year 2012; and
3. On an advisory basis, approval of the executive compensation disclosed in the Proxy Statement.

The results of the stockholder votes are set forth below:

Board of Directors

| | Affirmative | Withheld |
|-------------------------|-------------|-----------|
| William C. Bayless, Jr. | 65,473,336 | 80,260 |
| R.D. Burck | 65,462,988 | 90,608 |
| G. Steven Dawson | 64,490,593 | 1,063,003 |
| Cydney C. Donnell | 65,468,445 | 85,151 |
| Edward Lowenthal | 63,907,015 | 1,646,581 |
| Winston W. Walker | 64,483,211 | 1,070,385 |

There were 2,438,041 broker non-votes with respect to the election of directors.

Independent Registered Public Accounting Firm

| Affirmative | Negative | Abstentions |
|-------------|----------|-------------|
| 67,518,643 | 460,201 | 12,793 |

Approval, on an Advisory Basis, of Executive Compensation

| Affirmative | Negative | Abstentions | Broker Non-Votes |
|-------------|-----------|-------------|------------------|
| 62,102,491 | 3,435,464 | 15,641 | 2,438,041 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: May 7, 2012 AMERICAN CAMPUS
COMMUNITIES, INC.

By: /s/ Jonathan A. Graf
Jonathan A. Graf
Executive Vice
President, Chief
Financial
Officer, Secretary and
Treasurer