

CAMDEN PROPERTY TRUST
Form 8-K
May 13, 2016

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 13, 2016

CAMDEN PROPERTY TRUST

(Exact name of Registrant as Specified in Charter)

| | | |
|---|--------------------------|--|
| Texas | 1-12110 | 76-6088377 |
| (State or Other Jurisdiction of Incorporation) | (Commission File Number) | (I.R.S. Employer Identification Number) |

11 Greenway Plaza, Suite 2400, Houston, Texas 77046

(Address of Principal Executive Offices) (Zip Code)

Registrant's telephone number, including area code: (713) 354-2500

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))

Item 5.07 Submission of Matters to a Vote of Security Holders

As of the record date for the Annual Meeting, there were 90,171,134 common shares outstanding. Of this amount, 3,176,005 common shares were held in the Company's deferred benefit plans and were not entitled to vote. At the Annual Meeting, 80,697,857 common shares were voted in person or by proxy. The Company's shareholders voted on the following matters at the Annual Meeting:

1. Election of ten Trust Managers nominated by the Board of Trust Managers to hold office for a one-year term;
2. Ratification of the selection of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal year 2016; and
3. On an advisory basis, approval of the executive compensation disclosed in the Proxy Statement.

Each of these matters was approved by the requisite number of shareholder votes. The results of the shareholder votes are set forth below.

Board of Trust Managers

| | Affirmative | Withheld |
|--------------------------------|-------------|------------|
| Richard J. Campo | 75,147,241 | 2,177,334 |
| Scott S. Ingraham | 71,626,816 | 5,697,759 |
| Lewis A. Levey | 71,614,154 | 5,710,421 |
| William B. McGuire, Jr. | 72,706,534 | 4,618,041 |
| D. Keith Oden | 75,408,903 | 1,915,672 |
| F. Gardner Parker | 71,588,541 | 5,736,034 |
| William F. Paulsen | 76,439,174 | 885,401 |
| Frances Aldrich Sevilla-Sacasa | 77,007,910 | 316,665 |
| Steven A. Webster | 61,583,913 | 15,740,662 |
| Kelvin R. Westbrook | 75,280,207 | 2,044,368 |

There were 3,373,282 broker non-votes with respect to the election of Trust Managers.

Independent Registered Public Accounting Firm

| Affirmative | Negative | Abstentions | Broker Non-Votes |
|-------------|----------|-------------|------------------|
| 80,406,515 | 255,328 | 36,014 | -0- |

Approval, on an Advisory Basis, of Executive Compensation

| Affirmative | Negative | Abstentions | Broker Non-Votes |
|-------------|-----------|-------------|------------------|
| 73,923,477 | 2,910,092 | 491,006 | 3,373,282 |

The Company's Board of Trust Managers has determined the Company will conduct advisory votes to approve the compensation of the Company's executive officers on an annual basis. Accordingly, the Company will include an advisory vote on executive officer compensation in its proxy materials every year until the next shareholder vote on the frequency of such votes is held, which will be no later than the Company's 2017 Annual Meeting of Shareholders.

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.

Date: May 13, 2016

CAMDEN PROPERTY TRUST

By: /s/ Michael P. Gallagher

Michael P. Gallagher

Senior Vice President - Chief Accounting Officer