

BLACK HILLS CORP /SD/
Form 8-K
April 28, 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) April 26, 2016

BLACK HILLS CORPORATION
(Exact name of registrant as specified in its charter)

South Dakota

(State or other jurisdiction of incorporation)

001-31303

46-0458824

(IRS

(Commission File Number)

Employer
Identification
No.)

625 Ninth Street, PO Box 1400

57709-1400

Rapid City, South Dakota

(Zip Code)

(Address of principal executive offices)

605.721.1700

(Registrant's telephone number, including area code)

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 (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))

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Item 5.07 Submission of Matters to a Vote of Security Holders

The Company held its Annual Meeting of Shareholders on April 26, 2016, at which three proposals were submitted. The proposals are described in detail in the Company's proxy statement for the Annual Meeting filed with the Securities and Exchange Commission on March 17, 2016. A quorum of shares was present for the Annual Meeting, and the final results for the votes regarding the proposals are set forth below.

Shareholders elected three directors to serve for a three-year term to expire at the Annual Meeting of Shareholders 1. in 2019, and until their successors shall be duly elected and qualified. The name of each director elected, and the votes cast for each such individuals, are set forth below:

| Nominee | For | Withheld | Broker Non-Votes |
|------------------|------------|----------|------------------|
| Gary L. Pechota | 41,178,025 | 991,806 | 5,363,638 |
| Mark A. Schober | 42,009,898 | 159,933 | 5,363,638 |
| Thomas J. Zeller | 41,681,878 | 487,953 | 5,363,638 |

2. Shareholders authorized an increase in the Company's authorized indebtedness from \$4 billion to \$8 billion. The votes regarding Proposal 2 were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 41,134,926 | 646,507 | 388,398 | 5,363,638 |

3. Shareholders approved a proposal to ratify the appointment of Deloitte & Touche, LLP to serve as our independent registered public accounting firm for the year 2016. The votes regarding Proposal 3 were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 47,050,930 | 353,452 | 129,087 | -0- |

4. Shareholders approved, on an advisory and non-binding basis, the compensation of the Company's named executive officers, as disclosed in the proxy statement. The votes regarding Proposal 4 were as follows:

| For | Against | Abstain | Broker Non-Votes |
|------------|-----------|---------|------------------|
| 40,174,448 | 1,640,432 | 354,951 | 5,363,638 |

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.

BLACK HILLS CORPORATION

By:/s/ Brian G. Iverson
Brian G. Iverson
Senior Vice President
and General Counsel

Date: April 28, 2016