
Section 1: 8-K (8-K ANNUAL MEETING 043019)

**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 30, 2019

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

**South Dakota
(State or other jurisdiction of incorporation)**

**001-31303
(Commission File Number)**

**46-0458824
(IRS Employer Identification No.)**

**7001 Mount Rushmore Road
Rapid City, South Dakota
(Address of principal executive offices)**

**57702
(Zip Code)**

**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))

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.

Securities registered pursuant to Section 12(b) of the Act:

| Title of each class | Trading Symbol(s) | Name of each exchange on which registered |
|----------------------------------|-------------------|---|
| Common stock of \$1.00 par value | BKH | New York Stock Exchange |

Item 5.07 Submission of Matters to a Vote of Security Holders

The Company held its Annual Meeting of Shareholders on April 30, 2019, 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 15, 2019. A quorum of shares was present for the Annual Meeting, and the final results for the votes regarding the proposals are set forth below.

1. Shareholders elected one director to serve for a two-year term to expire at the Annual Meeting of Shareholders in 2021 and three directors to serve for a three-year term to expire at the Annual Meeting of Shareholders in 2022, and until their successors shall be duly elected and qualified. The name of each director elected, and the votes cast for each such individual, are set forth below:

| <u>Nominee</u> | <u>For</u> | <u>Withheld</u> | <u>Broker Non-Votes</u> |
|------------------|------------|-----------------|-------------------------|
| Linden R. Evans | 49,867,942 | 528,228 | 4,910,423 |
| Robert P. Otto | 49,695,937 | 700,233 | 4,910,423 |
| Mark A. Schober | 49,679,544 | 716,625 | 4,910,423 |
| Thomas J. Zeller | 49,137,682 | 1,258,487 | 4,910,423 |

2. Shareholders approved a proposal to ratify the appointment of Deloitte & Touche LLP to serve as our independent registered public accounting firm for the year 2019. The votes regarding Proposal 2 were as follows:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------|----------------|----------------|-------------------------|
| 54,301,732 | 854,150 | 150,710 | -0- |

3. 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 3 were as follows:

| <u>For</u> | <u>Against</u> | <u>Abstain</u> | <u>Broker Non-Votes</u> |
|------------|----------------|----------------|-------------------------|
| 48,882,832 | 1,139,703 | 373,634 | 4,910,423 |

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: May 2, 2019

[\(Back To Top\)](#)