

COMFORT SYSTEMS USA INC

Form 8-K

May 16, 2014

**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 15, 2014**

**Comfort Systems USA, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-13011**  
(Commission  
File Number)

**76-0526487**  
(IRS Employer  
Identification No.)

**675 Bering Drive, Suite 400**  
**Houston, Texas**  
(Address of principal executive offices)

**77057**  
(Zip Code)

Registrant's telephone number, including area code **(713) 830-9600**

(Former name or former address, if changed since last report.)

## Edgar Filing: COMFORT SYSTEMS USA INC - Form 8-K

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.**

On the 15th of May, 2014, Comfort Systems USA, Inc. (the Company) held its 2014 Annual Meeting of Stockholders. Of the 37,653,491 shares of common stock outstanding and entitled to vote at the Annual Meeting, 35,818,686 shares were present in person or by proxy, constituting a 95.1% quorum. The matters submitted to the stockholders of the Company at the Annual Meeting, and the results of the voting, were as follows:

Proposal No. 1. Vote regarding the election of Darcy G. Anderson, Herman E. Bulls, Alfred J. Giardinelli, Jr., Alan P. Krusi, Brian E. Lane, Franklin Myers, James H. Schultz, Constance E. Skidmore, and Vance W. Tang as members of the Board of Directors:

Nominee	Votes For	Votes For as Percentage of Votes Cast	Votes Withheld
Darcy G. Anderson	33,287,501	99.8%	78,815
Herman E. Bulls	33,224,651	99.6%	141,665
Alfred J. Giardinelli, Jr.	33,268,311	99.7%	98,005
Alan P. Krusi	33,298,236	99.8%	68,080
Brian E. Lane	33,268,386	99.7%	97,930
Franklin Myers	32,712,174	98.0%	654,142
James H. Schultz	33,239,426	99.6%	126,890
Constance E. Skidmore	33,291,405	99.8%	74,911
Vance W. Tang	33,296,464	99.8%	69,852

There were 2,452,370 broker non-votes as to Proposal No. 1.

Proposal No. 2. Vote regarding ratification of the appointment of Ernst & Young LLP as the Company's independent registered public accounting firm for the year ending December 31, 2014:

Votes For	Votes For as a Percentage of Votes Cast	Votes Against	Votes Abstain
35,617,000	99.4%	200,524	1,162

There were no broker non-votes as to Proposal No. 2.

Proposal No. 3. Advisory vote regarding approval of the compensation paid by the Company to its named executive officers:

32,955,210	98.9%	355,661	55,445

Edgar Filing: COMFORT SYSTEMS USA INC - Form 8-K

There were 2,452,370 broker non-votes as to Proposal No. 3.

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.

By:

/s/ Trent T. McKenna  
Trent T. McKenna, Senior Vice President and  
General Counsel

Date: May 16, 2014