

BOK FINANCIAL CORP ET AL  
Form 8-K  
May 03, 2013

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, DC 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, 2013

BOK FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

Oklahoma  
(State or other jurisdiction  
of Incorporation or Organization)

73-1373454  
(IRS Employer  
Identification No.)

Bank of Oklahoma Tower  
P.O. Box 2300  
Tulsa, Oklahoma  
(Address of Principal Executive Offices)

74192  
(Zip Code)

Bank of Oklahoma Tower, Boston Avenue at Second Street, Tulsa, Oklahoma 74172  
(Address of principal executive offices)

Registrant's telephone number, including area code:  
(918) 588-6000

\_\_\_\_\_N/A\_\_\_\_\_

(Former name or former address, if changes 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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## INFORMATION TO BE INCLUDED IN THE REPORT

## ITEM 5.07 Submission of Matters to a Vote of Security Holders

(a) On April 30, 2013, BOK Financial Corporation (“BOKF”) held its annual meeting of shareholders.

(b) The matters voted upon at the annual meeting, and the number of votes cast for or against, as well as the number of abstentions and broker non-votes as to each such matter (where applicable), are set forth below:

| 1. Election of Directors  | For        | Against/Withheld | Abstain | Non-Vote  |
|---|------------|------------------|---------|-----------|
| Gregory S. Allen  | 53,317,892 | 6,854,697        | —       | 7,128,415 |
| Alan S. Armstrong   | 57,874,066 | 2,298,523        | —       | 7,128,415 |
| C. Fred Ball Jr.  | 57,157,100 | 3,015,489        | —       | 7,128,415 |
| Sharon J. Bell  | 60,063,255 | 109,333          | —       | 7,128,415 |
| Peter C. Boylan, III  | 60,083,292 | 89,297           | —       | 7,128,415 |
| Chester E. Cadieux, III   | 59,960,430 | 212,159          | —       | 7,128,415 |
| Joseph W. Craft, III  | 59,816,482 | 356,107          | —       | 7,128,415 |
| John W. Gibson  | 59,949,991 | 222,598          | —       | 7,128,415 |
| David F. Griffin  | 59,960,442 | 212,147          | —       | 7,128,415 |
| V. Burns Hargis   | 59,980,245 | 192,344          | —       | 7,128,415 |
| Douglas D. Hawthorne  | 60,087,867 | 84,722           | —       | 7,128,415 |
| E. Carey Joullian, IV   | 60,068,990 | 103,599          | —       | 7,128,415 |
| George B. Kaiser  | 57,071,290 | 3,101,298        | —       | 7,128,415 |
| Robert J. LaFortune   | 60,068,423 | 104,166          | —       | 7,128,415 |
| Stanley A. Lybarger   | 57,157,795 | 3,014,793        | —       | 7,128,415 |
| Steven J. Malcolm   | 57,649,448 | 2,523,141        | —       | 7,128,415 |
| E.C. Richards   | 60,088,255 | 84,334           | —       | 7,128,415 |
| John Richels  | 60,087,555 | 85,034           | —       | 7,128,415 |
| Michael C. Turpen   | 60,003,791 | 168,798          | —       | 7,128,415 |
| R. A. Walker  | 59,949,329 | 223,260          | —       | 7,128,415 |
| <br>  |            |                  |         |           |
| 2. Approval of the Amended and Restated<br>BOK Financial Corporation 2003<br>Executive Incentive Plan | 58,205,864 | 1,931,108        | 35,617  | 7,128,415 |
| <br>  |            |                  |         |           |
| 3. Approval of the Amended and Restated<br>BOK Financial Corporation 2009<br>Omnibus Incentive Plan   | 57,731,441 | 2,410,423        | 30,725  | 7,128,415 |
| <br>  |            |                  |         |           |
| 4. Ratification of Ernst & Young LLP as<br>Auditor for Fiscal Year Ending December<br>31, 2013        | 67,230,073 | 55,139           | 15,792  | —         |
| <br>  |            |                  |         |           |
| 5. Advisory vote to approve the<br>compensation of named executive officers                           | 59,365,482 | 261,130          | 545,977 | 7,128,415 |

Signature

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.

BOK FINANCIAL CORPORATION

By: /s/ Steven E. Nell  
Steven E. Nell  
Executive Vice President  
Chief Financial Officer

Date: May 3, 2013