

ISABELLA BANK CORP
Form 8-K
May 02, 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): April 30, 2014

ISABELLA BANK CORPORATION
(Exact name of registrant as specified in its charter)

MICHIGAN
(State or other jurisdiction of incorporation)

| | |
|--|--|
| 000-18415 (Commission File Number) | 38-2830092 (IRS Employer Identification No.) |
|--|--|

| | |
|---|--------------------------|
| 401 North Main Street, Mt. Pleasant, Michigan (Address of principal executive offices) | 48858-1649 (Zip Code) |
|---|--------------------------|

Registrant's telephone number, including area code: (989) 772-9471

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))

Section 5 - Corporate Governance and Management

Item 5.07 Submission of Matters to a Vote of Security Holders.

On April 30, 2014, Isabella Bank Corporation (the "Corporation") held its 2014 Annual Meeting of Shareholders. The matters listed below were submitted to a vote of the shareholders through the solicitation of proxies, and the proposals are described in the Corporation's Proxy Statement filed with the SEC on March 31, 2014. The certified results of the shareholder vote are as follows:

Proposal 1 - Election of Directors

Each of the following individuals was elected to serve as a director to hold office until the Annual Meeting of Shareholders for the year opposite his name:

| Nominee | Term Expiration Year | For | Against | Withheld | Broker Non-Votes |
|-----------------------|----------------------------|-----------|---------|----------|---------------------|
| Dennis P. Angner | 2015 | 3,865,437 | 59,110 | 51,217 | 645,745 |
| Dr. Jeffrey J. Barnes | 2017 | 3,925,295 | 34,587 | 15,882 | 645,745 |
| G. Charles Hubscher | 2017 | 3,915,364 | 16,024 | 44,376 | 645,745 |
| David J. Maness | 2017 | 3,896,404 | 37,877 | 41,483 | 645,745 |
| W. Joseph Manifold | 2017 | 3,864,131 | 68,645 | 42,988 | 645,745 |

Proposal 2 - Advisory Vote on Executive Compensation

The executive compensation of named executive officers was approved.

| For | Against | Withheld | Broker Non-Votes |
|-----------|---------|----------|------------------|
| 3,251,775 | 103,615 | 620,374 | 645,745 |

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.

ISABELLA BANK CORPORATION

Dated: May 2, 2014

By: /s/ Dennis P. Angner
Dennis P. Angner, President & CFO