

TAYLOR CALVIN B BANKSHARES INC
Form 8-K
May 13, 2011

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) May 11, 2011

CALVIN B. TAYLOR BANKSHARES, INC.
(Exact name of registrant as specified in its charter)

Maryland

000-50047

52-1948274

(State of incorporation) (Commission file number) (IRS Employer Identification No.)

24 North Main Street, Berlin, Maryland 21811

Address of principal executive offices

(410) 641-1700

(Registrant's telephone number, including area code)

N/A

(Former Name or Former Address, if Changed Since Last Report)

Section 5 – Corporate Governance and Management

Item 5.07 Submission of Matters to a Vote of Security Holders

On May 11, 2011, the Company held its Annual Meeting of Stockholders. The purposes of the meeting were as follows:

Item 1. To elect the Directors of the Company, who shall serve for a one-year term, and until their respective successors are elected and have qualified.

Item 2. To ratify the appointment of Rowles & Company, LLP as the independent auditors for Calvin B. Taylor Bankshares, Inc., and Calvin B. Taylor Banking Company of Berlin, Maryland for the fiscal year ending December 31, 2011.

Item 3. To cast an advisory vote on executive compensation.

Item 4. To cast an advisory vote on the frequency of holding and advisory vote on executive compensation.

Item 5. To transact such other business as may properly come before the meeting or any adjournment or postponement thereof.

Final voting results for Item 1, the election of Directors, are detailed in the following table.

| | Votes Cast | | | Total | Abstentions | Broker Non-votes |
|----------------------|------------|---------|----------|-----------|-------------|---------------------|
| | For | Against | Withheld | | | |
| James R Bergey Jr | 2,295,233 | - | 1,100 | 2,296,333 | - | 167,174 |
| John H Burbage Jr | 2,295,233 | - | 1,100 | 2,296,333 | - | 167,174 |
| Todd E Burbage | 2,294,958 | - | 1,375 | 2,296,333 | - | 167,174 |
| Charlotte K Cathell | 2,295,233 | - | 1,100 | 2,296,333 | - | 167,174 |
| Reese F Cropper Jr | 2,216,793 | - | 79,540 | 2,296,333 | - | 167,174 |
| Reese F Cropper III | 2,220,734 | - | 75,599 | 2,296,333 | - | 167,174 |
| Hale Harrison | 2,291,681 | - | 4,652 | 2,296,333 | - | 167,174 |
| Gerald T Mason | 2,295,143 | - | 1,190 | 2,296,333 | - | 167,174 |
| William H Mitchell | 2,217,233 | - | 79,100 | 2,296,333 | - | 167,174 |
| Joseph E Moore | 2,221,009 | - | 75,324 | 2,296,333 | - | 167,174 |
| Michael L Quillin Sr | 2,296,058 | - | 275 | 2,296,333 | - | 167,174 |
| Louis H. Taylor | 2,294,608 | - | 1,725 | 2,296,333 | - | 167,174 |
| Raymond M Thompson | 2,197,929 | - | 98,404 | 2,296,333 | - | 167,174 |

Final voting results for Item 2, ratification of Rowles & Company, LLP as independent auditor, are detailed in the following table.

| | Votes Cast | | | Total | Abstentions | Broker Non-votes |
|-----------------------|------------|---------|----------|-----------|-------------|---------------------|
| | For | Against | Withheld | | | |
| Rowles & Company, LLC | 2,387,749 | 1,359 | - | 2,389,108 | 5,360 | 68,939 |

Final voting results for Item 3, advisory vote on executive compensation, are detailed in the following table.

| | Votes Cast | | | Total | Abstentions | Broker Non-votes |
|------------------------|------------|---------|----------|-----------|-------------|---------------------|
| | For | Against | Withheld | | | |
| Executive Compensation | 2,243,591 | 11,429 | 950 | 2,255,970 | 26,334 | 168,927 |

Final voting results for Item 4, advisory vote on frequency of holding an advisory vote on executive compensation, are detailed in the following table.

| | Votes Cast | | | | Total | Abstentions | Broker Non-votes |
|--|------------|---------|---------|---------|-----------|-------------|---------------------|
| | 1 year | 2 years | 3 years | No vote | | | |
| Frequency of vote on Executive Compensation | 1,490,819 | 104,103 | 322,692 | 190,160 | 2,107,774 | 129,641 | 226,092 |

There was no other business introduced under Item 5.

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.

Calvin B. Taylor Bankshares, Inc.

Date: May 12, 2011 By: /s/ Raymond M. Thompson

Raymond M. Thompson

President & Chief Executive Officer