

Edgar Filing: MAXIMUS INC - Form 8-K

MAXIMUS INC  
Form 8-K  
March 22, 2010

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K  
CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report: March 22, 2010  
Date of Earliest Event Reported: March 17, 2010

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MAXIMUS, INC.  
(Exact name of registrant as specified in its charter)

Virginia (State or other jurisdiction of incorporation)	1-12997 (Commission File Number)	54-1000588 (I.R.S. Employer Identification No.)
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11419 Sunset Hills Road, Reston, Virginia (Address of principal executive offices)	20190-5207 (Zip Code)
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Registrant's telephone number, including area code: (703) 251-8500

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))

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

At our Annual Meeting of Shareholders held on March 18, 2010, our shareholders voted as follows:

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- (a) To elect Paul R. Lederer, Peter B. Pond, and James R. Thompson, Jr. as Class I Directors of the Company for a three-year term.

Nominee	Total Votes For	Total Votes Withheld
Paul R. Lederer	16,119,318	449,611
Peter B. Pond	15,944,984	623,945
James R. Thompson, Jr.	8,841,913	7,727,016

Russell A. Beliveau, John J. Haley, Richard A. Montoni, Marilyn R. Seymann, Raymond B. Ruddy, and Wellington E. Webb continued their terms in office after the meeting.

- (b) To ratify the appointment of Ernst & Young LLP as our independent public accountants for our 2010 fiscal year.

Total Votes For	16,783,013
Total Votes Against	142,579
Abstentions	940

### Item 8.01 Other Events.

In light of the recent merger between Watson Wyatt Worldwide, Inc. ("Watson Wyatt") and Towers, Perrin, Forster & Crosby, Inc. ("Towers Perrin"), John J. Haley resigned from the Compensation Committee of the Company's Board of Directors effective March 17, 2010. Mr. Haley was formerly the Chief Executive Officer of Watson Wyatt and now serves as the Chief Executive Officer of the combined company. Towers Perrin has provided certain compensation consulting services to the Company, and the Company plans to continue that relationship. Mr. Haley continues as a Class II director of the Company.

### 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.

MAXIMUS, Inc.

Date: March 22, 2010

By: /s/ David R. Francis

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David R. Francis  
General Counsel and Secretary