

DORCHESTER MINERALS, L.P.

Form 8-K

May 17, 2018

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 16, 2018**

**DORCHESTER MINERALS, L.P.**

(Exact name of registrant as specified in its charter)

Delaware                                      000-50175      81-0551518  
(State or other jurisdiction of      Commission (I.R.S. Employer  
incorporation or organization      File Number      Identification No.)

3838 Oak Lawn, Suite 300, Dallas, Texas 75219

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (214) 559-0300

N/A

(Former name, former address and former fiscal year, if changed since last report)

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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 (See General Instruction A.2. below):

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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

The Annual Meeting of Limited Partners of Dorchester Minerals, L.P. (the “Partnership”) was held on May 16, 2018. The matters on which the unitholders voted, in person or by proxy, as fully described in the proxy statement for our Annual Meeting, were:

1. to elect three managers who will serve on the Board of Managers and be appointed to the Advisory Committee until the 2019 Annual Meeting of Limited Partners;
2. to approve the appointment of Grant Thornton LLP as our independent registered public accounting firm for the year ending December 31, 2018;
3. approval of Amendment No. 2 to Amended and Restated Partnership Agreement of Dorchester Minerals, L.P.

Allen D. Lassiter, C.W. Russell and Ronald P. Trout were each elected to our Board of Managers and appointed to the Advisory Committee.

The results of the voting were as follows:

1. Election of Managers

| Manager           | Votes For  | Votes Withheld | Broker Non-Votes |
|-------------------|------------|----------------|------------------|
| Allen D. Lassiter | 18,479,570 | 1,059,717      | 9,015,964        |
| C.W. Russell      | 17,596,736 | 1,942,551      | 9,015,964        |
| Ronald P. Trout   | 17,843,121 | 1,696,166      | 9,015,964        |

2. Approval of the Appointment of Independent Registered Public Accounting Firm

Votes For    Votes Against    Abstentions

|            |         |        | Broker<br>Non-Votes |
|------------|---------|--------|---------------------|
| 27,886,246 | 585,394 | 83,611 | 0                   |

3. Approval of Amendment No. 2 to Amended and Restated Partnership Agreement of Dorchester Minerals, L.P.

Votes For    Votes Against    Abstentions    Broker Non-Votes

17,857,196    1,544,836    137,255    9,015,964

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**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, thereunto duly authorized.

DORCHESTER MINERALS, L.P.

Registrant

by Dorchester Minerals Management LP

its General Partner,

by Dorchester Minerals Management GP LLC

its General Partner

Date: May 17, 2018

By: /s/ William Casey McManemin

William Casey McManemin

Chief Executive Officer