

ACADIA REALTY TRUST

Form 8-K

May 17, 2012

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, 2012

ACADIA REALTY TRUST

(Exact name of registrant as specified in its charter)

Maryland

1-12002

23-2715194

(State or other jurisdiction of incorporation)(Commission File Number)

(I.R.S. Employer Identification No.)

1311 Mamaroneck Avenue

Suite 260

White Plains, New York 10605

(Address of principal executive offices) (Zip Code)

(914) 288-8100

(Registrant's telephone number, including area code)

(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))

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

The annual meeting of shareholders of Acadia Realty Trust ("the Company") was held on May 16, 2012, at the offices of Paul, Hastings, Janofsky and Walker, LLP, in Chicago, Illinois. Shareholders representing 41,424,592 common shares of beneficial interest ("Common Shares"), or 96.9%, of the Common Shares outstanding as of the March 21, 2012 record date were present in person or were represented at the meeting by proxy.

The proposals listed below were submitted to a vote of the shareholders. The proposals are described in the Company's definitive proxy statement for the Annual Meeting previously filed with the Securities and Exchange Commission. Proposals 1, 2 and 4 were approved by the shareholders pursuant to the voting results set forth below. Proposal 3 was approved, on an advisory basis, by the shareholders pursuant to the voting results set forth below.

Proposal 1 -

Election of Trustees

The six nominees for the Board of Trustees were elected by the requisite majority of the votes cast by the holders of Common Shares to hold office until the next annual meeting of shareholders and until their successors are elected and duly qualified. The tabulation of votes was as follows:

|   | Votes<br>Cast For | Votes<br>Against | Abstentions | Broker<br>Non-Votes |
|---|-------------------|------------------|-------------|---------------------|
| Proposal 1a - Election of Trustee: Kenneth F. Bernstein | 39,935,422        | 332,635          | 4,285       | 1,152,250           |
| Proposal 1b - Election of Trustee: Douglas Crocker II   | 39,709,911        | 558,146          | 4,285       | 1,152,250           |
| Proposal 1c - Election of Trustee: Lorrence T. Kellar   | 38,325,312        | 1,942,745        | 4,285       | 1,152,250           |
| Proposal 1d - Election of Trustee: Wendy Luscombe       | 39,012,408        | 1,255,649        | 4,285       | 1,152,250           |
| Proposal 1e - Election of Trustee: William T. Spitz     | 39,739,267        | 528,790          | 4,285       | 1,152,250           |
| Proposal 1f - Election of Trustee: Lee S. Wielansky     | 38,779,820        | 1,488,137        | 4,385       | 1,152,250           |

Proposal 2 -

Ratification of Independent Registered Public Accounting Firm

The requisite majority of the votes cast by the holders of Common Shares ratified the appointment of BDO USA, LLP as the Independent Registered Public Accounting Firm for the Company for the fiscal year ending December 31, 2012. The tabulation of votes was as follows (there were no broker non-votes):

|   | Votes<br>Cast For | Votes<br>Against | Abstentions |
|---|-------------------|------------------|-------------|
| Proposal 2 - Ratify BDO USA, LLP as Independent Registered Public Accounting Firm | 41,416,012        | 3,800            | 4,780       |



Proposal 3 -

Approval, on an Advisory Basis, of the Compensation of Named Executive Officers

The requisite majority of the votes cast by the holders of Common Shares approved, on an advisory basis, the compensation of the named executive officers as disclosed in the Company's 2012 proxy statement. The tabulation of votes was as follows:

|  | Votes<br>Cast For | Votes<br>Against | Abstentions | Broker<br>Non-Votes |
|--|-------------------|------------------|-------------|---------------------|
| Proposal 3 - Approval, on an Advisory Basis, of the Compensation of Named Executive Officers | 39,439,232        | 820,839          | 12,271      | 1,152,250           |

Proposal 4 -

Approval of the Amended and Restated 2006 Share Incentive Plan

The requisite majority of the votes cast by the holders of Common Shares approved the Amended and Restated 2006 Share Incentive Plan. The tabulation of votes was as follows:

|   | Votes<br>Cast For | Votes<br>Against | Abstentions | Broker<br>Non-Votes |
|---|-------------------|------------------|-------------|---------------------|
| Proposal 4 - Approval of the Amended and Restated 2006 Share Incentive Plan | 37,224,488        | 3,035,755        | 12,099      | 1,152,250           |

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.

ACADIA REALTY TRUST  
(Registrant)

Date: May 17, 2012

By: /s/ Jonathan W. Grisham  
Name: Jonathan W. Grisham  
Title: Senior Vice President and  
Chief Financial Officer