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SJW CORP  
Form 8-K  
July 29, 2010

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) July 28, 2010

SJW Corp.

(Exact name of registrant as specified in its charter)

California 1-8966 77-0066628

(State or other jurisdiction of incorporation) (Commission File Number) (IRS Employer Identification No.)

110 W. Taylor Street, San Jose, California 95110

(Address of principal executive offices) (Zip Code)

(408) 279-7800

Registrant's telephone number, including area code

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))

Item 2.02 Results of Operations and Financial Condition.

On July 28, 2010, SJW Corp. (the "Company") announced its financial results for the quarter ended June 30, 2010. A copy of the press release announcing these financial results is attached hereto as Exhibit 99.1 and incorporated into this Form 8-K by reference.

Item 5.02 Departure of Directors or Certain Officers; Election of

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Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(d) Ronald B. Moskowitz was appointed to the board of directors (the "Board") of the Company on July 28, 2010. Mr. Moskowitz joined the Audit Committee and Financing Committee. Mr. Moskowitz was also appointed to the board of directors of San Jose Water Company and SJW Land Company, each a wholly owned subsidiary of the Company.

Mr. Moskowitz is a veteran business lawyer who has practiced law for 40 years in the San Francisco Bay Area. He is currently Counsel to Morgan, Lewis & Bockius LLP, where he was a partner from 2003 until October 2008. Prior to 2003, Mr. Moskowitz was a long-time partner at Brobeck, Phleger & Harrison LLP, where at various times he was a member of its management committee and headed its Corporate Group and its Mergers and Acquisitions Group. Mr. Moskowitz has represented some of the region's best-known venture capital firms. In addition, his practice has emphasized mergers, acquisitions and corporate finance. Mr. Moskowitz received his J.D., magna cum laude, from Harvard University in 1968, and his B.A., cum laude and Phi Beta Kappa, from Williams College in 1965.

Mr. Moskowitz will participate in the non-employee director compensation program of the Company and its subsidiaries, as more fully set forth under the heading "Compensation of Directors" in the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 12, 2010.

Item 5.03 Amendment to Articles of Incorporation or Bylaws; Change in Fiscal Year.

On July 28, 2010, the Board of the Company adopted and approved, effective immediately, amendments to Sections 10.8, 10.11 and 10.14(a)(iii) of the By-Laws of the Company (as amended, the "Amended By-Laws"). The Amended By-Laws amend the Company's existing By-Laws to:

- remove the restriction on fractional share voting;
- conform the description of the quorum and shareholder action requirements for shareholder meetings in the By-Laws of the Company to the requirements set forth in the California General Corporation Law; and
- clarify the methods by which directors can become elected or appointed to serve as a member of the board.

A copy of the Amended By-Laws is attached hereto as Exhibit 3.1 and incorporated herein by reference. The foregoing description of the Amended By-Laws is qualified in its entirety by reference to the full text of the Amended By-Laws.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

| Exhibit<br>Number | Description of Document  |
|-------------------|--|
| -----             | -----  |
| 3.1               | By-Laws of SJW Corp., as amended on July 28, 2010.   |
| 99.1              | Press Release issued by SJW Corp., dated July 28, 2010<br>Announcing the 2010 Second Quarter Financial Results |

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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 thereunto duly authorized.

SJW Corp.  
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July 28, 2010  
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/s/ David A. Green  
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David A. Green, Chief Financial  
Officer and Treasurer

Exhibit

Number      Description of Document  
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3.1            By-Laws of SJW Corp., as amended on July 28, 2010.

99.1          Press Release issued by SJW Corp., dated July 28, 2010  
Announcing the 2010 Second Quarter Financial Results  
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