

QUALITY SYSTEMS INC

FORM 8-K

(Current report filing)

Filed 09/11/08 for the Period Ending 09/09/08

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Telephone	7147317171
CIK	0000708818
Symbol	QSII
SIC Code	7373 - Computer Integrated Systems Design
Industry	Software & Programming
Sector	Technology
Fiscal Year	03/31

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)
September 9, 2008

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

CALIFORNIA 0-13801 95-2888568
(State or other jurisdiction (Commission File Number) (IRS Employer
of incorporation) Identification Number)

18111 Von Karman, Suite 600
Irvine, California 92612
(Address of Principal Executive Offices)

(949) 255-2600
(Registrant's Telephone Number, Including Area Code)

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))

Item 8.01**Other Events**

On September 4, 2008, Quality Systems, Inc. (“QSI”) held its 2008 Annual Meeting. QSI shareholders were asked to consider and vote upon the following three proposals:

1. To elect nine persons to serve as directors of QSI.
2. To ratify the appointment of Grant Thornton, LLP as independent public accountants of QSI for the fiscal year ending March 31, 2009.
3. To approve an amendment to QSI’s Bylaws changing the definition of “independent” director.

On September 9, 2008, the independent inspector of election issued its final report on the results of the shareholder vote as follows:

Proposal No. 1 – Election of Directors	Votes For	Withheld
Name of Management Nominee		
George Bristol	22,471,224	103,552
Patrick Cline	22,469,844	103,552
Philip N. Kaplan	22,468,600	103,552
Vincent J. Love	22,469,252	103,552
Russell Pflueger	22,468,614	103,552
Steven T. Plochocki	22,467,958	103,552
Sheldon Razin	22,458,849	103,552
Robert L. Smith	12,828	103,552
Name of Ahmed Hussein Nominee		
Murray Brennan, M.D.	23,551,142	15,168
Thomas R. DiBenedetto	101,102	15,168
Ibrahim Fawzy	200,550	15,168
Edwin Hoffman	101,102	15,168
Ahmed Hussein	23,551,143	15,168
Joseph D. Stillwell	100,202	15,168

	For	Against	Abstain
Proposal No. 2 – Ratification of Accountants	22,872,497	28,814	22,511
Proposal No. 3 – Amendment of Bylaws	9,297,766	13,561,911	64,143

As a result of the shareholder vote, (i) with respect to Proposal No. 1, Messrs. Brennan, Bristol, Cline, Hussein, Kaplan, Love, Plueger, Plochocki, and Razin were elected to serve as directors, (ii) Proposal No. 2 was approved and (iii) proposal No. 3 failed to receive the votes required to pass and was not approved. On September 10, 2008, QSI issued a press release containing further information concerning the annual meeting results. A copy of that press release is set forth on Exhibit 99.1 attached hereto.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

Exhibit No.	Description
99.1	Press Release dated September 10, 2008, concerning final results of 2008 Annual Shareholders' Meeting.

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.

Date: September 10, 2008

QUALITY SYSTEMS, INC.

By: /s/ Paul Holt

Paul Holt
Chief Financial Officer

Press Release dated September 10, 2008 Regarding Final Certified Results of 2008 Annual Shareholders Meeting

QUALITY SYSTEMS ANNOUNCES FINAL VOTING RESULTS OF ANNUAL SHAREHOLDER MEETING

Shareholders Overwhelmingly Vote to Elect Seven of Eight Company Nominees to the Board of Directors and Defeat Dissident Bylaw Proposal

IRVINE, Calif. – September 10, 2008 – Quality Systems, Inc. (Nasdaq: QSII) today confirmed that shareholders had overwhelmingly elected seven of the company’s eight Director nominees to the Quality Systems Board at its annual meeting held on September 4, 2008, based on the final certified voting results from IVS Associates, the independent inspector of elections. The final results also showed that the proposal put forth by dissident investor Ahmed Hussein to amend Quality Systems’ definition of “independent director” in its bylaws was soundly rejected by shareholders.

Elected to the Board from the company’s slate were George Bristol, Patrick Cline, Philip Kaplan, Vincent Love, Russell Pflueger, Steven Plochocki and Sheldon Razin. Dissident candidates Mr. Hussein and Murray Brennan were also elected to the Board from Mr. Hussein’s six-member slate of nominees. Quality Systems’ corporate bylaws provide for cumulative voting, which facilitated the dissidents’ election to the Board primarily based on Mr. Hussein’s 16.8% ownership in the company.

“We are very pleased to have this meeting behind us and to have received such tremendous shareholder support during the vote,” said Steven Plochocki, CEO of Quality Systems. “Together with our management team, I am looking forward to building upon our successful track record of executing on the company’s strategic plan and maximizing value for all our shareholders.”

About Quality Systems, Inc.

Quality Systems, Inc. and its NextGen Healthcare Information Systems subsidiary develop and market computer-based practice management, patient records, and connectivity and other applications and services for medical and dental group practices. Visit www.qsii.com and www.nextgen.com for additional information.

SAFE HARBOR PROVISIONS FOR FORWARD-LOOKING STATEMENTS:

Statements made in this release, the proxy statements filed with the Securities and Exchange Commission (“Commission”), communications to shareholders, press releases and oral statements made by our representatives that are not historical in nature, or that state our or management’s intentions, hopes, beliefs, expectations or predictions of the future, may constitute “forward-looking statements” within the meaning of Section 21E of the Securities and Exchange Act of 1934, as amended. Forward-looking statements can often be identified by the use of forward-looking terminology, such as “could,” “should,” “will,” “will be,” “will lead,” “will assist,” “intended,” “continue,” “believe,” “may,” “expect,” “hope,” “anticipate,” “goal,” “forecast,” “plan,” or “estimate” or variations thereof or similar expressions. Forward-looking statements are not guarantees of future performance.

Forward-looking statements involve risks, uncertainties and assumptions. It is important to note that any such performance and actual results, financial condition or business, could differ materially from those expressed in such forward-looking statements. Factors that could cause or contribute to such differences include, but are not limited to, the risk factors discussed under “Risk Factors” in our Annual Report on Form 10-K for fiscal year ended March 31, 2008, as well as factors discussed elsewhere in this and other reports and documents we file with the Commission. Other unforeseen factors not identified herein could also have such an effect. We undertake no obligation to update or revise forward-looking statements to reflect changed assumptions, the occurrence of unanticipated events or changes in future operating results, financial condition or business over time unless required by law. Interested persons are urged to review the risks described under “Risk Factors” and in “Management’s Discussion and Analysis of Financial Condition and Results of Operations” in our Annual Report on Form 10-K for fiscal year ended March 31, 2008, as well as in our other public disclosures and filings with the Commission.

Investor Contact:

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