

FMC TECHNOLOGIES INC  
Form 8-K  
October 13, 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) October 8, 2010

**FMC TECHNOLOGIES, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-16489**  
(Commission  
File Number)

**36-4412642**  
(I.R.S. Employer  
Identification No.)

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**1803 Gears Road, Houston, TX 77067**

**(Address of principal executive offices) (Zip Code)**

**(281) 591-4000**

**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:

- .. 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 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

**(a) Amendment of Bylaws**

On October 8, 2010 the Board of Directors amended the Bylaws of the Company, effective immediately, to replace the Company's current plurality vote with a majority vote standard in connection with the election of directors in uncontested elections. The amendment also implements a resignation policy in connection with all director elections.

A copy of the amendment to the Company's Bylaws is filed as Exhibit 3 to this report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

**(d) Exhibit**

3 Amendment to the FMC Technologies, Inc. Bylaws, effective October 8, 2010.

**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.

**FMC TECHNOLOGIES, INC.**

*Date: October 13, 2010*

By: /s/ William H. Schumann, III  
*William H. Schumann, III*  
*Executive Vice President and Chief Financial Officer*