

AVISTA CORP
Form DEFA14A
March 28, 2014

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

SCHEDULE 14A INFORMATION

Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934

(Amendment No.)

Filed by the Registrant

Filed by a Party other than the Registrant

Check the appropriate box:

Preliminary Proxy Statement

Confidential, for Use of the Commission Only

Definitive Proxy Statement

(as permitted by Rule 14a-6(e)(2))

Definitive Additional Materials

Soliciting Material under §240.14a-12

AVISTA CORPORATION

(Name of registrant as specified in its charter)

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(Name of person(s) filing proxy statement, if other than the registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which the transaction applies:

(2) Aggregate number of securities to which the transaction applies:

(3) Per unit price or other underlying value of the transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of the transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

***** Exercise Your *Right* to Vote *****

**Important Notice Regarding the Availability of Proxy Materials for the
Shareholder Meeting to Be Held on May 8, 2014.**

AVISTA CORPORATION

AVISTA CORPORATION
P.O. BOX 3727
SPOKANE, WA 99220-3727

Meeting Information

Meeting Type: Annual Meeting
For holders as of: March 7, 2014
Date: May 8, 2014 **Time:** 8:15 a.m.
Location: Avista Main Office Building
1411 E. Mission Avenue

Spokane, WA 99202

You are receiving this communication because you hold shares in the company named above.

This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at www.proxyvote.com or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

See the reverse side of this notice to obtain proxy materials and voting instructions.

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Vote By Mail: You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

Voting Items

**The Board of Directors recommends a vote FOR
each Nominee.**

1. Election of Directors

Nominees:

1a) Erik J. Anderson

1b) Kristianne Blake

1c) Donald C. Burke

1d) John F. Kelly

1e) Rebecca A. Klein

1f) Scott L. Morris

1g) Marc F. Racicot

1h) Heidi B. Stanley

1i) R. John Taylor

The Board of Directors recommends a vote FOR items 2, 3, 4 and 5.

2. Ratification of the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for 2014.
3. Reapproval of the material terms of performance goals under the Company's Long-Term Incentive Plan.
4. Amendment of the Company's Restated Articles of Incorporation to reduce certain shareholder approval requirements.
5. Advisory (non-binding) vote to approve executive compensation.

NOTE: Such other business as may properly come before the meeting or any adjournment or postponement thereof.

