

AVALONBAY COMMUNITIES INC
Form 8-K
June 27, 2011

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) **June 24, 2011**

AVALONBAY COMMUNITIES, INC.

(Exact Name of Registrant as Specified in Its Charter)

Maryland

(State or Other Jurisdiction of Incorporation)

1-12672

(Commission File Number)

77-0404318

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

671 N. Glebe Road, Suite 800, Arlington, Virginia
(Address of Principal Executive Offices)

22203
(Zip Code)

Registrant's telephone number, including area code **(703) 329-6300**

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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))
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Item 7.01 Regulation FD Disclosure.

On June 24, 2011, Bryce Blair, Chairman of the Board and Chief Executive Officer of AvalonBay Communities, Inc. (the Company), adopted a pre-arranged stock trading plan to exercise up to 254,364 employee stock options and sell the shares acquired thereby over a three month period beginning on August 1, 2011, subject to certain price conditions set forth in the plan. Mr. Blair's stock trading plan was adopted in accordance with guidelines specified under Rule 10b5-1 under the Securities Exchange Act of 1934 and the Company's policy regarding stock transactions. The purpose of the plan is to allow Mr. Blair to exercise these employee stock options and sell the shares acquired thereby in an orderly manner as part of an individual plan for asset diversification while avoiding concerns about the timing of the transactions. The transactions under Mr. Blair's plan will be disclosed publicly through filings with the Securities and Exchange Commission.

The Company does not undertake to report Rule 10b5-1 plans that may be adopted by any officers or directors of the Company in the future or to report any modifications or termination of any publicly announced 10b5-1 plans except to the extent required by applicable law or rules.

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.

AVALONBAY COMMUNITIES, INC.

June 27, 2011

By:	/s/ Thomas J. Sargeant
Name:	Thomas J. Sargeant
Title:	Chief Financial Officer