
Section 1: 8-K (8-K)

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
Washington, DC 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): February 27, 2020

EQUITY RESIDENTIAL

(Exact name of registrant as specified in its charter)

Maryland
(State or other jurisdiction
of incorporation)

1-12252
(Commission
File Number)

13-3675988
(IRS Employer
Identification Number)

ERP OPERATING LIMITED PARTNERSHIP

(Exact name of registrant as specified in its charter)

Illinois
(State or other jurisdiction
of incorporation)

0-24920
(Commission
File Number)

36-3894853
(IRS Employer
Identification Number)

**Two North Riverside Plaza
Suite 400, Chicago, Illinois**
(Address of principal executive offices)

60606
(Zip Code)

Registrant's telephone number, including area code (312) 474-1300

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 (*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))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Shares of Beneficial Interest, \$0.01 Par Value (Equity Residential)	EQR	New York Stock Exchange
7.57% Notes due August 15, 2026 (ERP Operating Limited Partnership)	N/A	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On February 27, 2020, Equity Residential (the “Company”) announced that Alan W. George, 62, its Executive Vice President and Chief Investment Officer since 2002, will step down from his role as Chief Investment Officer as of September 1, 2020 (the “Transition Date”), and retire from the Company in March 2021. The Company also announced that Mr. George will be succeeded as Chief Investment Officer by Alexander Brackenridge, currently Executive Vice President – Investments, effective as of the Transition Date. From the Transition Date through his retirement, Mr. George shall serve as Executive Vice President – Investments, reporting directly to the Chief Executive Officer and assisting in the transition of his responsibilities to Mr. Brackenridge.

Mr. Brackenridge, 56, who has been Executive Vice President – Investments of the Company since February 2015, served as the Company’s Senior Vice President – Investments from May 2002 to January 2015 and has held various investments and asset management positions within the Company since 1993.

Pursuant to a Retirement Agreement entered into between Mr. George and the Company on February 27, 2020, Mr. George will be eligible to receive a prorated cash bonus in early 2022 for his 2021 service, determined by the Company’s Board of Trustees at the same time and in the same manner as for the Company’s other executive officers. Mr. George will also be entitled to certain retirement benefits as previously disclosed in the Company’s most recent proxy statement filed with the Securities and Exchange Commission on April 23, 2019. No severance will be payable to Mr. George in connection with his retirement.

A copy of the press release announcing Mr. George’s retirement and Mr. Brackenridge’s appointment is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

Exhibit Number	Description
99.1	<u>Press Release, dated February 27, 2020, announcing the retirement of Alan W. George, Executive Vice President and Chief Investment Officer and appointment of Alexander Brackenridge as Mr. George’s successor.</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, each registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

EQUITY RESIDENTIAL

Date: February 27, 2020

By: /s/ Scott J. Fenster
Name: Scott J. Fenster
Its: Executive Vice President and General Counsel

ERP OPERATING LIMITED PARTNERSHIP

By: Equity Residential, its general partner

Date: February 27, 2020

By: /s/ Scott J. Fenster
Name: Scott J. Fenster
Its: Executive Vice President and General Counsel

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Section 2: EX-99.1 (EX-99.1)

Exhibit 99.1



NEWS RELEASE - FOR IMMEDIATE RELEASE

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FEBRUARY 27, 2020

Equity Residential Announces the Planned Retirement of CIO Alan W. George Alexander Brackenridge to be Successor

Chicago, IL – February 27, 2020 - Equity Residential (NYSE: EQR) today announced that Alan W. George, 62, Executive Vice President and Chief Investment Officer (CIO), will step down as CIO on September 1, 2020 and retire in early 2021. The Company also announced that Alexander (“Alec”) Brackenridge, 56, the Company’s Executive Vice President – Investments, will become CIO effective September 1, 2020.

“Alan has been a key architect of our portfolio strategy since our beginnings as a public company and has played an integral role in all of the success that we have achieved over the past nearly three decades. Time and again, Alan has shown exceptional real estate knowledge and leadership skills. He has been a leader, mentor and great friend to me and many others at Equity Residential. We wish him the very best in his retirement,” said Mark J. Parrell, Equity Residential’s President and CEO.

Mr. Brackenridge has served as the Company’s Executive Vice President – Investments since 2015 and prior to that held various acquisitions and asset management positions within the Company beginning in 1993. Mr. Brackenridge is a member of NMHC and ULI and received an M.B.A. from Yale University.

“We are very pleased to announce Alec as our new CIO. He has a great depth of investment knowledge and is deeply steeped in our strategy and culture. He has been involved in every significant transaction the Company has undertaken since our IPO and brings a thoughtful perspective to all he does. We look forward to him leading our Investments team and continuing to contribute to the Company’s success,” said Mr. Parrell.

About Equity Residential

Equity Residential is committed to creating communities where people thrive. The Company, a member of the S&P 500, is focused on the acquisition, development and management of rental apartment properties located in urban and high-density suburban communities where today’s renters want to live, work and play. Equity Residential owns or has investments in 308 properties consisting of 79,826 apartment units, located in Boston, New York, Washington, D.C., Seattle, San Francisco, Southern California and Denver. For more information on Equity Residential, please visit our website at www.equityapartments.com.

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