

BRIGHT HORIZONS FAMILY SOLUTIONS INC.

Form 8-K

December 21, 2018

**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): December 21, 2018**

**BRIGHT HORIZONS FAMILY SOLUTIONS INC.**

**(Exact name of Registrant as specified in its charter)**

**Delaware**  
**(State or other jurisdiction**

**of incorporation)**

**001-35780**  
**(Commission**

**File Number)**

**80-0188269**  
**(I.R.S. Employer**

**Identification Number)**

**200 Talcott Avenue South**

**Watertown, MA**  
**(Address of principal executive offices)**

**02472**  
**(Zip code)**

**Registrant's telephone number, including area code: (617) 673-8000**

**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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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**

(e) On December 21, 2018, Bright Horizons Family Solutions Inc. (the Company) and Mandy Berman, Executive Vice President and Chief Administrative Officer, entered into a Consulting Agreement (the Consulting Agreement) in connection with Ms. Berman's departure from the Company effective February 28, 2019. Pursuant to the Consulting Agreement, Ms. Berman will provide consulting and advisory services at the request of the Company for a period of one (1) year beginning on February 28, 2019 for a consulting fee of \$25,000 to assist in a seamless transition. The Consulting Agreement includes customary provisions, including confidentiality and non-disparagement provisions and non-solicitation and non-compete covenants for the term of the Consulting Agreement and for an additional year following the end of the term.

The foregoing summary of the Consulting Agreement is qualified in its entirety by reference to the Consulting Agreement, a copy of which will be filed as an exhibit to the Company's Annual Report on Form 10-K for its fiscal year ended December 31, 2018.

**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.

**BRIGHT HORIZONS FAMILY SOLUTIONS INC.**

Date: December 21, 2018

By:

/s/ Elizabeth Boland  
**Elizabeth Boland**

**Chief Financial Officer**