

HEALTHCARE TRUST OF AMERICA, INC.

Form 8-K

March 18, 2019

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): March 18, 2019 (March 13, 2019)

HEALTHCARE TRUST OF AMERICA, INC.

HEALTHCARE TRUST OF AMERICA HOLDINGS, LP

(Exact name of registrant as specified in its charter)

| | | |
|------------------------------|--------------|----------------|
| Maryland | 001-35568 | 20-4738467 |
| Delaware | 333-190916 | 20-4738347 |
| | | (I.R.S. |
| (State or other jurisdiction | (Commission | Employer |
| of incorporation) | File Number) | Identification |
| | | No.) |

16435 N. Scottsdale Road, Suite 320

Scottsdale, Arizona

(Address of principal executive offices)

(480) 998-3478

(Registrant's telephone number, including area code)

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:

☐ 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 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter):

Healthcare Trust of America, Inc. ☐ Emerging growth company ☐

Healthcare Trust of America Holdings, LP ☐ 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.

Healthcare Trust of America, Inc. ☐

Healthcare Trust of America Holdings, LP ☐

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

(e) Compensatory Arrangements with Certain Officers.

On March 13, 2019, the Compensation Committee of the Board of Directors of Healthcare Trust of America, Inc. (the “Company”) recommended, and the Company’s Board of Directors approved, an extension of the term of the Company’s employment agreements (the “Employment Agreements”) with each of Scott D. Peters, the Company’s Chief Executive Officer, President and Chairman, Robert A. Milligan, the Company’s Chief Financial Officer, Secretary and Treasurer, and Amanda L. Houghton, the Company’s Executive Vice President - Asset Management, pursuant to a letter agreement with each executive dated March 18, 2019 (the “Letter Agreements”), such that the terms of Messrs. Peters’ and Milligan’s Employment Agreements will be extended through March 13, 2023 and the term of Ms. Houghton’s Employment Agreement will be extended through March 13, 2022. In all other respects, the existing terms of each Employment Agreement continue in effect.

Copies of the Letter Agreements are filed herewith as Exhibits 10.1, 10.2 and 10.3.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits.

10.1 Letter Agreement between Healthcare Trust of America, Inc. and Scott D. Peters dated March 18, 2019.

10.2 Letter Agreement between Healthcare Trust of America, Inc. and Robert A. Milligan dated March 18, 2019.

10.3 Letter Agreement between Healthcare Trust of America, Inc. and Amanda L. Houghton dated March 18, 2019.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrants have duly caused this report to be signed on their behalf by the undersigned hereunto duly authorized.

Healthcare Trust of America, Inc.

Date: March 18, 2019 By: /s/ Scott D. Peters

Name: Scott D. Peters

Title: Chief Executive Officer, President and Chairman

Healthcare Trust of America Holdings, LP

By: Healthcare Trust of America, Inc.,
its General Partner

Date: March 18, 2019 By: /s/ Scott D. Peters

Name: Scott D. Peters

Title: Chief Executive Officer, President and Chairman