

AMERICAN PUBLIC EDUCATION INC

Form 8-K

December 28, 2017

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 23, 2017

AMERICAN PUBLIC EDUCATION, INC.

(Exact Name of Registrant as Specified in its Charter)

DELAWARE

(State or other jurisdiction  
of Incorporation)

001-33810

(Commission  
File Number)

01-0724376

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

111 WEST CONGRESS STREET,  
CHARLES TOWN, WV

25414

(Address of principal executive offices) (Zip Code)

Registrant's telephone number, including area code: (240) 268-5300

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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))

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. ☐

## Section 5 – Other Events

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

On December 23, 2017, Wes Moore tendered his resignation from the Board of Directors (the “Board”) of American Public Education, Inc. (the “Company”), effective December 31, 2017. Mr. Moore’s resignation was based on the time commitment necessary in his role as Chief Executive Officer of the Robin Hood Foundation and not a result of any disagreements with the Board or the Company on any matter relating to the Company’s operations, policies or practices.

“I thank Wes for his devotion to access and affordability for all of our students. His perspectives as a veteran, entrepreneur, and social activist contributed greatly to his role as a board member. I congratulate Wes on his appointment as CEO of the Robin Hood Foundation,” said Dr. Wallace E. Boston, Chief Executive Officer of the Company.

**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.

**AMERICAN PUBLIC EDUCATION, INC.**

Date: December 28, 2017 /s/ Richard W. Sunderland, Jr.  
Richard W. Sunderland, Jr.  
Executive Vice President and Chief Financial Officer