

E.W. SCRIPPS Co
Form 8-K
October 06, 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: October 2, 2017
(Date of earliest event reported)

THE E.W. SCRIPPS COMPANY

(Exact name of registrant as specified in its charter)

Ohio 0-16914 31-1223339
(State or other jurisdiction of (Commission (I.R.S. Employer
incorporation or organization) File Number) Identification Number)

312 Walnut Street 45202
Cincinnati, Ohio
(Address of principal executive offices) (Zip Code)
Registrant's telephone number, including area code: (513) 977-3000
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))
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THE E.W. SCRIPPS COMPANY
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

The E.W. Scripps Company (the “Company” or “Scripps”) today announced that it launched a search for a new chief financial officer following the October 2, 2017 departure of Timothy M. Wesolowski, who served as Executive Vice President and Chief Financial Officer of the Company since August 2011. On October 2, 2017, Lisa Knutson was appointed Executive Vice President and Chief Financial Officer (the “Interim CFO”) of the Company, to serve until a permanent chief financial officer is appointed. The Company intends to enter into a separation agreement with Mr. Wesolowski to reflect his entitlement to certain benefits under the Company’s Amended and Restated Executive Severance Plan.

Ms. Knutson, 51, joined Scripps in 2005 and held a variety of roles before taking over the role of Executive Vice President and Chief Strategy Officer. Prior to 2017, Ms. Knutson served as Senior Vice President/Chief Administrative Officer of human resources, where she managed company-wide functions including human resources, information technology, outsourcing governance, project management, corporate communications and The Scripps National Spelling Bee. She also served as the Senior Vice President of human resources where she focused on strategic oversight of all aspects of human resources, including organizational design, performance and succession management, learning and development, compensation, benefits, employee relations, human resources operations and change management. Prior to coming to Scripps in 2005, she had worked most of her career at Fifth Third Bank and at Arthur Anderson, where she developed and oversaw an operating and sales budget for a \$105 million multi-office practice and human resources and staffing across nine locations. Ms. Knutson is a Certified Public Accountant and has a bachelor’s degree in accountancy from Miami University.

Ms. Knutson serves as a corporate director for WesBanco, Inc. (WSBC) Wheeling, West Virginia, and is a member of the compensation committee. She also serves on the board of the Cincinnati Regional Chamber and is a member of its Executive Committee.

Mr. Wesolowski’s departure is not related to financial disclosures, accounting practices or legal matters. There is no arrangement or understanding between Ms. Knutson and any other person pursuant to which she was selected as an officer of the Company and there are no family relationships between Ms. Knutson and any of the Company’s directors or executive officers. There are no transactions to which the Company is a party and in which Ms. Knutson has a direct or indirect material interest that would be required to be disclosed under Item 404(a) of Regulation S-K.

On October 3, 2017, the Company issued a press release announcing certain of the matters set forth above. A copy of the press release is attached to this Current Report on Form 8-K as Exhibit 99.1.

Item 9.01 Financial Statements and Exhibits

Exhibit Number	Description of Item
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99.1	<u>Press release dated October 3, 2017</u>
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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.

THE E.W. SCRIPPS COMPANY

BY: /s/ Douglas F. Lyons
Douglas F. Lyons
Vice President and Controller
(Principal Accounting Officer)

Dated: October 6, 2017