

# NEW JERSEY RESOURCES CORP

## **FORM 8-K** (Current report filing)

Filed 03/13/17 for the Period Ending 03/08/17

Address	1415 WYCKOFF RD PO BOX 1468 WALL, NJ 07719
Telephone	7329381000
CIK	0000356309
Symbol	NJR
SIC Code	4924 - Natural Gas Distribution
Industry	Natural Gas Utilities
Sector	Utilities
Fiscal Year	09/30

**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 8, 2017

**NEW JERSEY RESOURCES CORPORATION**

(Exact name of registrant as specified in its charter)

**New Jersey**  
(State or other  
jurisdiction  
of incorporation)

**001-08359**  
(Commission  
File Number)

**22-2376465**  
(IRS Employer  
Identification No.)

**1415 Wyckoff Road**  
**Wall, New Jersey**  
(Address of principal executive) offices)

**07719**  
(Zip Code)

**(732) 938-1480**

(Registrant's telephone number, including area code)

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))

---

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

On March 8, 2017, the Board of Directors (the “Board”) of New Jersey Resources Corporation (the “Company”) elected Thomas C. O’Connor as a director, effective May 9, 2017. Mr. O’Connor’s term as a director will expire at the Company’s Annual Meeting of Shareowners in January 2018. The committees of the Board to which Mr. O’Connor will be named have not been determined at this time.

In connection with Mr. O’Connor’s election to the Board, he will receive cash and equity compensation consistent with the Company’s Non-Employee Director Compensation Plan, as amended, a description of which can be found in Exhibit 10.1 of the Company’s Current Report on Form 8-K filed with the U.S. Securities and Exchange Commission on November 18, 2016, and is incorporated herein by reference. Other than this standard compensation arrangement, there are no arrangements or understandings between Mr. O’Connor and any other person pursuant to which Mr. O’Connor was elected as a director.

Mr. O’Connor is not a party to a transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K.

**Item 7.01. Regulation FD Disclosure.**

The Company’s press release, dated March 13, 2017, announcing the election of Mr. O’Connor is attached hereto as Exhibit 99.1 and is incorporated by reference into Item 7.01 of this Current Report on Form 8-K.

The information in Item 7.01 of this Current Report on Form 8-K is being furnished and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities of that Section and shall not be deemed to be incorporated by reference into any registration statement or other document pursuant to the Securities Act of 1933, as amended.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

<b>Exhibit Number</b>	<b>Description</b>
10.1	Summary of New Jersey Resources Corporation Non-Employee Director Compensation (incorporated by reference to Exhibit 10.1 of the Company’s Current Report on Form 8-K filed on November 18, 2016)
99.1	Press Release dated March 13, 2017 (furnished, not filed)

---

**SIGNATURE**

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

Date: March 13, 2017

**NEW JERSEY RESOURCES CORPORATION**

By: /s/ Patrick J. Migliaccio  
Patrick J. Migliaccio  
Senior Vice President and  
Chief Financial Officer

---

## EXHIBIT INDEX

<b><u>Exhibit Number</u></b>	<b><u>Description</u></b>
10.1	Summary of New Jersey Resources Corporation Non-Employee Director Compensation (incorporated by reference to Exhibit 10.1 of the Company's Current Report on Form 8-K filed on November 18, 2016)
99.1	Press Release dated March 13, 2017 (furnished, not filed)



NEWS  
Release



1 4 1 5 W y c k o f f R o a d P . O . B o x 1 4 6 4 W a l l , N J 0 7 7 1 9

**Date:** March 13, 2017

**Media Contact:**

Michael Kinney  
732-938-1031  
[mkinney@njresources.com](mailto:mkinney@njresources.com)

**Investor Contacts:**

Joanne Fairechio  
732-378-4967  
[jfairechio@njresources.com](mailto:jfairechio@njresources.com)  
Dennis Puma  
732-938-1229  
[dpuma@njresources.com](mailto:dpuma@njresources.com)

**THOMAS C. O'CONNOR ELECTED TO  
NEW JERSEY RESOURCES BOARD OF DIRECTORS**

**WALL, N.J.** – New Jersey Resources (NYSE: NJR) today announced that Thomas C. O'Connor has been elected to its board of directors. A veteran of the energy industry, Mr. O'Connor has held a range of senior leadership roles at DCP Midstream, DCP Midstream Partners and Duke Energy.

"Tom O'Connor is an accomplished and respected leader with over three decades of experience in our industry," said Laurence M. Downes, chairman and CEO of New Jersey Resources. "With his strong background in the midstream and renewable energy markets, as well as leading natural gas and electric operations, Tom will be a welcome addition to our board and an asset to our company going forward."

From 2007 to 2013, Mr. O'Connor was chairman, president and chief executive officer of DCP Midstream, where he led one of the nation's premier midstream companies with over 60,000 miles of pipeline, more than 60 processing plants and operations in 17 states. He also served as chairman of DCP Midstream Partners, which owns a portfolio of integrated midstream assets.

Before joining DCP Midstream, he spent more than two decades at Duke Energy. He began his career with Duke in 1987 and held positions of increasing responsibility. In 2002, Mr. O'Connor was named president of Duke Energy Gas Transmission, where he oversaw more than 18,000 miles of pipeline and the delivery of safe, reliable service to 1.2 million customers in the U.S. and Canada. From 2005 to 2007, he served as group vice president of corporate strategy and integration; group executive and chief operations officer of U.S. franchised electric and gas; and group executive and president of commercial businesses for Duke Energy.

Mr. O'Connor also serves on the corporate boards for Tesoro Logistics LP (NYSE: TLLP), Keyera Corporation (TSO: KEY) and 8Point3 Energy Partners LP (NASDAQ: CAFD).

- more -

**THOMAS C. O'CONNOR ELECTED TO NEW JERSEY RESOURCES  
BOARD OF DIRECTORS**

Page 2 of 2

A graduate of the University of Massachusetts Lowell, he received his bachelor's degree in biology cum laude and masters in environmental studies, and is a founding member of the school's College of Sciences board of advisors. He also completed the marketing management program at Stanford University and the advanced management program at Harvard University.

**About New Jersey Resources**

**New Jersey Resources** (NYSE: NJR) is a Fortune 1000 company that, through its subsidiaries, provides safe and reliable natural gas and clean energy services, including transportation, distribution, asset management and home services. NJR is comprised of five primary businesses:

- **New Jersey Natural Gas**, NJR's principal subsidiary, operates and maintains over 7,300 miles of natural gas transportation and distribution infrastructure to serve over half a million customers in New Jersey's Monmouth, Ocean and parts of Morris, Middlesex and Burlington counties.
- **NJR Energy Services** manages a diversified portfolio of natural gas transportation and storage assets and provides physical natural gas services and customized energy solutions to its customers across North America.
- **NJR Clean Energy Ventures** invests in, owns and operates solar and onshore wind projects with a total capacity of nearly 280 megawatts, providing residential and commercial customers with low-carbon solutions.
- **NJR Midstream** serves customers from local distributors and producers to electric generators and wholesale marketers through its 50 percent equity ownership in the Steckman Ridge natural gas storage facility and its stake in Dominion Midstream Partners, L.P., as well as its 20 percent equity interest in the PennEast Pipeline Project.
- **NJR Home Services** provides service contracts as well as heating, central air conditioning, water heaters, standby generators, solar and other indoor and outdoor comfort products to residential homes throughout New Jersey.

NJR and its more than 1,000 employees are committed to helping customers save energy and money by promoting conservation and encouraging efficiency through Conserve to Preserve<sup>®</sup> and initiatives such as The SAVEGREEN Project<sup>®</sup> and The Sunlight Advantage<sup>®</sup>.

For more information about NJR:

Visit [www.njresources.com](http://www.njresources.com).

Follow us on Twitter @NJNaturalGas.

"Like" us on [facebook.com/NewJerseyNaturalGas](https://www.facebook.com/NewJerseyNaturalGas).

Download our free NJR investor relations app for iPad, iPhone and Android.

###

---

