
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): January 7, 2020

Commission file number: 001-33225



Great Lakes Dredge & Dock Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation or organization)

2122 York Road, Oak Brook, IL
(Address of principal executive offices)

001-33225
(Commission File Number)

(630) 574-3000
(Registrant's telephone number, including area code)

20-5336063
(I.R.S. Employer
Identification No.)

60523
(Zip Code)

(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).

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.

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock (Par Value \$0.0001)	GLDD	Nasdaq Stock Market, LLC

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

Expansion of Board of Directors and Election of New Director

On January 7, 2020, the Board elected Dr. Elaine Dorward-King as a director, effective immediately. Dr. Dorward-King will serve in the class of directors whose term expires at the Company's 2020 Annual Meeting of Stockholders. Also on January 7, 2020, the Board increased the size of the Board from seven members to eight members. At this time, the Company has not made a determination regarding any Board committee assignments for Dr. Dorward-King.

Dr. Elaine Dorward-King was the Executive Vice President, Sustainability and External Relations at Newmont Mining Corporation ("Newmont") (NYSE:NEM), the world's leading gold mining company, until January 3, 2020. Dr. Dorward-King has spent the majority of her career in mining and joined Newmont in 2013. Prior to joining Newmont, Dr. Dorward-King spent 21 years with Rio Tinto, one of the world's largest diversified producers of metals and minerals, in general management and Environmental Health and Safety leadership roles. Currently Dr. Dorward-King serves on the Board of Directors of Kenmare Resources plc (LSE:KMR, ISE:KMR), one of the world's largest producers of mineral sands products. Dr. Dorward-King holds a Bachelor's Degree from Maryville College and received a PhD in Analytical Chemistry from Colorado State University.

Dr. Dorward-King will receive the standard compensation payable to non-employee directors of the Company, as described in the Company's definitive proxy statement filed with the Securities and Exchange Commission on March 21, 2019.

There are no arrangements or understandings between Dr. Dorward-King and any other person pursuant to which Dr. Dorward-King was selected as a director of the Company. Neither Dr. Dorward-King nor any of her immediate family members have been a party to any transaction or currently proposed transaction with the Company that is reportable under Item 404(a) of Regulation S-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

The exhibits to this current report on Form 8-K are listed in the Exhibit Index, which appears prior to the signature page of this report and is incorporated by reference herein.

EXHIBIT INDEX

Number **Exhibit**

99.1 [Press Release of Great Lakes Dredge & Dock Corporation dated January 8, 2020.](#)

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 hereunto duly authorized.

Great Lakes Dredge & Dock Corporation

Date: January 13, 2020

By: /s/ MARK W. MARINKO

Mark W. Marinko

Senior Vice President and Chief Financial Officer



For further information contact:
Tina Baginskis
Director, Investor Relations
630-574-3024

Great Lakes Announces a New Appointment to the Board of Directors

OAK BROOK, Ill., Jan. 8, 2020 (GLOBE NEWSWIRE) -- Great Lakes Dredge & Dock Corporation ("Great Lakes") (NASDAQ:GLDD), the largest provider of dredging services in the United States announced today that Elaine Dorward-King was appointed to its Board of Directors. Dr. Dorward-King was appointed to the class of directors that will stand for election at the upcoming 2020 Annual Meeting of Shareholders. Her appointment as a new independent director was effective January 7, 2020 and follows a search process conducted as part of Great Lakes' ongoing focus on Board composition, refreshment and diversity. In addition, upon her appointment, the Board was increased to eight members. At this time, the Company has not made a determination regarding any committee assignments for Dr. Dorward-King.

Lawrence R. Dickerson, Chairman of the Board, commented, "We are delighted to welcome Elaine Dorward-King to the Great Lakes Board. Elaine is a talented, strategic leader whose expertise in environmental, health, safety and sustainability compliments the Board's and management's focus in these critical areas. Her appointment exemplifies our continued commitment to Board refreshment and adding strength to the overall Board composition. On behalf of the Board, I welcome Elaine and look forward to working with her."

About Elaine Dorward-King

Dr. Elaine Dorward-King most recently was the Executive Vice President, Sustainability and External Relations at Newmont Mining Corporation ("Newmont") (NYSE:NEM), the world's leading gold mining company. Dr. Dorward-King has spent the majority of her career in mining and joined Newmont in 2013. Prior to joining Newmont, Dr. Dorward-King spent 21 years with Rio Tinto, one of the world's largest diversified producers of metals and minerals, in general management and Environmental Health and Safety leadership roles. Dr. Dorward-King has over 25 years of leadership experience in creating and implementing sustainable development, safety, health and environmental strategy, and programs in mining, chemical, and engineering consulting sectors. Currently Dr. Dorward-King serves on the Board of Directors of Kenmare Resources plc (LSE: KMR, ISE: KMR), one of the world's largest producers of mineral sands products.

Dr. Dorward-King holds a Bachelor's Degree from Maryville College and received a PhD in Analytical Chemistry from Colorado State University.

The Company

Great Lakes Dredge & Dock Corporation (“Great Lakes” or the “Company”) is the largest provider of dredging services in the United States and the only U.S. dredging company with significant international operations. The Company employs experienced civil, ocean and mechanical engineering staff in its estimating, production and project management functions. In its over 129-year history, the Company has never failed to complete a marine project. Great Lakes has a disciplined training program for engineers that ensures experienced-based performance as they advance through Company operations. The Company’s Incident-and Injury-Free (IIF®) safety management program is integrated into all aspects of the company’s culture. The company’s commitment to the IIF® culture promotes a work environment where employee safety is paramount. Great Lakes also owns and operates the largest and most diverse fleet in the U.S. dredging industry, comprised of over 200 specialized vessels.

Cautionary Note Regarding Forward-Looking Statements

Certain statements in this press release may constitute "forward-looking" statements as defined in Section 21E of the Securities Exchange Act of 1934 (the "Exchange Act"), the Private Securities Litigation Reform Act of 1995 (the "PSLRA") or in releases made by the Securities and Exchange Commission (the "SEC"), all as may be amended from time to time. Such forward-looking statements involve known and unknown risks, uncertainties and other important factors that could cause the actual results, performance or achievements of Great Lakes and its subsidiaries, or industry results, to differ materially from any future results, performance or achievements expressed or implied by such forward-looking statements. Statements that are not historical fact are forward-looking statements. These cautionary statements are being made pursuant to the Exchange Act and the PSLRA with the intention of obtaining the benefits of the "safe harbor" provisions of such laws. Great Lakes cautions investors that any forward-looking statements made by Great Lakes are not guarantees or indicative of future events.

Although Great Lakes believes that its plans, intentions and expectations reflected in this press release are reasonable, actual events could differ materially. The forward-looking statements contained in this press release are made only as of the date hereof and Great Lakes does not have or undertake any obligation to update or revise any forward-looking statements whether as a result of new information, subsequent events or otherwise, unless otherwise required by law.