
Section 1: 8-K

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 3, 2018



ProAssurance Corporation
(Exact name of registrant as specified in its charter)

Delaware
(State of Incorporation)

001-16533
(Commission File No.)

63-1261433
(IRS Employer I.D. No.)

100 Brookwood Place, Birmingham, Alabama
(Address of Principal Executive Office)

35209
(Zip code)

Registrant's telephone number, including area code: (205) 877-4400

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 Securities Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-(c) under the Exchange Act (17CFR 240.13e-(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in 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.

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

(c) Edward L. “Ned” Rand, Jr. is assuming additional responsibilities as President of ProAssurance Corporation.

Item 7.01 Regulation FD Disclosure

In this current report on Form 8K we are announcing that Edward L. “Ned” Rand, Jr. is assuming additional responsibilities as President of ProAssurance Corporation.

Item 9.01 Financial Statements and Exhibits

[99.1 News release issued by ProAssurance Corporation announcing that Edward L. “Ned” Rand, Jr. is assuming additional responsibilities as President of ProAssurance Corporation.](#)

We are furnishing Exhibit 99.1 to this Current Report on Form 8-K in accordance with Item 7.01, Regulation FD Disclosure. These exhibits shall not be deemed to be “filed” for the purposes of Section 18 of the Securities and Exchange Act of 1934 (the “Exchange Act”), or otherwise subject to the liability of such section, nor shall such information be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Exchange Act, regardless of the general incorporation language of such filing, except as shall be expressly set forth by specific reference in such filing.

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.

Date: December 3, 2018

PROASSURANCE CORPORATION

by: /s/ Frank B. O’Neil
Frank B. O’Neil
Senior Vice-President

2

[\(Back To Top\)](#)

Section 2: EX-99.1

NEWS RELEASE

For More Information:
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Edward L. Rand Named President of ProAssurance Corporation

BIRMINGHAM, AL – (BUSINESSWIRE) – December 3, 2018 – ProAssurance Corporation (NYSE:PRA) today announced that Edward L. “Ned” Rand, Jr. is assuming additional responsibilities as President of the Company. Mr. Rand has been serving as Chief Operating Officer since January 2018. Prior to being promoted to that position he served 13 years as the Chief Financial Officer for ProAssurance.

Chairman and Chief Executive Officer Stan Starnes said, “Ned’s exemplary leadership has prepared ProAssurance to take advantage of the opportunities we expect to emerge as a result of changing loss trends in the healthcare professional liability market, while ensuring that we are also prepared to sustain our position of leadership as those market trends evolve. The Board and I have come to rely on Ned’s wisdom and insight into all our lines of business and we are confident that his leadership will continue to create value for our employees, customers and shareholders.”

ProAssurance’s line of business leaders will continue to exercise broad responsibilities for the success of their respective lines of business and will report directly to Mr. Rand and through him to Mr. Starnes.

About ProAssurance

ProAssurance Corporation is an industry- leading specialty insurer with extensive expertise in healthcare professional liability, products liability for medical technology and life sciences, legal professional liability, and workers’ compensation insurance. The company is recognized as one of the top performing insurance companies in America by virtue of our inclusion in the Ward’s 50 for the past twelve years. ProAssurance Group is rated “A+” (Superior) by A.M. Best; ProAssurance and its operating subsidiaries are rated “A” (Strong) by Fitch Ratings. For the latest on ProAssurance and its industry leading suite of products and services, cutting edge risk management and practice enhancement programs, follow @ProAssurance on Twitter or LinkedIn. ProAssurance’s YouTube channel regularly presents thought provoking, insightful videos that communicate effective practice management, patient safety and risk management strategies.

Caution Regarding Forward-Looking Statements

Statements in this news release that are not historical fact or that convey our view of future business, events or trends are specifically identified as forward- looking statements. Forward- looking statements are based upon our estimates and anticipation of future events and highlight certain risks and uncertainties that could cause actual results to vary materially from our expected results. We expressly claim the safe harbor provisions of Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended, for any forward- looking statements in this news release. Forward- looking statements represent our outlook only as of the date of this news release. Except as required by law or regulation, we do not undertake and specifically decline any obligation to publicly release the result of any revisions that may be made to any forward- looking statements to reflect events or circumstances after the date of such statements or to reflect the occurrence of anticipated or unanticipated events. There are a number of risk factors that may cause outcomes that differ from our expectations or projections. These are described in detail in various documents filed by ProAssurance Corporation with the Securities and Exchange Commission, such as current reports on Form 8- K, and regular reports on Forms 10- Q and 10- K, particularly in “Item 1A, Risk Factors.”

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[\(Back To Top\)](#)