

**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): **November 2, 2020**

LHC GROUP, INC.

(Exact name of registrant as specified in charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-33989
(Commission
File Number)

71-0918189
(I.R.S. Employer
Identification No.)

901 Hugh Wallis Road South, Lafayette, LA 70508
(Address of Principal Executive Offices) (Zip Code)

(337) 233-1307
(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:

- 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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, par value \$0.01 per share	LHCG	NASDAQ Global Select Market

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

On November 2, 2020, LHC Group, Inc. (the “Company”) announced that its Board of Directors has appointed Dale G. Mackel to serve as its Executive Vice President, Chief Financial Officer and Treasurer, effective November 2, 2020. Mr. Mackel replaces Joshua Proffitt as the Company’s Chief Financial Officer, and Mr. Proffitt will continue to serve as the Company’s President.

Mr. Mackel, age 56, joins the Company from BlueCross BlueShield of Nebraska, where he served as executive vice president, finance and administration and chief financial officer since 2016. Prior to BlueCross BlueShield of Nebraska, Mr. Mackel was the market president for Aetna for Nebraska, Iowa, North Dakota and South Dakota from 2013 to 2016, and chief operating officer and chief financial officer of Coventry Health Care of Nebraska, Iowa and South Dakota from 2008 to 2013. Prior to Coventry Health Care, Mr. Mackel spent 22 years with Motorola in a number of financial, accounting and financial planning and analysis roles. Mr. Mackel has an MBA from the University of Iowa, a bachelor’s degree in finance from the University of Nebraska at Kearney and is a Certified Healthcare Financial Professional. He also serves on a number of not-for-profit community boards.

Mr. Mackel and the Company entered into an employment agreement effective as of November 2, 2020 (the “Employment Agreement”), pursuant to which he will receive an annual salary of \$500,000, subject to annual review by the Compensation Committee of the Board. Mr. Mackel will be eligible to earn an annual bonus based on achievement of performance goals established from year to year by the Compensation Committee, and will be eligible for grants of stock awards under the Company’s long-term incentive plan. Mr. Mackel will receive a one-time grant of restricted stock having a value equal to \$250,000, based on the closing price of the Company’s common stock on November 2, 2020. The restricted stock vests in equal annual installments over five years, subject to Mr. Mackel’s continued employment with the Company.

Pursuant to the Employment Agreement, in the event Mr. Mackel’s employment is terminated by the Company without Cause or by Mr. Mackel for Good Reason (as such terms are defined in the Employment Agreement), Mr. Mackel would receive a prorated annual bonus for the year of termination, and a severance payment equal to 1.5 times (or 2.5 times, in the event Mr. Mackel’s employment is terminated within two years following a change in control of the Company) the sum of (i) his annual salary in effect as of the termination, and (ii) the greater of the average the annual bonuses he earned for the two fiscal years prior to the termination or his target bonus amount for the year in which the termination occurs. All of Mr. Mackel’ equity awards would either remain outstanding and continue to vest, provided he complies with applicable non-competition provisions, or, if his termination occurs within two years following a change in control, all of his outstanding equity awards would vest immediately. If Mr. Mackel elects to continue participation in the Company’s group health plans under COBRA, the Company will pay a portion of such costs for 18 months.

No family relationships exist between Mr. Mackel and any of the Company’s directors or other executive officers. There are no arrangements between Mr. Mackel and any other person pursuant to which Mr. Mackel was selected as an officer, nor are there any transactions to which the Company is or was a participant and in which Mr. Mackel has a material interest subject to disclosure under Item 404(a) of Regulation S-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is furnished with this Current Report on Form 8-K:

<u>EXHIBIT NO.</u>	<u>DESCRIPTION</u>
<u>99.1</u>	<u>Press Release dated November 2, 2020</u>
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

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.

LHC GROUP, INC.

Date: November 2, 2020

By: /s/ Joshua L. Proffitt

Name: Joshua L. Proffitt

Title: President

LHC Group adds managed care veteran Dale Mackel as new Chief Financial Officer

LAFAYETTE, La., Nov. 2, 2020 /PRNewswire/ -- LHC Group, Inc. (NASDAQ: LHCG) announced today that Dale G. Mackel has joined the company as its new chief financial officer, a position held by LHC Group's president, Joshua Proffitt, since April 2016. As previously announced in June of this year, as president Mr. Proffitt will continue to lead a strong and growing bench of seasoned executives and teams in the areas of operations, growth, finance, administration, legal, and compliance, as well as in the assessment, completion, and integration of acquisitions and joint ventures.

"The LHC Group team of leaders is one of the deeper and more experienced in all of healthcare with an established track record of care for the patients, families, and communities we are privileged to serve throughout the country," said Keith Myers, chairman and chief executive officer. "Dale's core values align with the mission and vision of LHC Group, which combined with his experience, made him the ideal fit to help us accelerate our work in payment innovation and models to thrive in the rapidly developing future of value-based care."

"We conducted a very thorough national search of highly qualified financial candidates, including several candidates with extensive managed care and value-based care delivery experience to complement our leadership team and grow our partnerships with managed care payors," Mr. Proffitt noted. "Dale's particular skills in the areas of accounting and finance, network development, provider contracting/relations, and compliance, as well as his demonstrated ability to drive business segment financial and operating results at some of the more respected managed care providers in the country will be a real asset for LHC Group. We are excited to welcome Dale into the LHC Group family."

Mr. Mackel was most recently with BlueCross BlueShield of Nebraska (BCBSNE) where he served as executive vice president, finance and administration and chief financial officer since 2016. While at BCBSNE, he led the development and achievement of key financial objectives to ensure improved financial performance and liquidity, oversaw the creation of new insurance products, and developed and executed new strategic initiatives. His functional oversight responsibilities included all aspects of financial and regulatory compliance including financial planning and forecasting, budgeting, decision analysis, accounting, treasury operations, underwriting, actuarial services, corporate audit, compliance, legal and government affairs.

Prior to BlueCross BlueShield of Nebraska, Mr. Mackel was the market president for Nebraska, Iowa, North Dakota and South Dakota for Aetna from 2013 to 2016 where he was accountable for all strategic, operational and financial aspects, and chief operating officer and chief financial officer of managed care company Coventry Health Care of Nebraska, Iowa and South Dakota from 2008 to 2013. Prior to his managed care career, he spent 22 years with Motorola in a number of financial, accounting and financial planning and analysis roles. Mr. Mackel has an MBA from the University of Iowa, a bachelor's degree in finance from the University of Nebraska at Kearney and is a Certified Healthcare Financial Professional. He also serves on a number of not-for-profit community boards.

Mr. Mackel added, "LHC Group is on the forefront of value-based care with a long history of working closely with payors and joint venture partners. Their national reputation for the highest quality and patient satisfaction within the in-home healthcare industry, as well as their significant near-term and long-term growth potential, made this a very attractive opportunity for me and my family."

About LHC Group, Inc.

LHC Group, Inc. is a national provider of in-home healthcare services and innovations for communities around the nation, offering quality, value-based healthcare to patients primarily within the comfort and privacy of their home or place of residence. The company's 32,000 employees deliver home health, hospice, home and community based services, and facility-based care in 35 states and the District of Columbia – reaching 60 percent of the U.S. population aged 65 and older. As the preferred joint venture partner for almost 400 leading U.S. hospitals and health systems, LHC Group works in cooperation with providers to customize each partnership and reach more patients and families with an effective and efficient model of care.

Forward-looking Statements

Certain statements and information in this press release may be deemed to contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995, Section 27A of the Securities Act of 1933, as amended, and Section 21E of the Securities Exchange Act of 1934, as amended. Forward-looking statements may include, but are not limited to, statements relating to our objectives, plans and strategies, and all statements, other than statements of historical facts, that address activities, events or developments that we intend, expect, project, believe or anticipate will or may occur in the future. These statements are often characterized by terminology such as "believe", "hope", "may", "anticipate", "should", "intend", "plan", "will", "expect", "estimate", "project", "positioned", "strategy" and similar expressions, and are based on assumptions and assessments made by LHC Group's management in light of their experience and their perception of historical trends, current conditions, expected future developments and other factors they believe to be appropriate. Any forward-looking statements in this press release are made as of the date hereof, and LHC Group undertakes no duty to update or revise any such statements, whether as a result of new information, future events or otherwise. Forward-looking statements are not guarantees of future performance and are subject to risks and uncertainties. Important factors that could cause actual results, developments, and business decisions to differ materially from forward-looking statements are described in LHC Group's most recent Annual Report on Form 10-K and its Quarterly Reports on Form 10-Q, including the sections entitled "Risk Factors", as well LHC Group's current reports on Form 8-K, filed with the Securities and Exchange Commission.

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