

---

---

**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 23, 2021**

---

**Republic Services, Inc.**

(Exact name of registrant as specified in its charter)

---

**Delaware**  
(State or other jurisdiction  
of incorporation)

**1-14267**  
(Commission  
File Number)

**65-0716904**  
(IRS Employer  
Identification No.)

**18500 North Allied Way Phoenix, Arizona**  
(Address of principal executive offices)

**85054**  
(Zip Code)

**Registrant's telephone number, including area code: (480) 627-2700**

**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:

- 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))

Securities Registered Pursuant to Section 12(b) of the Act:

Title of Each Class	Trading Symbol	Name of exchange on which registered
<b>Common Stock, par value \$0.01 per share</b>	<b>RSG</b>	<b>New York Stock Exchange</b>

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.

---

---

**TABLE OF CONTENTS**

<a href="#"><u>Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.</u></a>	3
<a href="#"><u>Item 8.01 Other Events.</u></a>	3
<a href="#"><u>Item 9.01 Financial Statements and Exhibits.</u></a>	3
<a href="#"><u>SIGNATURES</u></a>	4
EX-99.1	
EX-104	

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

On March 23, 2021, the Board of Directors (the “Board”) of Republic Services, Inc. (“Republic”) elected Brian S. Tyler, 54, to serve on the Board, effective April 1, 2021. Mr. Tyler will initially be a member of the Audit Committee as well as the Sustainability & Corporate Responsibility Committee.

Mr. Tyler will receive equity and cash compensation in accordance with Republic’s previously adopted compensation arrangements for non-employee directors, including: (1) an annual grant of restricted stock units (“RSUs”) that have a fair market value of \$230,000 as of the grant date, with the grant for 2021 to be prorated for the portion of the year following his election to the Board; and (2) an annual retainer of \$100,000 to be prorated for the portion of 2021 following his election to the Board. In addition, at the end of any quarter in which dividends are distributed to stockholders, Republic’s non-employee directors, including Mr. Tyler, receive additional RSUs with a value (based on the closing price of Republic common stock on the dividend payment date) equal to the value of dividends they would have received on all RSUs they held on the dividend payment date. The RSUs vest immediately upon grant and will be settled through the issuance of shares of Republic common stock upon the director’s termination of service from the Board or three years after they are granted, unless they are deferred into Republic’s Deferred Compensation Plan.

There is no arrangement or understanding between Mr. Tyler and any other persons pursuant to which he was selected as a director. Mr. Tyler has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K.

**Item 8.01 Other Events.**

On March 26, 2021, Republic issued a press release announcing Mr. Tyler’s election to the Board. A copy of this press release is incorporated herein by reference as Exhibit 99.1.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>
99.1	<a href="#">Press release of Republic Services, Inc. dated March 26, 2021 to announce the election of Mr. Tyler.</a>
104	Cover Page Interactive Data File - the cover page XBRL tags are 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.

**REPUBLIC SERVICES, INC.**

Date: 3/26/2021

By: /s/ Catharine D. Ellingsen

**Catharine D. Ellingsen**

**Executive Vice President, Chief Legal Officer, Chief Ethics & Compliance Officer and Corporate Secretary**



We'll handle it from here.®

Republic Services, Inc. Appoints Brian S. Tyler to its Board of Directors

PHOENIX (March 26, 2021) – Republic Services, Inc. (NYSE: RSG) today announced that healthcare industry executive Brian S. Tyler, Ph.D., has been appointed to its Board of Directors, bringing its membership to a total of 12. He will serve on the Audit Committee as well as the Sustainability & Corporate Responsibility Committee.

Tyler, 54, is the chief executive officer of McKesson Corporation, a publicly traded \$230 billion revenue healthcare distribution and services firm. Ranked eighth on the Fortune 500, McKesson is a global leader in healthcare supply chain management solutions, retail pharmacy, community oncology and specialty care, and healthcare information solutions.

With 24 years at McKesson, Tyler has served in a variety of leadership roles with increasing responsibility across the company's global footprint, including president and chief operating officer, chairman of McKesson Europe AG, and executive vice president, chief strategy & business development officer. As CEO, he serves on the board of McKesson Corporation. Additionally, he is a Board member of the International Federation of Pharmaceutical Wholesalers (IFPW) as well as its Foundation. He previously served on the Boards of Patterson Companies, Inc. and VistaCare, Inc.

“Brian’s extensive experience in leadership and operations will help continue to strengthen Republic Services’ differentiating capabilities in the environmental services industry,” said Donald W. Slager, chief executive officer. “Brian is an innovative leader with an acute understanding of the markets and dynamic business conditions, and I am confident he will bring a tremendous amount of expertise to the Company.”

About Republic Services

Republic Services, Inc. is a leader in the U.S. environmental services industry. Through its subsidiaries, the Company provides superior customer experience while fostering a sustainable Blue Planet® for future generations to enjoy a cleaner, safer and healthier world. For more information, visit [RepublicServices.com](https://RepublicServices.com), or follow us at [Facebook.com/RepublicServices](https://Facebook.com/RepublicServices), [@RepublicService](https://Twitter.com/RepublicService) on Twitter or Republic Services on [LinkedIn](https://LinkedIn.com).

###

