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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): June 2, 2022

**Ameresco, Inc.**

(Exact Name of Registrant as Specified in Charter)

Delaware  
(State or Other Jurisdiction of Incorporation)

001-34811  
(Commission File Number)

04-3512838  
(IRS Employer Identification No.)

111 Speen Street, Suite 410, Framingham,  
(Address of Principal Executive Offices)

MA

1701  
(Zip Code)

Registrant's telephone number, including area code: (508) 661-2200

(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.

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**Item 5.02 Departure of Directors or Certain Officers; Elections of Directors; Appointment of Certain Officers; Compensatory**

On June 2, 2022, Ameresco, Inc. (the “Company”) received notice from Thomas S. Murley, that he wished to resign from his position as a Class I director of the Company. His resignation will be effective on June 30, 2022. Prior to his resignation, Mr. Murley was a member of the Compensation Committee. Mr. Murley’s resignation is not due to any disagreement with the Company on any matter relating to the Company’s operations, policies, or practices. We thank Mr. Murley for his service to the Company.

A copy of the press release announcing Mr. Murley’s resignation is filed as Exhibit 99.1 to this report and is incorporated herein by reference.

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

(d) Exhibits

The exhibit listed on the Exhibit Index immediately preceding such exhibit is furnished as part of this Current Report on Form 8-K.

EXHIBIT INDEX

Exhibit No.	Description
99.1	<a href="#">Press Release June 8, 2022</a>
104	Cover Page Interactive Data File (formatted as Inline XBRL)

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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.

June 8, 2022

AMERESCO, INC.

By: /s/ David J. Corrsin  
David J. Corrsin

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**Executive Vice President, General Counsel and Secretary**

**FOR IMMEDIATE RELEASE****Media Contact:**Ameresco: Leila Dillon, 508-661-2264, [news@ameresco.com](mailto:news@ameresco.com)**Ameresco Announces Departure of Board Member**

**FRAMINGHAM, M.A. – June 08, 2022** – [Ameresco, Inc.](#), (NYSE: AMRC), a leading cleantech integrator specializing in energy efficiency and renewable energy, today announced the resignation of Thomas Murley from its Board of Directors, effective June 30, 2022. Mr. Murley, a principal at Two Lights Consulting, has served as a member of Ameresco's Board of Directors since October 2016.

"It has been a pleasure and an honor to serve on the Ameresco Board of Directors for the last five years," said Tom Murley. "George Sakellaris and his talented senior management team have built a strong, diversified business addressing transition to low carbon energy. I am proud to have been a small part of it and I am confident that Ameresco will continue to go from strength to strength."

"On behalf of the entire Board and executive management team, I want to thank Tom for his dedication and valuable contributions to Ameresco throughout his term as a member of our Board of Directors," said George Sakellaris, Ameresco CEO and President. "We wish him continued good fortune in the years to come with both his personal and professional interests."

With the resignation of Mr. Murley, Ameresco's Board of Directors will comprise eight directors. To learn more about Ameresco's current board members, please visit: <https://ir.ameresco.com/corporate-governance/board-of-directors>.

**About Ameresco, Inc.**

Founded in 2000, Ameresco, Inc. (NYSE:AMRC) is a leading cleantech integrator and renewable energy asset developer, owner and operator. Our comprehensive portfolio includes energy efficiency, infrastructure upgrades, asset sustainability and renewable energy solutions delivered to clients throughout North America and Europe. Ameresco's sustainability services in support of clients' pursuit of Net Zero include upgrades to a facility's energy infrastructure and the development, construction, and operation of distributed energy resources. Ameresco has successfully completed energy saving, environmentally responsible projects with Federal, state and local governments, healthcare and educational institutions, housing authorities, and commercial and industrial customers. With its corporate headquarters in Framingham, MA, Ameresco has more than 1,000 employees providing local expertise in the United States, Canada, and Europe. For more information, visit [www.ameresco.com](http://www.ameresco.com).