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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

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**FORM 8-K**

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**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

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**BANDWIDTH INC.**  
(Exact name of registrant as specified in its charter)

Delaware  
(State or other jurisdiction  
of incorporation)

001-38285  
(Commission  
File Number)

56-2242657  
(IRS Employer  
Identification No.)

900 Main Campus Drive  
Raleigh, NC 27606  
(Address of principal executive offices) (Zip Code)

(800) 808-5150  
Registrant's telephone number, including area code

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:

<u>Title of each class</u>	<u>Trading Symbol(s)</u>	<u>Name of each exchange on which registered</u>
Class A Common Stock, par value \$0.001 per share	BAND	NASDAQ Global Select Market

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; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On November 2, 2020, Bandwidth Inc. (the “Company”) announced the appointment of Marina C. Carreker to serve as President of the Company, effective as of October 30, 2020. Since 2016, Ms. Carreker has served as the Company’s Deputy General Counsel. Prior to joining the Company, Ms. Carreker, 39, practiced law at each of Womble Carlyle Sandridge & Rice LLP and Kilpatrick Stockton LLP. Ms. Carreker earned a B.S. in History from the University of North Carolina and a J.D. from the University of Virginia.

In addition, on November 2, 2020, the Company announced the appointments of John Bell to serve as Chief Product Officer of the Company and Ryan Henley to serve as Chief Customer Officer of the Company, each effective as of October 30, 2020.

In addition, on November 2, 2020, W. Christopher Matton, General Counsel and Secretary of the Company, informed the Company that he is resigning to pursue other career opportunities and interests, effective March 31, 2021. Mr. Matton’s departure is not based on any disagreement with the Company on any matter.

**Item 7.01 Regulation FD Disclosure.**

On November 2, 2020, the Company issued a press release announcing (i) Ms. Carreker’s appointment as President of the Company, (ii) Mr. Bell’s appointment as Chief Product Officer of the Company, (iii) Mr. Henley’s appointment as Chief Customer Officer of the Company and (iv) Mr. Matton’s resignation as General Counsel and Secretary of the Company effective March 31, 2021. A copy of the Company’s press release is attached hereto as Exhibit 99.1.

The information set forth under this Item 7.01, including Exhibit 99.1, shall not be deemed “filed” for purposes of Section 18 of the Exchange Act, or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

<b>Exhibit No.</b>	<b>Description</b>
<a href="#">99.1</a>	Press Release, dated November 2, 2020
104	Cover Page Interactive File (the cover page tags are embedded within the Inline XBRL document)

\* Portions omitted

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**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.

BANDWIDTH INC.

Date: November 2, 2020

By: /s/ Jeffrey A. Hoffman  
Name: Jeffrey A. Hoffman  
Title: Chief Financial Officer



## **Bandwidth Expands Executive Leadership Team to Fuel Global Growth**

**RALEIGH, NC** -- Nov 2, 2020 -- Bandwidth (NASDAQ: BAND), a leading enterprise cloud communications company, today announced the appointment of several new leaders to the executive management team supporting the Company's continued growth and global expansion. The company named the following leaders to new or expanded roles:

- Marina Carreker, President
- John Bell, Chief Product Officer
- Ryan Henley, Chief Customer Officer
- Michelle Flynn, Senior Vice President, Operations
- Amaya Lantero, GM, International

These leaders will report to Bandwidth Founder & CEO, David Morken. The Company also announced the upcoming resignation of Chris Matton, General Counsel.

"I'm thrilled to welcome this group to their new leadership roles," said David Morken, Founder & CEO. "These individuals have tremendous experience and have helped to shape our business and culture over the past decade. With their expanded scope, they will play key roles in driving our mission and our continued expansion, supporting the rapid launch and hyper-scale of enterprise communications applications and experiences globally."

### **Marina Carreker, President**

For the past four years, Carreker served as Deputy General Counsel for Bandwidth, where she was responsible for a broad range of Bandwidth's legal portfolio, including the negotiation of key strategic commercial agreements, oversight of litigation and government investigations, and management of all data privacy issues. She developed and implemented Bandwidth's GDPR compliance efforts, navigating new territory at the regulation's inception. In her new role, Carreker will lead strategic initiatives on behalf of CEO, David Morken.

"Marina has been a key partner in the business for years, and has become a trusted advisor to many of our senior leaders. In this new role, she will work closely with us to execute against our top strategic priorities," said Morken.

Prior to joining Bandwidth, Carreker spent eight years as a litigation attorney. She represented clients in numerous technology-related industries, including hardware and software companies, with an emphasis on trade secret and intellectual property disputes. Carreker graduated from the University of North Carolina, where she was a Morehead Scholar. She earned her law degree from the University of Virginia.

### **Ryan Henley, Chief Customer Officer**

Henley has led Bandwidth's award-winning operations team for the past seven years, and has played an integral part in supporting some of the Company's largest customers. In this newly created position of CCO, he will oversee all customer relationships and ensure that Bandwidth continues to deliver a world-class customer experience.

“Ryan has incredible passion for our customers, and he’s inspired everyone at Bandwidth to focus on our customers and their success. In this role Ryan will ensure that our customers’ voice remains at the heart of our innovative products, robust technology and tenacious service for years to come,” said Morken.

Henley began his career as a communications officer in the US Army after graduating from Georgetown University. He holds a Masters of Finance from the University of Colorado, as well as Six Sigma Black Belt and Project Management Professional certifications. Over the past 30 years, Henley has held leadership roles of increasing responsibility across the software and communications service delivery lifecycle, all with the focus of improving customer engagement.

#### **John Bell, Chief Product Officer**

Bell has served in a number of leadership roles within the product organization at Bandwidth for the past nine years, driving strategy, design, and development across Bandwidth’s product portfolio. He has deep experience working directly with the market leaders in enterprise communications that rely on Bandwidth’s platform and products. In his new role, he’ll lead Bandwidth’s entire product organization, focused on bringing world-class products to market.

“For nearly a decade, John has worked alongside some of the world’s leading enterprise cloud platforms, helping to drive innovation and create better user experiences. His vision and expertise will be key as we supercharge cloud communications for our customers globally,” said Morken.

Bell brings deep experience in the mobile and software industries to Bandwidth. He held senior-level positions at Accenture where he spent 8 years working on projects for Microsoft, AT&T Wireless, and T-Mobile, as well as Infospace Mobile/Motricity where he managed a global portfolio of mobile data products. Bell received a Bachelor of Science in Engineering with a concentration in Economics from Harvey Mudd College.

#### **Michelle Flynn, Senior Vice President, Operations**

For the past four years, Flynn has served in a number of different operations roles within Bandwidth, leading program management and the transformation & delivery office. In her new role, she leads customer success, technical support, number operations, deal review, fraud mitigation and billing. Flynn brings a wealth of operations experience to Bandwidth. She spent 20 years working with fast-growing tech companies across the telecom, mobile software and insurance industries. She has deep expertise building process for scaling businesses, managing large integrations and more.

“Michelle is a seasoned operations executive with two decades of experience managing rapid growth, global expansion, and multiple M&A integrations. Her mission is to ensure Bandwidth runs a highly efficient organization, while delivering world-class customer experience.”

#### **Amaya Lantero, GM, International**

Lantero previously served as Chief Revenue Officer for Voxbone and oversaw the full go to market team. In her new role, she will lead international operations for Bandwidth, including commercial, product, operations and technology. She’ll have full P&L responsibility and will oversee the transition of Voxbone to “One Bandwidth.”

“Amaya is a powerhouse. She drove Voxbone’s revenue growth and global expansion. She’s got great breadth of experience across strategy, business development, and operations. Our international team is in great hands under her leadership.” said Morken.

Lantero got her start in corporate finance helping fast-growing tech companies with their strategy, M&A and financing. She then spent three years at Blippar, an augmented reality tech company, where she built the Partner Network from scratch and turned it into the company's highest growth revenue stream through the commercialization of its SaaS product, growing its revenues by 100% for two years in a row. Lantero has a joint degree in law and business from ICADE, Comillas Pontifical University.

#### **Chris Matton, General Counsel**

Chris Matton has served Bandwidth for 16 years, including six as outside counsel and ten as General Counsel. His contribution to Bandwidth's success during this period cannot be overstated. "Chris provided safe passage for our then rag-tag crew through myriad legal, regulatory, and commercial storms and is leaving Bandwidth as a well-governed four billion dollar public company with wind in its sails. His resolute spirit at the legal helm, steadfast commitment to his Bandmates, self-sacrificial work ethic, soaring legal intellect, and pure joy in battle carried us into safe harbors time and again. We are deeply honored to announce today that Chris will be sailing away toward new horizons with fair winds and following seas. Thank you Chris, you will be dearly missed." said Morken. Chris will continue to serve as General Counsel through March 31, 2021 and will help the company launch a search for his replacement.

#### **About Bandwidth**

Bandwidth (NASDAQ: BAND), is a leading global enterprise cloud communications company. Companies like Google, Microsoft, Cisco, Zoom, Uber and RingCentral use Bandwidth's APIs to easily embed voice, messaging and 911 access into software and applications. Bandwidth is the first and only CPaaS provider offering a robust selection of communications APIs built around their own nationwide IP voice network—one of the largest in the nation. More information is available at [www.bandwidth.com](http://www.bandwidth.com).

#### **Contact**

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