

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20509**

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 10, 2020

Tejon Ranch Co.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

1-7183
(Commission
File Number)

77-0196136
(IRS Employer
Identification No.)

P. O. Box 1000, Lebec, California
(Address of Principal Executive Offices)

93243
(Zip Code)

Registrant's telephone number, including area code 661 248-3000

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 (see General Instruction A.2. below):

- 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(s)	Name of each exchange on which registered
Common Stock	TRC	New York Stock Exchange

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.

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

The Board of Directors (the “Board”) of Tejon Ranch Co. (the “Company”) unanimously voted on December 10, 2020 to elect Frawn Morgan to the Board, effective January 1, 2021. Morgan fills a vacancy resulting from the Board’s action to increase the size of the Board (see current report for Item 5.03 below). She will serve as a Class II Director. She will be appointed at a future date during the annual committee appointment process to serve on one or more committees of the Board.

Frawn Morgan presently serves as managing member and chief executive of LDC Advisors, LLC. LDC Advisors provides real estate advice and services, including real estate entitlement and development consulting, guidance and governance compliance to investors and landowners. LDC Advisors is the successor entity to Le Plastier Development consulting, where Morgan served as Managing Director and Chief Financial Officer since 1998.

Morgan is in the process of seeking a Doctor of Education from Northeastern University, has a Master of Applied Psychology degree from the University of Pennsylvania, a Master of Science, Corporate and Organizational Communication, from Northeastern University and a Bachelor of Arts in Social Science from Brandman University. She is a member of the Urban Land Institute’s Women’s Leadership Initiative District Council, the Women’s Housing Leadership Group, and the National Association of Women in Real Estate Businesses.

Morgan has (i) no arrangements or understandings with any other person pursuant to which she was appointed as a director and (ii) no family relationship with any director or executive officer of the Company or any person nominated or chosen by the Company to become a director or executive officer.

Morgan (i) has had no direct or indirect material interest in any transaction or series of similar transactions contemplated by Item 404(a) of Regulation S-K and (ii) as of the date of this Current Report on Form 8-K, she holds no direct or indirect beneficial ownership in the Company’s stock or rights to acquire the Company’s stock.

Morgan will serve pursuant to the standard compensation agreement that the Company has with its other Board members as described in the 2020 Proxy Statement, as such agreement may be amended from time to time and disclosed in future Proxy Statements.

Item 5.03 Amendments to Articles of Incorporation or Bylaws; Changes in Fiscal Year

The Company’s Bylaws provide that the authorized number of Directors of the Company shall be eight unless amended by resolution of the Board of Directors. Through an amendment to the Bylaws, adopted by resolution, the Board has increased the number of Directors from eight to nine, effective as of January 1, 2021.

Item 9.01 Financial Statements and Exhibits

(d) Exhibits

99.1 [Press Release of the Company dated December 15, 2020, announcing the Company’s election of a new member to the Board of Directors.](#)

104 Cover Page Interactive Data File (formatted as Inline XBRL and contained in Exhibit 101).

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.

Date: December 15, 2020

TEJON RANCH CO.

By: /S/ ALLEN E. LYDA

Name: Allen E. Lyda

Title: Executive Vice President, and Chief Operating Officer

FOR IMMEDIATE RELEASE**December 15, 2020****NEW DIRECTOR TO JOIN TEJON RANCH CO. BOARD**

Directors vote to add real estate finance and development expert Frawn Morgan

(Tejon Ranch, CA) Tejon Ranch Co. (NYSE: TRC) today announced the addition of Frawn Morgan to the Board of Directors of Tejon Ranch Co. She will join the Board effective January 1, 2021.

Ms. Morgan is the Managing Member and Chief Executive of LDC Advisors, LLC. She is a real estate development and advisory professional who has been responsible throughout her career for more than \$10 billion of assets owned by institutional investors including private equity and public pension funds.

“We are very pleased to have Frawn Morgan join our Board of Directors,” said Gregory S. Bielli, president and CEO of Tejon Ranch Co. “She has extensive experience in all aspects of real estate development, including master planned communities, and we’re confident that she’ll be a tremendous asset for Tejon Ranch Co. as a member of the board.”

Operating as an independent fiduciary during the Great Recession years of 2008-2014, Ms. Morgan managed a multi-billion-dollar investment portfolio invested in real estate assets including master planned communities under development, active adult/resort projects, land in various stages of entitlement and planning, and raw land held for future development.

“I’m honored to be part of the Tejon Ranch Co. Board of Directors,” said Morgan. “It is easily the most significant real estate asset in California and I look forward to joining with other board members to guide the Company as it unlocks the value inherent in the land for the benefit of its shareholders and stakeholders, while working to preserve the Company’s rich legacy and position in California history.”

Ms. Morgan has multiple masters degrees from the University of Pennsylvania and Northeastern University in Boston, MA, and is in the process of obtaining a Doctor of Education degree in Organizational Leadership from Northeastern. She is a member of the Urban Land Institute’s Women’s Leadership Initiative District Council, the Women’s Housing Leadership Group, and the National Association of Women in Real Estate Businesses.

In addition to Morgan, the members of the Tejon Ranch Co. Board of Directors include Board Chairman, Norman J. Metcalfe, and directors Steven A. Betts, Gregory S. Bielli, Jean Fuller, Anthony Leggio, Geoffrey L. Stack, Daniel R. Tisch, and Michael H. Winer.

About Tejon Ranch Company (NYSE: TRC)

Tejon Ranch Company is a diversified real estate development and agribusiness company, whose principal asset is its 270,000-acre land holding located approximately 60 miles north of Los Angeles and 30 miles south of Bakersfield. For more information on the company, visit www.tejonranch.com.

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