

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Pursuant to Section 13 or Section 15(d)
of the Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): July 10, 2020 (July 6, 2020)

scPharmaceuticals Inc.

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

001-38293
(Commission
File Number)

46-5184075
(IRS Employer
Identification No.)

2400 District Avenue, Suite 310
Burlington, Massachusetts
(Address of principal executive offices)

01803
(Zip Code)

Registrant's telephone number, including area code: (617) 517-0730

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 to 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(s)	Name of each exchange on which registered
Common stock, par value \$0.0001	SCPH	The 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.

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

Departure of Director

On July 6, 2020, Dorothy Coleman informed the Board of Directors (the “Board”) of scPharmaceuticals Inc. (the “Company”) of her resignation as a member of the Board and all committees of the Board, effective as of July 6, 2020. There are no disagreements between Ms. Coleman and the Company on any matter relating to the Company’s operations, policies or practices.

Election of Director

On July 8, 2020, upon the recommendation of its Nominating and Corporate Governance Committee, the Board appointed Sara Bonstein to join the Board, effective as of July 8, 2020. Ms. Bonstein will serve as a Class I director until her term expires at the 2021 annual meeting of stockholders at which time she will stand for election by the Company’s stockholders. The Board determined that Ms. Bonstein is independent under the listing standards of Nasdaq. Ms. Bonstein was also appointed to serve on the Audit Committee of the Board. The Board has determined that Ms. Bonstein meets the requirements for independence and financial literacy of audit committee members under the applicable listing standards of Nasdaq and the Securities Exchange Act of 1934, as amended. Effective as of July 8, 2020, the Audit Committee of the Board is composed of Ms. Bonstein, Minnie Baylor-Henry and Frederick Hudson. The composition of the Compensation Committee and the Nominating and Corporate Governance Committee remains unchanged.

As a non-employee director, Ms. Bonstein will receive cash compensation and an equity award for her Board service in accordance with the Company’s Non-Employee Director Compensation Policy. Ms. Bonstein is not a party to any transaction with the Company that would require disclosure under Item 404(a) of Regulation S-K, and there are no arrangements or understandings between Ms. Bonstein and any other persons pursuant to which she was selected as a director. In addition, Ms. Bonstein will enter into an indemnification agreement with the Company consistent with the form of indemnification agreement entered into between the Company and its existing non-employee directors.

On July 10, 2020, the Company issued a press release announcing Ms. Bonstein’s appointment to the Board. A copy of this press release is furnished as Exhibit 99.1 to this report on Form 8-K.

Item 9.01. Exhibits

(d) Exhibits

99.1 [Press Release Issued by the Company on July 10, 2020, furnished herewith.](#)

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

July 10, 2020

SCPHARMACEUTICALS, INC.

By: /s/ John H. Tucker

Name: John H. Tucker

Title: President, Chief Executive Officer,
Principal Financial Officer and Principal Executive Officer

scPharmaceuticals Appoints Sara Bonstein to Board of Directors

BURLINGTON, Mass. – July 10, 2020 – scPharmaceuticals Inc. (Nasdaq: SCPH), a pharmaceutical company focused on developing and commercializing products that have the potential to optimize the delivery of infused therapies, advance patient care, and reduce healthcare costs, today announced the appointment of Sara Bonstein to its Board of Directors. Ms. Bonstein fills the vacancy created from Dorothy Coleman’s resignation from the Board of Directors. Ms. Coleman stepped down from the Board after serving since April 2015.

“We are grateful for Dorothy’s dedication and guidance and wish her the best of luck as she pursues other professional and personal interests,” commented John Tucker, president and chief executive officer of scPharmaceuticals. “We are also very pleased to welcome Sara to our Board of Directors. Drawing on her extensive financial experience in the life sciences field, we believe her skill set will be invaluable to scPharmaceuticals as we transition from a development to a commercial organization. Her appointment reflects our commitment to ensuring that we have a broad mix of skills and perspectives on our Board.”

Ms. Bonstein has over 15 years of operational and financial leadership experience in the life sciences industry. She currently holds the position of Chief Financial Officer of Inmed Incorporated, a global biopharmaceutical company on a mission to transform the lives of patients with serious and rare diseases.

“I am honored to be appointed to serve as a member of the Board for scPharmaceuticals,” said Ms. Bonstein. “I look forward to the work we will do to help patients and their families, and to being part of the tremendous impact the company’s work has the potential to make on the entire healthcare system.”

Previously, Ms. Bonstein has served as Chief Financial Officer, Chief Operating Officer and Corporate Secretary at OncoSec Medical and as the Chief Financial Officer, Secretary, Treasurer, and Executive Vice President at Advaxis, Inc. Prior to these roles, Ms. Bonstein held several roles at Eli Lilly & Company and Johnson & Johnson. Ms. Bonstein holds a BS in Finance from The College of New Jersey and an MBA from Rider University.

About scPharmaceuticals

scPharmaceuticals is a pharmaceutical company focused on developing and commercializing products that are designed to reduce healthcare costs and improve health outcomes. The Company develops, internally and through strategic partnerships, innovative products and solutions that aim to expand and advance the outpatient care of select acute conditions. The Company’s lead programs focus on the subcutaneous, self-administration of IV-strength treatments in heart failure and infectious disease. scPharmaceuticals is headquartered in Burlington, MA. For more information, please visit www.scPharmaceuticals.com.

Forward-Looking Statement

This press release contains “forward-looking statements” within the meaning of the Private Securities Litigation Reform Act of 1995. These forward-looking statements include, but are not limited to, statements regarding the Company’s planned efforts to prepare for commercialization of FUROSCIX. Any forward-looking statements in this press release are based on management’s current expectations of future events and are subject to a number of risks and uncertainties that could cause actual results to differ materially and adversely from those set forth in or implied by such forward-looking statements. These risks and uncertainties include, but are not limited to, the ability of the FUROSCIX On-Body Infusor to appropriately deliver therapy, the receipt of regulatory approval for the FUROSCIX On-Body Infusor or any of our other product candidates or, if approved, the successful commercialization of such products, the risk of cessation or delay of any of the ongoing or planned clinical trials and/or our development of our product candidates, the risk that the results of previously conducted studies will not be repeated or observed in ongoing or future studies involving our product candidates, and the risk that the current COVID-19 pandemic will impact the Company’s operations. For a discussion of other risks and uncertainties, and other important factors, any of which could cause our actual results to differ from those contained in the forward-looking statements, see the section entitled “Risk Factors” in its Annual Report on Form 10-K for the year ended December 31, 2019 on file with the Securities and Exchange Commission, available at the Securities and Exchange Commission’s website at www.sec.gov, and as well as discussions of potential risks, uncertainties and other important factors in the Company’s subsequent filings with the Securities and Exchange Commission. All information in this press release is as of the date of the release, and the Company undertakes no duty to update this information unless required by law.

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