

EQUITY RESIDENTIAL
Form 8-K
July 08, 2010

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): July 6, 2010

EQUITY RESIDENTIAL

(Exact Name of Registrant as Specified in its Charter)

Maryland
(State or other jurisdiction of
incorporation or organization)

1-12252
(Commission
File Number)

13-3675988
(I.R.S. Employer
Identification Number)

ERP OPERATING LIMITED PARTNERSHIP

(Exact Name of Registrant as Specified in its Charter)

Illinois (State or other jurisdiction of incorporation or organization)	0-24920 (Commission File Number) Two North Riverside Plaza, Suite 400 Chicago, Illinois 60606	36-3894853 (I.R.S. Employer Identification Number)
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(Address of principal executive offices)

Registrant's telephone number: (312) 474-1300

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))

Item 5.02 **Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers**

- (b) On July 6, 2010, Boone A. Knox informed the Board of Trustees of Equity Residential (the Company) that he is resigning from the Company 's Board effective July 6, 2010, due to illness. The Company expresses its sincere appreciation for his many years of outstanding service as a member of the Board and its various committees. As a result of Mr. Knox 's resignation, the Board has reduced its size to 9 seats.

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.

EQUITY RESIDENTIAL

Date: July 8, 2010

By: /s/ BRUCE C. STROHM
Name: **Bruce C. Strohm**
Its: **Executive Vice President and General Counsel**

ERP OPERATING LIMITED PARTNERSHIP

By: Equity Residential, its general partner

Date: July 8, 2010

By: /s/ BRUCE C. STROHM
Name: **Bruce C. Strohm**
Its: **Executive Vice President and General Counsel**