

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)

March 26, 2026

**HEALTH EQUITY, INC.**

Delaware  
(State or other jurisdiction of  
incorporation or organization)

001-36568  
(Commission File Number)

52-2383166  
(I.R.S. Employer  
Identification Number)

15 West Scenic Pointe Drive  
Suite 100  
Draper, Utah 84020  
(801) 727-1000

(Address, including Zip Code, and Telephone Number, including Area Code, of Registrant's Principal Executive Offices)

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):

- 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 per share	HQY	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 (17 CFR §230.405) or Rule 12b-2 of the Securities Exchange Act of 1934 (17 CFR §240.12b-2).

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(b) Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.**

On March 26, 2026, the Board of Directors (the “Board”) of HealthEquity, Inc. (the “Company”) announced the appointment of William Gassen as a member of the Board, effective immediately. In connection with Mr. Gassen’s appointment to the Board, the Board expanded the size of the Board to ten members from its current nine members. Mr. Gassen will serve on the Audit and Risk Committee and Talent, Compensation and Culture Committee (the “TCCC”) of the Board.

There is no arrangement or understanding between Mr. Gassen or any other person and the Company or any of its subsidiaries pursuant to which he was appointed as a member of the Board. Mr. Gassen is the Chief Executive Officer of Sanford Health. During the fiscal year ended January 31, 2026, the Company received revenues of \$123,923 from Sanford Health for providing consumer-directed benefits to its employees and expects to receive revenue from Sanford Health in the fiscal year ending January 31, 2027, in an amount that exceeds \$120,000.

Mr. Gassen will receive the standard director compensation that the Company provides to its non-employee directors pursuant to the Company’s Non-Employee Director Compensation Policy (the “Policy”). Mr. Gassen will receive retainer fees and additional annual equity awards in accordance with the terms and conditions of the Policy, the form of which has been previously filed with the Securities and Exchange Commission (the “SEC”). Mr. Gassen will also enter into the Company’s standard form of indemnification agreement, the form of which has been previously filed with the SEC. The Policy and such form of indemnification agreement are incorporated by reference herein.

**Item 7.01 Regulation FD Disclosure**

A copy of the Company’s press release announcing the appointment of Mr. Gassen to the Board is attached hereto as Exhibit 99.1. The information in Item 7.01 of this Current Report on Form 8-K, including Exhibit 99.1 attached hereto, is being furnished herewith and shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

<u>Exhibit No.</u>	<u>Description</u>	<u>Form</u>	<u>Exhibit No.</u>	<u>Exhibit Filing Date</u>
10.1	<a href="#">Form of Indemnification Agreement</a>	S-1/A	10.1	July 16, 2014
10.2	<a href="#">Non-Employee Director Compensation Policy</a>	10-K	10.28	March 17, 2026
99.1+	<a href="#">Press release issued by HealthEquity, Inc. on March 30, 2026</a>			
104	Cover Page Interactive Data File (formatted in Inline XBRL)			

+ Filed herewith

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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.

Date: March 30, 2026

**HEALTH EQUITY, INC.**

By: /s/ James Lucania

Name: James Lucania

Title: Executive Vice President and Chief Financial Officer



## **HealthEquity Appoints Sanford Health CEO Bill Gassen to Board of Directors**

**DRAPER, Utah, March 30, 2026 (GLOBE NEWSWIRE)** -- HealthEquity, Inc. (NASDAQ: HQY) (“HealthEquity” or the “Company”), the largest independent health savings account (HSA) custodian by account volume and a leader in consumer-directed benefits (CDB), today announced that William ‘Bill’ Gassen, president and chief executive officer of Sanford Health, has been elected to its board of directors (the “Board”) effective March 26, 2026. He will also serve on the Audit and Risk Committee and Talent, Compensation and Culture Committee of the Board. His appointment expands the Board to 10 directors, eight of whom are independent.

“Bill brings deep insight into how care is delivered, how it is financed and where consumers, providers and employers face the greatest friction in the healthcare system,” said Robert Selander, chairman of the board. “His experience leading a large, complex health system will strengthen our perspective as HealthEquity continues to expand how we help people save for and pay for healthcare.”

“Affordability in healthcare continues to be a real challenge for many families and employers, and HealthEquity serves an important role in helping people prepare for and pay for care,” said Gassen. “I’m honored to join the board and support the company’s work to help people save for healthcare and make informed decisions about their healthcare spending.”

Gassen has served as president and chief executive officer of Sanford Health since November 2020 and is an *ex officio* member of its board of trustees. He leads the nation’s largest rural health system. Before becoming CEO, Gassen held several senior leadership roles at Sanford Health, including chief administrative officer from January to November 2020, chief human resources officer from July 2016 to January 2020, vice president of human resources integration and corporate services from October 2014 to June 2016, and corporate counsel from February 2012 to September 2014. Before joining Sanford Health, Gassen practiced law in private practice from May 2008 to February 2012. He also serves on the board of directors of Oscar Health, Inc. (NYSE: OSCR). Gassen holds a bachelor’s degree in criminal justice from the University of South Dakota and a J.D. from the University of South Dakota Knudson School of Law.

### **About HealthEquity**

HealthEquity and its subsidiaries administer HSAs and other consumer-directed benefits for more than 17 million accounts in partnership with employers, benefits advisors, and health and retirement plan providers who share our mission to save and improve lives by empowering healthcare consumers. For more information, visit [www.healthequity.com](http://www.healthequity.com).

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