

COLUMBIA BANKING SYSTEM INC

Form 8-K

October 03, 2017

**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):**

**September 27, 2017**

**COLUMBIA BANKING SYSTEM, INC.**

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

**Washington**

**(State or other jurisdiction of incorporation)**

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**000-20288**  
**(Commission**

**91-1422237**  
**(IRS Employer**

**File Number)**

**Identification No.)**

**1301 A Street**

**Tacoma, WA 98402**

**(Address of principal executive offices) (zip code)**

**Registrant's telephone number, including area code: (253) 305-1900**

**(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))  
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) of 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.**

On September 27, 2017, the Personnel and Compensation Committee (the Committee ) of the Board of Directors (the Board ) of Columbia Banking System, Inc. (the Company ) approved an amendment (the Amendment ) to the supplemental executive retirement plan (the SERP ) in which certain executive officers of the Company, including all of the named executive officers, participate. The SERP is intended to provide lifetime retirement benefits to the covered executives and consists of individual agreements with the participating executives.

Benefits under the SERP generally vest in full over twenty years. The Amendment provides that such vesting shall occur on a monthly basis, which conforms to the methodology for determining early retirement benefits under the SERP. Prior to the Amendment, the SERP provided for vesting on an annual basis.

**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: October 3, 2017

COLUMBIA BANKING SYSTEM, INC.

By: /s/ Kumi Y. Baruffi  
Kumi Y. Baruffi

Executive Vice President, General Counsel