

SECURITIES AND EXCHANGE COMMISSION  
Washington, D. C. 20549

SCHEDULE 13D

Under the Securities Exchange Act of 1934

Barrett Business Services, Inc.  
(Name of Issuer)

Common Stock, Par Value \$0.01 Per Share  
(Title of Class of Securities)

068463108  
(CUSIP Number of Class of Securities)

Wynnefield Partners Small Cap Value, L.P.  
One Penn Plaza - Suite 4720  
New York, New York 10119  
Attention: Mr. Nelson Obus  
(Name, Address and Telephone Number of Person Authorized  
to Receive Notices and Communications)

Copy to:

Jesse R. Meer, Esq.  
Berlack, Israels & Liberman LLP  
120 West 45th Street  
New York, New York 10035  
(212) 704-0100

January 2, 1998  
(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a Statement on Schedule 13D, and is  
filing this schedule because of Rule 13d-1(b)(3) or (4), check the following  
box:

Check the following box if a fee is being paid with this Statement:

SCHEDULE 13D

-----  
CUSIP No. 068463108  
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1 NAME OF REPORTING PERSON: Wynnefield Partners Small Cap Value, L.P.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3688497

-----  
2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  
(a)   
(b)

-----  
3 SEC USE ONLY

-----  
4 SOURCE OF FUNDS  
WC (SEE ITEM 3)

-----  
5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO

## 6 CITIZENSHIP OR PLACE OF ORGANIZATION

DELAWARE

NUMBER OF SHARES	7	SOLE VOTING POWER
		209,380
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER
		--
	9	SOLE DISPOSITIVE POWER
		209,380
	10	SHARED DISPOSITIVE POWER
		--

## 11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

209,380 shares

## 12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

[ ]

## 13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

3.11%

## 14 TYPE OF REPORTING PERSON

PN

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## SCHEDULE 13D

CUSIP No. 068463108

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1 NAME OF REPORTING PERSON: Wynnefield Small Cap Value Offshore Fund, Ltd.  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: Not Applicable

## 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [X]  
(b) [ ]

## 3 SEC USE ONLY

## 4 SOURCE OF FUNDS

WC (SEE ITEM 3)

## 5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e)

[ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

CAYMAN ISLANDS

7 SOLE VOTING POWER  
87,200

BENEFICIALLY

8 SHARED VOTING POWER  
--

9 SOLE DISPOSITIVE POWER  
87,200

10 SHARED DISPOSITIVE POWER  
--

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

87,200 shares

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES

[ ]

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

1.3%

14 TYPE OF REPORTING PERSON

CO

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SCHEDULE 13D

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1 NAME OF REPORTING PERSON: Wynnefield Partners Small Cap Value L.P. I  
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON: 13-3953291

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP

(a) [X]  
(b) [ ]

3 SEC USE ONLY

4 SOURCE OF FUNDS

WC (SEE ITEM 3)

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO  
ITEMS 2(d) OR 2(e) [ ]

6 CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF SHARES	7	SOLE VOTING POWER 139,520
BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH	8	SHARED VOTING POWER --
	9	SOLE DISPOSITIVE POWER 139,520
	10	SHARED DISPOSITIVE POWER --
-----		
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON	
	139,520 shares	
-----		
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES	
	[ ]	
-----		
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)	
	2.07%	
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14	TYPE OF REPORTING PERSON	
	PN	

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## Item 1. Security and Issuer.

This Statement relates to shares of the Common Stock, \$0.01 par value per share (the "Shares"), of Barrett Business Services, Inc., a Maryland corporation (the "Issuer"). The principal executive offices of the Issuer are located at 4724 SW Macadam Avenue, Portland, Oregon 97201.

## Item 2. Identity and Background.

(a), (b), (c) and (f). This Statement is being filed by Wynnefield Partners Small Cap Value, L.P. (the "Partnership"), Wynnefield Small Cap Value Offshore Fund, Ltd. (the "Fund"), and Wynnefield Partners Small Cap Value, L.P. I (the "Partnership-I"). Although the Partnership, the Fund and Partnership-I are each separate and distinctive entities with different beneficial owners (whether designated as limited partners or stockholders), for the convenience of reporting their holdings, in this Statement, they are sometimes referred to collectively as the "Wynnefield Group".

Wynnefield Capital Management, LLC, a New York limited liability company ("WCM"), is the general partner of the Partnership and the Partnership-I, private investment companies organized as limited partnerships under the laws of the State of Delaware. Nelson Obus, Joshua Landes and Robert Melnick are the managing members of WCM and the principal executive officers of Wynnefield Capital, Inc., the investment manager of the Fund, a private investment company organized under the laws of the Cayman Islands. Mr. Obus, Mr. Landes and Mr. Melnick are citizens of the United States of America.

The business address of Mr. Obus, Mr. Landes, and Mr. Melnick, WCM, and each of the entities in the Wynnefield Group is One Penn Plaza, Suite 4720, New York, New York 10119.

(d) and (e). During the last five years, neither Mr. Obus, Mr. Landes, Mr. Melnick, WCM, nor any of the entities comprising the Wynnefield Group has been (i) convicted in a criminal proceeding (excluding traffic violations or similar misdemeanors) or (ii) a party to a civil proceeding of a judicial or administrative body of competent jurisdiction and as a result of such proceeding was or is subject to a judgment, decree or final order enjoining future violations of, or prohibiting or mandating activities subject to, federal or state securities laws or finding any violation with respect to such laws.

## Item 3. Source and Amount of Funds or Other Consideration.

The Wynnefield Group entities purchased their Shares, separately from each other, for the consideration shown in the following table:

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Name ----	Number of Shares -----	Consideration Paid -----
Partnership	209,380	\$2,540,678.98
Partnership-I	139,520	1,692,973.65
Fund	87,200	1,058,664.51

Such Shares were paid for from the separate working capital of each entity in the Wynnefield Group, each of which maintains a separate investment fund, consisting of capital contributions from their respective partners and investors and capital appreciation derived therefrom for the principal purpose of buying and selling securities (including financial and money market instruments) and interests in domestic and foreign securities, including, without limitation, convertible securities, stock index features contracts, options, puts and calls on stock and warrants.

Item 4. Purposes of Transaction.

Each member of the Wynnefield Group acquired the Shares reported in Item 5 below for investment purposes. If any member of the Wynnefield Group determines that the ownership of the Issuer's securities represent an attractive investment opportunity, it reserves the right to buy additional Shares with the understanding that neither such purchases nor the exercise of its rights as a stockholder of the Issuer is intended as a "control" device with respect to the Issuer.

Except as set forth above, no member of the Wynnefield Group has no present plans or intentions that would result in or relate to any of the transactions described in subparagraphs (a) through (j) of Item 4 of Schedule 13D.

Item 5. Interests in Securities of the Issuer.

(a) As of the close of business on the date hereof, the three entities referred to as the Wynnefield Group beneficially owned a total of 436,100 Shares, the separate ownership of which is set forth in Item 3 of this Statement. Mr. Obus, Mr. Landes and Mr Melnick, by virtue of their status as managing members of WCM, the general partner of the Partnership and Partnership-I, and as officers of the Fund's investment manager, may be deemed to have indirect beneficial ownership of the Shares owned by the three entities referred to as the Wynnefield Group. However, Mr. Obus, Mr. Landes and Mr. Melnick, as stated below, disclaim any beneficial ownership of such Shares. The Shares owned by the three entities referred to as the Wynnefield Group represent approximately 6.48% of the outstanding Shares of the Issuer, based on the 6,727,423 Shares

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reported as outstanding on October 31, 1997 in the Issuer's latest Quarterly Report on Form 10-Q.

Pursuant to Rule 13d-4 of the General Rules and Regulations under the Securities and Exchange Act of 1934, as amended (the "Exchange Act"), Mr. Obus, Mr. Landes and Mr. Melnick disclaim beneficial ownership of any Shares owned by the three entities comprising the Wynnefield Group and disclaim membership in the Wynnefield Group with respect to the Shares for purposes of Sections 13(d) and 13(g) of the Exchange Act or for any other purpose under any other provision of the Exchange Act or the rules and regulations promulgated thereunder.

(b) Mr. Obus, Mr. Landes and Mr. Melnick, by virtue of their status as the managing members of WCM, the general partner of the Partnership and Partnership-I, and as officers of the Fund's investment manager, have the power to vote or to direct the vote and the power to dispose and to direct the disposition of the Shares owned by each of the three entities comprising the Wynnefield Group.

(c) The entities in the Wynnefield Group made their separate purchases of Shares in the over-the-counter market as follows:

Name ----	Date ----	Number of Shares -----	Price Per Share -----
Partnership	October 21, 1997	76,800	\$12.2383
Partnership	October 23, 1997	5,400	11.8507

Partnership	October 28, 1997	600	11.8750
Partnership	November 17, 1997	14,400	12.3646
Partnership	November 26, 1997	8,200	12.1850
Partnership	December 4, 1997`	16,200	12.1875
Partnership	December 11, 1997	2,100	12.0625
Partnership	December 12, 1997	2,400	12.0825
Partnership	December 15, 1997	2,160	12.0440
Partnership	December 17, 1997	7,200	12.2500
Partnership	December 19, 1997	6,000	12.2159
Partnership	December 22, 1997	4,320	12.1944
Partnership	December 23, 1997	2,400	11.9375

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Name ----	Date ----	Number of Shares -----	Price Per Share -----
Partnership	December 29, 1997	1,800	11.8125
Partnership	December 30, 1997	2,100	11.8125
Partnership	January 2, 1998	57,300	11.9549
Partnership I	October 21,1997	51,200	12.2383
Partnership I	October 23, 1997	3,600	11.8507
Partnership I	October 28, 1997	400	11.8750
Partnership I	November 17, 1997	9,600	12.3646
Partnership I	November 26, 1997	5,400	12.1850
Partnership I	December 4, 1997	10,600	12.1875
Partnership I	December 11, 1997	1,400	12.0625
Partnership I	December 12, 1997	1,600	12.0825
Partnership I	December 15, 1997	1,440	12.0440
Partnership I	December 17, 1997	4,800	12.2500
Partnership I	December 19, 1997	4,000	12.2159
Partnership I	December 22, 1997	2,880	12.1944
Partnership I	December 23, 1997	1,600	11.9375
Partnership I	December 29, 1997	1,200	11.8125
Partnership I	December 30, 1997	1,400	11.8125
Partnership I	January 2, 1998	38,200	11.9549
Fund	October 21, 1997	32,000	12.2383
Fund	November 17, 1997	6,000	12.3646
Fund	November 26, 1997	3,400	12.1858
Fund	December 4, 1997	8,500	12.1875

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Name ----	Date ----	Number of Shares -----	Price Per Share -----
Fund	December 9, 1997	3,000	12.0625
Fund	December 15, 1997	900	12.0440
Fund	December 17, 1997	3,000	12.2500
Fund	December 19, 1997	1,000	12.2159
Fund	December 22, 1997	1,800	12.1944
Fund	December 23, 1997	4,000	11.9575
Fund	January 2, 1998	23,600	11.9549

(d) Each of the entities comprising the Wynnefield Group as owners of the Shares specified in Item 3 of this Statement has the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the Shares specified in item 3 of this Statement, but only from such Shares.

(e) Not applicable.

Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer.

Neither Mr. Obus, Mr. Landes, Mr. Melnick, WCM, nor any of the entities comprising the Wynnefield Group has any contracts, arrangements, understandings or relationships (legal or otherwise) with any person with respect to any securities of the Issuer, including but not limited to any contracts, arrangements, understandings or relationships concerning the transfer or voting of such securities, finder's fees, joint ventures, loan or option arrangements, puts or calls, guarantees of profits, division of profits or losses, or the giving or withholding of proxies.

Item 7. Material to be Filed as Exhibits.

Not applicable.

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SIGNATURE

After reasonable inquiry and to the best of their knowledge and belief, the undersigned certify that the information set forth in this Statement is true, complete and correct.

Dated: January 7, 1998

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.  
WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC,  
General Partner

By: /s/ Joshua Landes  
-----  
Joshua Landes, Managing Member

WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.  
By: Wynnefield Capital, Inc.

By: /s/ Joshua Landes  
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Joshua Landes, Vice President

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