# FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| <u>VAUGHN GREGORY R</u><br>(Last) (First) (Middle)   |          | 2. Issuer Name and Ticker or Trading Symbol<br>BARRETT BUSINESS SERVICES INC [BBSI] | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable) |   |                                       |  |  |  |
|--|----------|---|--|---|---------------------------------------|--|--|--|
|  |          |   | x  | Director<br>Officer (give title<br>below)   | 10% Owner<br>Other (specify<br>below) |  |  |  |
| (Last) (First)<br>8100 NE PARKWAY DRIVE<br>SUITE 200 | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/11/2014                      |  | VP & COOCorporate Operations  |                                       |  |  |  |
| (Street)<br>VANCOUVER WA                             | 98662    | 4. If Amendment, Date of Original Filed (Month/Day/Year)                            | 6. Indivi<br>X   | dual or Joint/Group Filing (<br>Form filed by One Repo<br>Form filed by More than | rting Person                          |  |  |  |
| (City) (State)                                       | (Zip)    |   |  |   |                                       |  |  |  |

### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr. |   | 4. Securities Acquired (A) or<br>Disposed Of (D) (Instr. 3, 4 and 5) |               |         |                  | 6. Ownership<br>Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership |
|---------------------------------|--|---|-----------------------------|---|--|---------------|---------|------------------|---|---|
|                                 |  |   | Code                        | v | Amount   | (A) or<br>(D) | Price   | (Instr. 3 and 4) |   | (Instr. 4)  |
| Common Stock                    | 07/11/2014                                 |   | М                           |   | 2,500  | Α             | \$0     | 15,492           | D   |   |
| Common Stock                    | 07/11/2014                                 |   | F                           |   | 1,049  | D             | \$55.02 | 14,443           | D   |   |

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security (Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transac<br>Code (Ir<br>8) |   | 5. Number of<br>Derivative<br>Securities<br>Acquired (A)<br>or Disposed of<br>(D) (Instr. 3, 4<br>and 5) |       | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount of<br>Securities Underlying<br>Derivative Security (Instr.<br>3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|--|---|--|---|---------------------------------|---|--|-------|--|--------------------|--|-------------------------------------|---|--|--|--|
|  |   |  |   | Code                            | v | (A)  | (D)   | Date<br>Exercisable  | Expiration<br>Date | Title  | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Restricted Stock<br>Unit                         | (1)   | 07/11/2014                                 |   | М                               |   |  | 2,500 | (2)  | (2)                | Common<br>Stock  | 2,500                               | \$0   | 5,000  | D  |  |

#### Explanation of Responses:

1. Each Restricted Stock Unit represents a contingent right to receive one share of the Issuer's common stock.

2. The Restricted Stock Units vest in four equal annual installments and will be settled by delivery of unrestricted shares of common stock beginning in July 2013 on the regular payroll date next following July 2.

#### /s/ James D. Miller, as attorney-in-07/11/2014

fact

\*\* Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

\* If the form is filed by more than one reporting person, see Instruction 4 (b)(v).

\*\* Intentional misstatements or omissions of facts constitute Federal Criminal Violations See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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