## 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                 |

| 1. Name and Address of Reporting Person <sup>*</sup> <u>MILLER JAMES D</u> (Last) (First) (Middle) 8100 NE PARKWAY DRIVE SUITE 200 |         |          | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br><u>BARRETT BUSINESS SERVICES INC</u> [ BBSI ] |                | ionship of Reporting Person(s<br>all applicable)<br>Director<br>Officer (give title<br>below) | ) to Issuer<br>10% Owner<br>Other (specify<br>below) |
|--|---------|----------|---|----------------|---|--|
|  |         | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br>07/11/2014                                      |                | VP-Finance, Treas. &  | ,  |
| (Street)<br>VANCOUVER  | WA      | 98662    | 4. If Amendment, Date of Original Filed (Month/Day/Year)  | 6. Indivi<br>X | dual or Joint/Group Filing (Che<br>Form filed by One Reporting<br>Form filed by More than On  | g 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) |               |         | 5. Amount of<br>Securities<br>Beneficially Owned<br>Following Reported<br>Transaction(s) | 6. Ownership<br>Form: Direct (D)<br>or Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|---|-----------------------------|---|--|---------------|---------|--|---|---|
|                                 |  |   | Code                        | v | Amount   | (A) or<br>(D) | Price   | (Instr. 3 and 4)   |   | (1150.4)  |
| Common Stock                    | 07/11/2014                                 |   | М                           |   | 2,500  | Α             | \$0     | 14,451   | D   |   |
| Common Stock                    | 07/11/2014                                 |   | F                           |   | 1,049  | D             | \$55.02 | 13,402   | 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) |   | Derivative |       | 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) | 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>Units                        | (1)   | 07/11/2014                                 |   | М                               |   |            | 2,500 | (2)  | (2)                | Common<br>Stock  | 2,500                               | \$ <mark>0</mark>                                   | 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

\*\* Signature of Reporting Person

07/11/2014

Date

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

 $^{\ast}$  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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.