

POTLATCH CORP
Form 8-K
December 08, 2016

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT

PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report: December 2, 2016 (Date of earliest event reported)

POTLATCH CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or Other Jurisdiction

001-32729

82-0156045
(I.R.S. Employer

of Incorporation)

(Commission File Number) Identification Number)

601 W. First Avenue, Suite 1600,

Spokane WA
(Address of principal executive offices)

99201
(Zip Code)

509-835-1500

(Registrant's telephone number, including area code)

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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))

Items 5.02.

Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) Having reached the mandatory retirement age of 72 under Article IV, Section 2 of the Potlatch Corporation bylaws, Mr. Boh A. Dickey will be retiring from the Potlatch Corporation Board of Directors on December 31, 2016 following 16 years of service as a member of the Board of Directors and the Chair of the Audit Committee.

In connection with the retirement of Boh A. Dickey, on December 2, 2016 the Company's Board of Directors voted unanimously to reduce the size of the Board to 8 directors effective January 1, 2017 and to elect Linda M. Breard Chairman of the Board's Audit Committee effective December 2, 2016. Ms. Breard, the Executive Vice President and Chief Financial Officer of Group Health Cooperative, a nonprofit corporation registered as a health maintenance organization, joined the Potlatch Board of Directors and Audit Committee in October 2015.

SIGNATURE

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.

Dated: December 7, 2016

POTLATCH CORPORATION

By: /s/ Lorrie D. Scott
Lorrie D. Scott
Vice President, General Counsel and

Corporate Secretary