

WASHINGTON FEDERAL INC

Form 8-K

January 04, 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): January 4, 2017

Washington Federal, Inc.

(Exact name of registrant as specified in its charter)

Washington 001-34654 91-1661606
(State or other jurisdiction (Commission (IRS Employer
of incorporation) File Number) Identification No.)
425 Pike Street, Seattle, Washington 98101
(Address of principal executive offices)(Zip Code)
Registrant's telephone number, including area code (206) 624-7930
Not Applicable
(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))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

(b) On January 4, 2017, Washington Federal, Inc. (the “Company”), parent company of Washington Federal, National Association (the “Bank”), announced that, effective April 1, 2017, CEO Roy M. Whitehead will resign as the Chief Executive Officer of both the Company and the Bank and transition to the position of Executive Chairman of the Board of Directors of the Company and the Bank.

(c) Effective April 1, 2017, President and Chief Banking Officer Brent Beardall will be promoted to the position of President and Chief Executive Officer for both the Company and the Bank.

Mr. Beardall, age 45, joined the Company in 2001 as Controller and was promoted to Chief Financial Officer in 2003. A Certified Public Accountant, Mr. Beardall held that position until 2014, when he moved to the Chief Banking Officer role to broaden his executive experience. In 2016, he was promoted to President.

(d) Effective April 1, 2017, in connection with his appointment as President and CEO of the Company, the Board of Directors appointed Mr. Beardall to the Board of Directors of both the Company and the Bank.

Item 7.01 Regulation FD Disclosure

The Company’s press release dated January 4, 2017 announcing these events is furnished as Exhibit 99.1 to this Current Report on Form 8-K. Exhibit 99.1 shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934 (“Exchange Act”) or otherwise subject to the liabilities under that section and shall not be deemed to be incorporated by reference into any filing of the registrant under the Securities Act of 1933 or the Exchange Act.

Item 9.01 Financial Statements and Exhibits

(a) Not applicable

(b) Not applicable

(c) Not applicable

(d) The following exhibits are being furnished herewith:

99.1 Press release dated January 4, 2017

Date:

January 4, 2017
WASHINGTON FEDERAL, INC.

By: /s/ VINCENT L. BEATTY

Vincent L. Beatty

Senior Vice President & Chief Executive Officer