

BOK FINANCIAL CORP ET AL
Form 8-K
August 20, 2013

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 (Date of earliest event reported):
August 16, 2013

BOK FINANCIAL CORPORATION
(Exact name of registrant as specified in its charter)

Oklahoma
(State or other jurisdiction
of Incorporation or Organization)

73-1373454
(IRS Employer
Identification No.)

Bank of Oklahoma Tower
Boston Avenue at Second Street
Tulsa, Oklahoma
(Address of Principal Executive Offices)

74192
(Zip Code)

(918) 588-6000
(Registrant's telephone number, including area code)

N/A

(Former name or former address, if changes 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:

☐ 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)).

INFORMATION TO BE INCLUDED IN THE REPORT

ITEM 502(e) Compensatory Arrangements of Certain Officers

On July 30, 2013, BOK Financial Corporation (the “Company”) issued a press release announcing the retirement of its Chief Executive Officer, Stanley A. Lybarger, the appointment of a new chief executive officer, Steven G. Bradshaw, and the appointment of a new chief operating officer, Daniel H. Ellinor, effective the end of 2013.

Consistent with this announcement, the Company has entered into amended and restated employment agreements with Mr. Bradshaw and Mr. Ellinor, both of which are deemed effective as of June 15, 2013.

The agreements of Mr. Bradshaw and Mr. Ellinor both provide that (i) the executive shall serve as a member of Company board of directors, (ii) employment is for a perpetual term, terminable by either party upon ninety days prior written notice, (iii) the executive shall be paid standard severance upon termination and vesting of stock options and restricted stock upon termination without cause and (iv) the executive is bound by a two year non-solicitation agreement for termination with cause and a one year non-solicitation agreement upon termination without cause.

The complete copy of the agreements are attached as Exhibit 99(a) and 99(b) to this report.

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.

BOK FINANCIAL CORPORATION

By: /s/ Steven E. Nell
Steven E. Nell
Executive Vice President
Chief Financial Officer
Date: August 20, 2013