

BANCORP RHODE ISLAND INC  
Form 8-K  
November 09, 2007

**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): November 8, 2007

**BANCORP RHODE ISLAND, INC.**

(Exact name of registrant as specified in its charter)

Rhode Island

(State or other jurisdiction of incorporation)

333-33182  
(Commission File Number)

05-0509802  
(IRS Employer Identification Number)

**One Turks Head Place, Providence, Rhode Island 02903**

(Address of principal executive offices)

**(401) 456-5000**

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report)

**Item 5.03.           Amendment to Bylaws**

On November 8, 2007, the Executive Committee of the Board of Directors (the Board ) of Bancorp Rhode Island, Inc. (the Registrant ) approved amendments to certain provisions of the Registrant s Bylaws to allow for the issuance and transfer of uncertificated shares of stock. These amendments were approved in connection with NASDAQ s Direct Registration Program which requires that all companies listed with NASDAQ permit an investor's ownership to be recorded and maintained on the books of an issuer or the transfer agent without the issuance of a physical stock certificate.

These amendments became effective on November 8, 2007.

**Item 9.01.           Financial Statements and Exhibits**

(c)       Exhibits

Exhibit No.       Exhibit

Exhibit 3(ii)       Amendment to By-laws of the Registrant.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**BANCORP RHODE ISLAND, INC.**

By:       /s/ Linda H. Simmons

Linda H. Simmons

Chief Financial Officer

Date: November 8, 2007

