

SANDY SPRING BANCORP INC  
Form 8-K  
January 28, 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 (Date of earliest event reported): **January 27, 2016**

**SANDY SPRING BANCORP, INC.**

(Exact name of registrant as specified in its charter)

<b><u>Maryland</u></b>	<b><u>000-19065</u></b>	<b><u>52-1532952</u></b>
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**17801 Georgia Avenue, Olney, Maryland 20832**

(Address of principal executive offices, including zip code)

Registrant's telephone number, including area code: **(301) 774-6400**

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:

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))

**Item 5.03 Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

On January 27, 2016, the Board of Directors of Sandy Spring Bancorp, Inc. (the "Company") amended the Company's Bylaws to increase the age limitation for directors from 70 to 72. The text of Article III, Section 3 of the Company's Bylaws, as amended, is included as Exhibit 3 to this Report and is incorporated herein by reference.

**Item 9.01 Financial Statements and Exhibits**

Exhibits

Number Description

3 Text of Article III, Section 3 of Bylaws, as amended

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**SIGNATURES**

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.

SANDY SPRING BANCORP,  
INC.  
(Registrant)

Date: January 27, 2016 By: /s/ Ronald E. Kuykendall  
Ronald E. Kuykendall  
General Counsel and Secretary