BARRETT BUSINESS SERVICES INC

Form SC 13G December 23, 2003

SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

SCHEDULE 13G

		Barrett Business Se	rvices, Inc	
		(Name of Issuer)	
	Common	Stock, \$.01 Par Val	ue Per Shar	e
	(Ti	ttle of Class of Sec	urities)	
		068463108		
	(CUSIE	P Number of Class of	Securities	
		December 23, 20	03	
	(Date of Event V	Which Requires Filin	g of this S	tatement)
Check Schedule i		box to designate	the rule	pursuant to which this
	[_] Rule 13d-1(b)			
	[X] Rule 13d-1(c)			
	[_] Rule 13d-1(d)			
CUSIP No.0	68463108	13G		Page 2 of 9 Pages
1. NAME	AND I.R.S IDENTIFI	CATION NO. OF REPOR	TING PERSON	IS
Wynne	field Partners Sma	all Cap Value, L.P.	13-3688497	
2. CHECK	THE APPROPRIATE E	BOX IF A MEMBER OF A	GROUP*	(a) [X] (b) [_]
3. SEC U	SE ONLY			

4. CITIZENSHIP OR PLACE OF ORGANIZATION

1

Delaware						
NUMBER OF	5.	SOLE VOTING POWER				
SHARES		175,500 Shares				
BENEFICIALLY	6.	SHARED VOTING POWER				
OWNED BY						
EACH	7.	SOLE DISPOSITIVE POWER				
REPORTING		175,500 Shares				
PERSON	8.	SHARED DISPOSITIVE POWER				
WITH						
AGGREGATI	E AMO	UNT BENEFICIALLY OWNED BY EACH REPORT	TING PERSON			
175,500 \$	Shares	S				
LO. CHECK BOX	K IF :	THE AGGREGATE AMOUNT IN ROW (9) EXCLU	JDES CERTAIN SHARES			
(See Instruct:	ons)		[_]			
1. PERCENT (OF CLA	ASS REPRESENTED BY AMOUNT IN ROW 9				
3.1% of (Commoi	n Stock				
2. TYPE OF I	REPOR'	IING PERSON*				
PN						
		*SEE INSTRUCTIONS BEFORE FILLING C	DUT!			
CUSIP No.06846	53108	13G	Page 3 of 9 Pages			
L. NAME AND	I.R.	S. IDENTIFICATION NO. OF REPORTING PE	ERSON (ENTITIES ONLY)			
Wynnefiel	ld Pai	rtners Small Cap Value, L.P. I	13-3953291			
CHECK THE	E APPI	ROPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X] (b) [_]			
B. SEC USE (NLY					
3. SEC USE (NLY					

CITIZENSHIP OR PLACE OF ORGANIZATION

NUMBER OF 5. SOLE VOTING POWER SHARES 132,200 Shares BENEFICIALLY 6. SHARED VOTING POWER OWNED BY EACH 7. SOLE DISPOSITIVE POWER REPORTING 132,200 Shares PERSON 8. SHARED DISPOSITIVE POWER WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 132,200 Shares 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 2.3% of Common Stock 12. TYPE OF REPORTING PERSON* PN *SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIF No.068463108 13G Page 4 of 9 Pages 1. NAME AND I.R.S. IDENTIFICATION NO. OF REPORTING (ENTITIES ONLY) Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_] Reporting person is affiliated with other persons	Ι	Delaware			
BENEFICIALLY 6. SHARED VOTING POWER OWNED BY EACH 7. SOLE DISPOSITIVE POWER REPORTING 132,200 Shares PERSON 8. SHARED DISPOSITIVE POWER WITH 9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 132,200 Shares 10. CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions) 11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9 2.3% of Common Stock 12. TYPE OF REPORTING PERSON* PN *SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP No.068463108 13G Page 4 of 9 Pages 1. NAME AND I.R.S. IDENTIFICATION NO. OF REPORTING (ENTITIES ONLY) Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [L]	NUME	BER OF	5.	SOLE VOTING POWER	
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SEE INSTRUCTIONS BEFORE FILLING OUT! CUSIP No.068463108 13G Page 4 of 9 Pages 1. NAME AND I.R.S. IDENTIFICATION NO. OF REPORTING (ENTITIES ONLY) Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) [X] (b) [_]	12.	TYPE OF R	EPORT	ING PERSON*	
CUSIP No.068463108 13G Page 4 of 9 Pages 1. NAME AND I.R.S. IDENTIFICATION NO. OF REPORTING (ENTITIES ONLY) Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]	I	PN			
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1. NAME AND I.R.S. IDENTIFICATION NO. OF REPORTING (ENTITIES ONLY) Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]					
Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]	CUSIP	No.06846	3108	13G	Page 4 of 9 Pages
Wynnefield Small Cap Value Offshore Fund, Ltd. (No IRS Identification No.) 2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]					
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]	1. 1	NAME AND	I.R.S	. IDENTIFICATION NO. OF REPORTING (ENTIR	TIES ONLY)
2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [X] (b) [_]					
(a) [X] (b) [_]		Wynnefiel	d Sma	ll Cap Value Offshore Fund, Ltd. (No IRS	S Identification No.)
· · · · · · · · · · · · · · · · · · ·	2.	CHECK THE	APPR	OPRIATE BOX IF A MEMBER OF A GROUP*	(a) [X]
	Ι	Reporting	pers	on is affiliated with other persons	(b) [_]
3. SEC USE ONLY	3.	SEC USE O	NLY		

Δ	CTTTTTNCIII	.D OD	DIAGE OF ODG				
1.	CIIIZENSHI	P OR	PLACE OF ORG	GANIZATION			
	Cayman Isl	ands					
NU	MBER OF	5.	SOLE VOTING	POWER			
S	HARES		165,000 Shar	ces			
BENE	FICIALLY	6.	SHARED VOTIN	IG POWER			
OW	NED BY						
	EACH	7.	SOLE DISPOSI	TIVE POWER			
RE	PORTING		165,000 Shar	es			
Р	ERSON	8.	SHARED DISPO	SITIVE POWE	R		
	WITH						
9.	AGGREGATE	AMOU	NT BENEFICIAI	LY OWNED BY	EACH REPORT	ING PERSON	
	165,000 Sh	ares					
10.	CHECK BOX	IF T	HE AGGREGATE	AMOUNT IN F	OW (9) EXCLU	DES CERTAIN SHARES*	
	(See Instr	ucti	ons)			[.	_1
11.	PERCENT OF	' CLA	SS REPRESENTE	D BY AMOUNT	IN ROW 9		
	2 00 - 5 0-		Ch a al				
	2.9% of Co						
12.	TYPE OF RE	PORT	ING PERSON*				
	CO						
			*SEE INSTRU	JCTIONS BEFO	RE FILLING O	UT!	
CUSI	P No.068463	3108		13G		Page 5 of 9 Page	S
1.	NAME AND I	.R.S	. IDENTIFICAT	CION NO. OF	REPORTING PE	RSON (ENTITIES ONLY)	
	Wynnefield	l Cap	ital Manageme	ent, LLC	13-401818	6	
2.	CHECK THE	APPR	OPRIATE BOX I	F A MEMBER	OF A GROUP*	/=\ [V]	
						(a) [X] (b) [_]	
3.	SEC USE ON	ILY					

1.	CITIZENSH	HIP OR PLACE OF ORGANIZATION
	New York	
	BER OF	5. SOLE VOTING POWER
	ARES	307,700 Shares(1)
	ICIALLY	
	ED BY	o. Shared voling lower
		7. SOLE DISPOSITIVE POWER
	ACH	
	ORTING	307,700 Shares(1)
PE	RSON	8. SHARED DISPOSITIVE POWER
W	ITH	
9.	AGGREGATE	E AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
	307,700 S	Shares(1)
.0.	CHECK BOX	K IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*
		[_]
	(See Inst	tructions)
11.	PERCENT C	OF CLASS REPRESENTED BY AMOUNT IN ROW 9
	5.5% of C	Common Stock(1)
2.	TYPE OF R	REPORTING PERSON*
	OO (Limit	ted Liability Company)
		*SEE INSTRUCTIONS BEFORE FILLING OUT!
in th	ese share	Capital Management, LLC holds an indirect beneficial interest es which are directly beneficially owned by Wynnefield Partners ae, L.P. and Wynnefield Partners Small Cap Value, L.P.I.
CUSIP	No.06846	13G Page 6 of 9 Pages
•	NAME AND	I.R.S. IDENTIFICATION NO. OF REPORTING PERSON (ENTITIES ONLY)
	Wynnefiel	ld Capital, Inc. (No IRS Identification No.)
2.	CHECK THE	E APPROPRIATE BOX IF A MEMBER OF A GROUP*

Deporting	2020			[X] [_]
	pers	on is affiliated with other persons		
3. SEC USE O	NLY			
4. CITIZENSH	IP OR	PLACE OF ORGANIZATION		
Cayman Is	lands			
NUMBER OF	5.	SOLE VOTING POWER		
SHARES		165,000 Shares (1)		
BENEFICIALLY	6.	SHARED VOTING POWER		
OWNED BY				
EACH	7.	SOLE DISPOSITIVE POWER		
REPORTING		165,000 Shares (1)		
PERSON	8.	SHARED DISPOSITIVE POWER		
WITH				
9. AGGREGATE	AMOUI	NT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
165,000 S	hares	(1)		
10. CHECK BOX	IF T	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAI	N SH	ARES*
(See Inst	ructi	ons)		[_]
11. PERCENT O	F CLA	SS REPRESENTED BY AMOUNT IN ROW 9		
2.9% of C	ommon	Stock (1)		
12. TYPE OF R	EPORT	ING PERSON*		
CO				
		*SEE INSTRUCTIONS BEFORE FILLING OUT!		

(1) Wynnefield Capital, Inc. holds an indirect beneficial interest in these shares which are directly beneficially owned by Wynnefield Small Cap Value Offshore Fund, Ltd.

ITEM 1(a). Name of Issuer:
Barrett Business Services, Inc.

ITEM 1(b). Address of Issuer's Principal Executive Offices: 4724 S.W. Macadam Avenue Portland, Oregon 97239 ITEM 2(a). Names of Persons Filing: Wynnefield Partners Small Cap Value, L.P. ("Partners") ______ Wynnefield Partners Small Cap Value, L.P. I ("Partners I") Wynnefield Partners Small Cap Offshore Fund, Ltd. ("Fund") _____ Wynnefield Capital Management, LLC ("WCM") _____ Wynnefield Capital, Inc. ("WCI") _____ ITEM 2(b). Address of Principal Business Office Or, If None, Residence: 450 Seventh Avenue, Suite 509, New York, New York 10123 ITEM 2(c). Citizenship: Partners and Partners I are Delaware Limited Partnerships _____ Fund and WCI are Cayman Islands Companies _____ WCM is a New York Limited Liability Company ______ ITEM 2(d). Title of Class of Securities: Common Stock, \$.01 Par Value Per Share ITEM 2(e). CUSIP Number: 068463108 ITEM 3. If this Statement is filed pursuant to Rules 13d-1(b) or 13d-2(b) or (c), check whether the person filing is: None of the reporting persons is an entity specified in Rule 13d-1(b)(1)(ii). ITEM 4. Ownership: (a) Amount beneficially owned by all reporting persons: 472,700 Shares (b) Percent of class: 8.4% of outstanding shares of Common Stock (c) Number of shares as to which the reporting persons have: (i) sole power to vote or to direct the vote:

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472,700 Shares

- (ii) shared power to vote or to direct the vote
- (iii) sole power to dispose or to direct the disposition: 472,700 Shares
- (iv) shared power to dispose or to direct the disposition

ITEM 5. Ownership of five percent or less of a class. Not applicable. $\ensuremath{\mathsf{N}}$

- ITEM 6. Ownership of more than five percent on behalf of another person. Not applicable.
- ITEM 7. Identification and classification of the subsidiary which acquired the security being reported on by the parent holding company. Not applicable.
- ITEM 8. Identification and classification of members of the group.

None of the reporting persons who have filed this schedule is a person, as defined in Rule 13d-1(b)(1)(ii), promulgated pursuant to the Securities Exchange Act of 1934. The persons filing this schedule are identified in Item 2 hereof.

ITEM 9. Notice of dissolution of group. Not applicable.

ITEM 10. Certifications.

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection or as a participant in any transaction having that purpose or effect.

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After reasonable inquiry, and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 23, 2003

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P.

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Joshua H. Landes

Joshua H. Landes, Co-Managing Member

WYNNEFIELD PARTNERS SMALL CAP VALUE, L.P. I

By: Wynnefield Capital Management, LLC, General Partner

By: /s/ Joshua H. Landes

Joshua H. Landes, Co-Managing

Member

WYNNEFIELD SMALL CAP VALUE OFFSHORE FUND, LTD.

By: Wynnefield Capital, Inc.

By: /s/ Joshua H. Landes

Joshua H. Landes, Executive Vice President

WYNNEFIELD CAPITAL MANAGEMENT, LLC

By: /s/ Joshua H. Landes

Joshua H. Landes, Co-Mangaging Member

WYNNEFIELD CAPITAL, INC.

By: /s/ Joshua H. Landes

Joshua H. Landes, Executive Vice President

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