

ASURE SOFTWARE INC  
Form 8-K  
March 28, 2018

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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FORM 8-K

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CURRENT REPORT

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

Date of Report: March 27, 2018  
(Date of earliest event reported)

Asure Software, Inc.  
(Exact name of registrant as specified in its charter)

<u>Delaware</u> (State or other jurisdiction of incorporation)	<u>0-20008</u> (Commission File Number)	<u>74-2415696</u> (IRS Employer Identification Number)
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<u>3700 N. Capital of Texas Hwy., Suite 350, Austin, TX</u> (Address of principal executive offices)	<u>78746</u> (Zip Code)
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512-437-2700  
(Registrant's telephone number, including area code)

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))

Indicate by  
check mark  
whether the

registrant is  
an emerging  
growth  
company as  
defined in  
Rule 405 of  
the  
Securities  
Act of 1934  
(§240.12b-2  
of this  
chapter)  
Emerging  
growth  
company .

If an  
emerging  
growth  
company,  
indicate by  
check mark  
if the  
registrant  
has elected  
not to use  
the extended  
transition  
period for  
complying  
with any  
new or  
revised  
financial  
accounting  
standards  
provided  
pursuant to  
Section  
13(a) of the  
Exchange  
Act.

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

On March 27, 2018, our Board approved the amendment and restatement of our Bylaws. The Second Amended and Restated Bylaws clarify that plurality voting applies to the election of our directors and amends the share ownership guidelines for directors to (1) allow common stock that is held by entities in which the director is a controlling or managing member, partner or shareholder, with shared voting and dispositive power, to count towards satisfying the share ownership requirements and (2) modify the requisite share ownership for our directors who have provided service to us for ten (10) years to that number of shares of our common stock having a value equal to at least four years of our director compensation.

The foregoing description of the amendments is qualified in its entirety by reference to the complete text of the Second Amended and Restated Bylaws, a copy of which is attached as Exhibit 3.1 and incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

Exhibit No. Description

3.1 Second Amended and Restated Bylaws

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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.

ASURE SOFTWARE, INC.

Dated: March 27, 2018 By: /s/ Patrick Goepel  
Patrick Goepel, Chief Executive Officer