

FEDERAL DEPOSIT INSURANCE CORPORATION
Washington, D.C. 20429

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): March 6, 2017

FIRST REPUBLIC BANK

(Exact name of registrant as specified in its charter)

California
(State or other jurisdiction
of incorporation)

80-0513856
(I.R.S. Employer
Identification No.)

111 Pine Street, 2nd Floor
San Francisco, CA 94111
(Address, including zip code, of principal executive office)

Registrant's telephone number, including area code: (415) 392-1400

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))
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Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

- (a) On March 6, 2017, First Republic Bank (the “Bank”) announced the appointment of Cheryl Spielman, age 62, to the Board of Directors (the “Board”) of the Bank. In addition, the Board appointed Ms. Spielman to the Audit Committee of the Board.

Ms. Spielman was a Partner at Ernst & Young US LLP (“Ernst & Young”) from 1997 to 2015 and an executive from 1989 to 1996, where she led the Human Capital Financial Services practice in her last role with Ernst & Young. Ms. Spielman continues to be an active certified public accountant (“CPA”). Prior to Ernst & Young, she was a tax professional at Arthur Young & Company. Ms. Spielman has an MBA from University of Chicago and a Bachelor of Science from Cornell University. Ms. Spielman resides in Delray Beach, Florida, near our Palm Beach market.

The Board has determined that Ms. Spielman is an independent director under the New York Stock Exchange, Inc. listing standards and the Bank’s independence guidelines, as set forth in its Corporate Governance Guidelines.

Ms. Spielman will receive the same compensation as is paid to other non-employee directors of the Bank.

- (b) Jody S. Lindell, a member of the Board of Directors of the Bank, will not stand for re-election at the Bank’s 2017 Annual Meeting of Shareholders. Ms. Lindell will continue to serve for her current term as director, which will end on the date of the Bank’s 2017 Annual Meeting of Shareholders.

Ms. Lindell has served as a director since our divestiture from Bank of America in 2010 and at our predecessor organization since 2003.

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.

Date: March 6, 2017

First Republic Bank

By: /s/ Michael J. Roffler

Name: Michael J. Roffler

Title: Executive Vice President and
Chief Financial Officer