

CORILLIAN CORP
Form 8-K
April 14, 2006

**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): April 10, 2006

CORILLIAN CORPORATION

(Exact name of registrant as specified in its charter)

Commission file number: **0-29291**

Oregon

(State or other jurisdiction of
incorporation
or organization)

91-1795219

(I.R.S. Employer
Identification No.)

**3400 NW John Olsen Place
Hillsboro, Oregon**

(Address of principal executive
offices)

97124

(Zip Code)

Registrant's telephone number, including area code: **(503) 629-3300**

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 (see General Instruction A.2. below):

- ☐ 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

Effective as of April 10, 2006, Corillian's Board of Directors amended Corillian's bylaws to add Section 3.2.1A, which allows for a classified Board of Directors, as determined by resolution of the Board of Directors, whereby the directors would be divided into three classes, with each class standing for election at the annual meeting of shareholders every third year. Corillian's Articles of Incorporation require such a classified Board of Directors in the event that there are more than six directors.

The amendment to the bylaws is filed as an exhibit to this Current Report on Form 8-K and are incorporated into this Item 5.03 by this reference.

Item 9.01. Financial Statements and Exhibits

(c) Exhibits

Exhibit	Description
3.1	Certificate of Amendment to Second Restated Bylaws, dated April 10, 2006

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.

Date: April 14, 2006

CORILLIAN CORPORATION

By: /s/ PAUL K. WILDE
Paul K. Wilde
Chief Financial Officer