

**OFFICE OF THE COMPTROLLER
OF THE CURRENCY
Washington, D.C. 20219**

**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) **June 11, 2009**

BANK OF NAPA, N.A.
(Exact name of registrant as specified in its charter)

United States of America	N/A	20-2314309
(State or other jurisdiction of incorporation)	(Commission File Number)	(IRS Employer Identification No.)

**2007 Redwood Road Suite #101
Napa, California, 94558**
(Address of principal executive offices)

Registrant's telephone number, including area code: **707-257-7777**

BANK OF NAPA, N.A.

Item 5.02(b) Departure of Directors or Principal Officers; Election of Directors;
Appointment of Principal Officers.

On May 27, 2009, the Board of Directors of Bank of Napa elected Malcolm A. Mackenzie as Chairman of the Board. Mr. Mackenzie will replace Richard N. Anderson as Chairman. Mr. Anderson will remain on the Board as a Director.

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.

Bank of Napa, N.A.
(Registrant)

Date: June 11, 2009

By: /s/ M. Thomas LeMasters

M. Thomas LeMasters
President and CEO