

**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) **February 14, 2008**

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 8.01 Other Events

In anticipation of conducting the Bank's Annual Meeting of shareholders in May 2008, shareholders are notified that any proposals intended to be considered by management of the Bank for inclusion in the Bank's Proxy Statement for the 2008 Annual Meeting of Shareholders must be received by the Bank no later than March 15, 2008. The prior deadline noted in the 2007 proxy statement was April 16, 2008. This deadline is being changed because the date of the Bank's Annual Meeting is changing by more than 30 days from the prior year's Annual Meeting.

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: February 14, 2008

By: /s/ M. Thomas LeMasters

M. Thomas LeMasters
Interim President and Chief Executive Officer
Executive Vice President
And Chief Financial Officer