

FEDERAL DEPOSIT INSURANCE CORPORATION

Washington, DC 20429-9900

**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): May 14, 2007

**USA BANK**

(Exact name of registrant as specified in its charter)

New York (State or other jurisdiction of incorporation)	58072 (FDIC Certificate No.)	20-0646362 (IRS Employer Identification No.)
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211 Irving Street, Port Chester, New York (Address of principal executive offices)	10573 (Zip Code)
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Registrant's telephone number, including area code: (914) 939-3700

N/A

(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 (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))

## Section 5 – Corporate Governance and Management

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

- (a) Effective May 14, 2007, Peter Keller resigned as a director of USA Bank (the “Bank”). As of the effective date of Mr. Keller’s resignation, he served as a member of the Loan Committee, the Asset and Liability Committee and the Technology Committee of the Board of Directors of the Bank. Mr. Keller has not furnished the Bank with any written correspondence concerning the circumstances of his resignation.
- (b) Effective May 14, 2007, the Bank also received the resignations of Fred A. DeCaro, Jr. as Chief Executive Officer of the Bank and of Peter Keller as President of the Bank.
- (c) Also effective May 14, 2007, the Board of Directors of the Bank elected Ron Gentile to serve as a director of the Bank and as its President and Chief Executive Officer. It is expected that Mr. Gentile will be elected to serve on the Executive Committee, the Loan Committee, the Asset and Liability Committee and the Technology Committee and as an *ex officio* member of each other committee except for the Audit Committee and the Nominating Committee.

Mr. Gentile served as President and Chief Executive Officer and a director of Community Bank of Orange, Middletown, New York for the period from October 2004 to March 2007. From December 1997 to October 2004, Mr. Gentile served as President and Chief Operating Officer and a director of The Warwick Savings Bank and Warwick Community Bancorporation in Warwick, New York. From April 1990 to December 1997, he served as the Executive Vice President and Chief Operating Officer of The Warwick Savings Bank.

From April 1971 to April 1990, Mr. Gentile served as a Senior Bank Examiner for the Federal Deposit Insurance Corporation.

- (d) Not applicable.
- (e) Not applicable.
- (f) Not applicable.

## 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.

USA BANK

By: PAUL V. ERWIN  
Paul V. Erwin  
Senior Vice President- Chief Financial  
Officer

Date: May 17, 2007

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