

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 2, 2008

USA Bank

(Exact name of registrant as specified in its charter)

New York	58072	20-0646362
(State or other jurisdiction of incorporation)	(FDIC Certificate No.)	(IRS Employer Identification No.)

601 North Main Street, Port Chester, New York	10573
(Address of principal executive offices)	(Zip Code)

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) Not applicable.

(b) Effective May 2, 2008, Fred A. DeCaro, Jr. retired as a director and as Chairman of the Board of the Bank. Such resignation was accepted by the Bank's Board of Directors at its meeting on April 29, 2008.

(c) Not applicable.

(d) Not applicable.

(e) Not applicable.

(f) Not applicable.

Section 8 – Other Events

The Board of Directors has selected Fred A. DeCaro, III as Chairman of the Board and Rocco A. Magnotta and Gene R. Branca as Vice Chairmen of the Board, to become effective upon receipt of approval of the New York State Banking Department and a notice of non-objection from the Federal Deposit Insurance Corporation.

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: /s/ RONALD J. GENTILE
Ronald J. Gentile
President and Chief Executive Officer

Date: May 5, 2008