
FEDERAL DEPOSIT INSURANCE CORPORATION

Washington, D.C. 20429

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): August 5, 2009

Summit State Bank

(Exact name of registrant as specified in its charter)

<u>California</u> (State or other jurisdiction of incorporation)	<u>32203</u> (FDIC Insurance Certificate No.)	<u>94-2878925</u> (IRS Employer Identification Number)
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500 Bicentennial Way <u>Santa Rosa, California</u> (Address of principal executive offices)	<u>95403</u> (Zip Code)
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(707) 568-6000
(Registrant's telephone number, including area code)

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))

Item 5.02. Election of Director, Appointment of Executive Officer and Compensation Arrangements of Certain Officers.

(d) Jim Brush was appointed Director of Summit State Bank on July 27, 2009 by a vote of the Board of Directors. Mr. Brush is 56 years old. He is a current resident of Healdsburg for over 25 years, Jim Brush is extensively engaged in the Healdsburg community, including his past service on the boards for the Healdsburg Educational Foundation, Healdsburg Rotary Club, Healdsburg Museum and Historical Society, and the Healdsburg Arts Council. He is also a current member of the Healdsburg Planning Commission, the Healdsburg Green City Committee, the Healdsburg Boosters Club, as well as the Sonoma County Assessor's Appeals Board.

Item 5.03. Amendments to Articles of Incorporation or Bylaws

Pursuant to the Proxy Statement for the Annual Meeting of Shareholders, on June 29, 2009, the shareholders of the Corporation duly adopted an amendment to Section 2.2 of the By-Laws of this Corporation to read as follows.

Section 2.2. Number of Directors.

The authorized number of directors shall be not less than eight nor more than fifteen, the exact number within such minimum and maximum limits to be fixed and determined from time to time by resolution of a majority of the full Board or by resolution of a majority of the shareholders at any meeting thereof. Directors need not be shareholders of the Corporation. Notwithstanding anything in these Bylaws to the contrary, for so long as the Series A Fixed Rate Non-Cumulative Perpetual Preferred Stock (the "Designated Preferred Stock") is outstanding: (i) whenever, at any time or times, dividends payable on the shares of Designated Preferred Stock have not been paid for an aggregate of six quarterly Dividend Periods (as defined in the Certificate of Determination for the Designated Preferred Stock) or more, whether or not consecutive, the authorized number of directors shall automatically be increased by two (but shall in no event be increased to a number of directors that is greater than the maximum number of directors set forth in Section 2.2 of these Bylaws); and (ii) this sentence may not be modified, amended or repealed by the board of directors (or any committee thereof) or without the affirmative vote and approval of (x) the shareholders and (y) the holders of at least a majority of the shares of Designated Preferred Stock outstanding at the time of such vote and approval.

SIGNATURE

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.

Dated: August 5, 2009

SUMMIT STATE BANK

By: /s/ Dennis E. Kelley
Dennis Kelley
*Senior Vice President
and Chief Financial Officer
(Duly Authorized Officer)*