

BAY NATIONAL CORP  
Form 8-K  
January 20, 2006

UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

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): January 20, 2006

Bay National Corporation  
(Exact Name of Registrant as Specified in its Charter)

Maryland (State of Incorporation)      333-87781 (Commission File Number)      52-2176710 (I.R.S. Employer Identification No.)

2328 West Joppa Road  
Lutherville, Maryland (Address of Principal Executive Offices)      21093 (Zip Code)

Registrant's Telephone Number, Including Area Code: 410/494-2580

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 communication 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. DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF PRINCIPAL OFFICERS

On January 20, 2006, Bay National Corporation received notice that one of its Directors, Carroll A. Bodie, will resign from the Board of Directors effective as of January 24, 2006.

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.

BAY NATIONAL CORPORATION

Date: January 20, 2006

By: /s/ Hugh W. Mohler  
Hugh W. Mohler, President

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