

CENTRAL VALLEY COMMUNITY BANCORP
Form 8-K
July 19, 2004

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): July 19, 2004

Central Valley Community Bancorp

(Exact Name of Registrant as Specified in Charter)

California

(State or Other
Jurisdiction of Incorporation)

000-31977

(Commission File Number)

77-0539125

(IRS Employer
Identification No.)

600 Pollasky, Clovis, CA

(Address of Principal Executive Offices)

93612

(Zip Code)

Registrant's telephone number, including area code: **(559) 298-1775**

(Former Name or Former Address, if Changed Since Last Report)

Not Applicable

Item 5. Other Events and Regulation FD Disclosure

On July 19, 2004, Central Valley Community Bancorp announced that it has entered into a Definitive Agreement and Plan of Reorganization and Merger with Bank of Madera County pursuant to which Bank of Madera County will merge into Central Valley Community Bancorp and Bank of Madera County will become banking offices of the sole subsidiary of Central Valley Community Bancorp, Central Valley Community Bank. The Definitive Agreement and the press release, issued on July 19, 2004, regarding the transaction discussed above appear as exhibits to this report.

Item 7. Financial Statements and Exhibits

(c) Exhibits

2.1 The Definitive Agreement and Plan of Reorganization and Merger by and between Central Valley Community Bancorp and Bank of Madera County dated July 19, 2004.

99.1 Central Valley Community Bancorp press release dated July 19, 2004 announcing the agreement and plan of reorganization and merger by and between Central Valley Community Bancorp and Bank of Madera County.

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.

Central Valley Community Bancorp

Date: July 19, 2004

By: /s/Daniel J. Doyle

Name: Daniel J. Doyle

Title: President and Chief Executive Officer (principal executive officer)

EXHIBIT INDEX

| Exhibit No. | Description |
|------------------------|---|
| 2.1 | The Definitive Agreement and Plan of Reorganization and Merger by and between Central Valley Community Bancorp and Bank of Madera County dated July 19, 2004. |
| | Exhibits and Schedules to Definitive Agreement and Plan of Reorganization and Merger |
| | Exhibits |
| | <u>Exhibit 1</u> |
| Exhibit 2.1 | <u>Definitions</u> Form of Merger Agreement |
| Exhibit 5.3 | Form of Affiliate Agreements |
| Exhibit 7.2.7 | Form of Shareholder Agreements |
| Exhibit 7.2.8 | Nonsolicitation and Confidentiality Agreement |
| | Schedules |
| Schedule 3.2 | Licenses and Permits |
| Schedule 3.3 | Subsidiaries |
| Schedule 3.4 | Authorization of Agreement; No Conflicts |
| Schedule 3.8 | Applicable Laws |
| Schedule 3.9 | Litigation |
| Schedule 3.10 | Agreements with Banking Authorities |
| Schedule 3.11 | Insurance Policies |
| Schedule 3.12 | Title Exceptions |
| Schedule 3.13 | Real Property |
| Schedule 3.14 | Tax Matters |
| Schedule 3.15 | Performance of Obligations |
| Schedule 3.16 | Loans and Investments |
| Schedule 3.18 | Material Contracts |
| Schedule 3.20 | Undisclosed Liabilities |
| Schedule 3.21 | Employees; Employee Benefit Plans; ERISA |
| Schedule 3.23 | Hazardous Materials |
| Schedule 3.24 | Stock Option Plans |
| Schedule 3.25 | Parachute Payments |
| Schedule 4.2 | Licenses and Permits |
| Schedule 4.3 | Authorization of Agreement; No Conflicts |
| Schedule 4.7 | Compliance with Laws |
| Schedule 4.8 | Litigation |
| Schedule 4.10 | Performance of Obligations |
| Schedule 4.12 | Undisclosed Liabilities |
| Schedule 5.9 | Employees; Employee Benefits |
| Schedule 7.2.8 | Certain Officers |

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99.1 Central Valley Community Bancorp press release dated July 19, 2004 announcing the agreement and plan of reorganization and merger by and between Central Valley Community Bancorp and Bank of Madera County.