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Bank of Marin Bancorp Form 8-K July 03, 2012

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) June 29, 2012

Bank of Marin Bancorp

(Exact name of Registrant as specified in its charter)

California 001-33572 20-8859754

(State or other jurisdiction of incorporation) (File number) (I.R.S. Employer Identification No.)

504 Redwood Blvd., Suite 100, Novato, CA 94947 (Address of principal executive office) (Zip Code)

Registrant's telephone number, including area code: (415) 763-4520

Not Applicable

(Former name or former address, if changes since last report)

Check the appropriate box below if the Form 8-K filing is to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- "Written communications pursuant to Rule 425 under the Securities Act (17CFR 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))

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Section 5 - Corporate Governance and Management

Item 5.02 Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers

(d) Appointment of Director

On June 29, 2012 Bank of Marin Bancorp ("Bancorp") announced that its Board of Directors appointed Ms. Michaela Rodeno as a new director effective July 2, 2012.

A copy of the press release dated July 3, 2012, announcing the appointment of Ms. Michaela Rodeno to the Board is attached hereto as Exhibit 99.1.

Section 9 - Financial Statements and Exhibits

Item 9.01 Financial Statements and Exhibits

(d) Exhibits.

Press Release, dated as of July 3, 2012, of the Bank

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.

Date: 7/3/2012 BANK OF MARIN BANCORP

Christina J. Cook
Executive Vice President
and Chief Financial Officer

By: /s/ Christina J. Cook

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EXHIBIT INDEX

Exhibit No. Description

99.1 Press Release dated July 3, 2012