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CODORUS VALLEY BANCORP INC  
Form 8-K  
July 27, 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 - July 26, 2006

CODORUS VALLEY BANCORP, INC.  
(Exact name of registrant as specified in its charter)

Pennsylvania  
(State or other  
jurisdiction of  
of incorporation)

0-15536  
(Commission File  
Number)

23-2428543  
(IRS Employer  
Number)

105 Leader Heights Road  
P.O. Box 2887  
York, Pennsylvania  
(Address of principal executive offices)

17405-2887  
(Zip code)

717-747-1519  
(Registrant's telephone number including area code)

N/A  
(Former name or 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:

- Written communications pursuant to Rule 425 under Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under 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))

Page 1 of 3 sequentially numbered pages in manually signed copy

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ITEM 5.02 DEPARTURE OF DIRECTORS OR PRINCIPAL OFFICERS; ELECTION OF DIRECTORS;  
APPOINTMENT OF PRINCIPAL OFFICERS.

- (d) On July 25, 2006, William H. Simpson was appointed as a Class B Director to the Boards of Directors of Codorus Valley Bancorp, Inc. and PeoplesBank, A Codorus Valley Company. Mr. Simpson is currently Vice Chairmen of Susquehanna Real Estate Co. and previously served as President and Chief Executive Officer of the Susquehanna Pfaltzgraff Co. He is a director of York-based New Standard Corp., Tighe Industries, and Pace Resources, Inc. and is also actively involved in leadership roles with many civic and charitable organizations. A decision has not been made at the time as to which board committees Mr. Simpson may be assigned.

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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.

Codorus Valley Bancorp, Inc.  
(Registrant)

Date: July 26, 2006

/s/ Larry J. Miller

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Larry J. Miller  
President and Chief Executive Officer  
(Principal Executive Officer)

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