

**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): November 12, 2019

U.S. BANCORP
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of incorporation)

1-6880
(Commission
file number)

41-0255900
(IRS Employer
Identification No.)

800 Nicollet Mall
Minneapolis, Minnesota 55402
(Address of principal executive offices, including zip code)

(651) 466-3000
(Registrant's telephone number, including area code)

Not Applicable
(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:

- 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))

Securities registered pursuant to Section 12(b) of the Act:

<u>Title of each class</u>	<u>Trading symbol</u>	<u>Name of each exchange on which registered</u>
Common Stock, \$.01 par value per share	USB	New York Stock Exchange
Depository Shares (each representing 1/100th interest in a share of Series A Non-Cumulative Perpetual Preferred Stock, par value \$1.00)	USB PrA	New York Stock Exchange
Depository Shares (each representing 1/1,000th interest in a share of Series B Non-Cumulative Perpetual Preferred Stock, par value \$1.00)	USB PrH	New York Stock Exchange
Depository Shares (each representing 1/1,000th interest in a share of Series F Non-Cumulative Perpetual Preferred Stock, par value \$1.00)	USB PrM	New York Stock Exchange
Depository Shares (each representing 1/1,000th interest in a share of Series H Non-Cumulative Perpetual Preferred Stock, par value \$1.00)	USB PrO	New York Stock Exchange
Depository Shares (each representing 1/1,000th interest in a share of Series K Non-Cumulative Perpetual Preferred Stock, par value \$1.00)	USB PrP	New York Stock Exchange
0.850% Medium-Term Notes, Series X (Senior), due June 7, 2024	USB/24B	New York Stock Exchange

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On November 14, 2019, U.S. Bancorp (the “Company”) announced the appointment of Lisa R. Stark, the Company’s Senior Vice President and Assistant Controller, to the position of Executive Vice President and Controller. Ms. Stark will succeed Craig E. Gifford as the Company’s principal accounting officer. Mr. Gifford will remain with the Company in another senior role.

Ms. Stark, 42, has served in several roles in the Company’s finance and risk functions since 2008, including as director of external reporting and most recently as assistant controller.

Ms. Stark will receive a base salary in her new position of \$310,000, and she will be eligible for an annual cash incentive award with a target value of 80% of her base salary. She will also be eligible to receive a long-term incentive award of a value commensurate with her position, to be granted in early 2020. Ms. Stark will receive health and other benefits on the same basis as the Company’s other employees.

Ms. Stark and certain of her family members have engaged in lending and other ordinary banking transactions with our banking subsidiaries. All loans and loan commitments and any transactions involving other financial products and services in connection with these transactions were made in the ordinary course of business, on substantially the same terms, including current interest rates and collateral, as those prevailing at the time for comparable transactions with others not related to our banking and investment subsidiaries and did not involve more than the normal risk of collectibility or present other unfavorable features.

A copy of the press release issued by the Company on November 14, 2019, for this announcement is filed as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits.

99.1 [Press release dated November 14, 2019.](#)

104 Cover Page Interactive Data File (embedded within the Inline XBRL document)

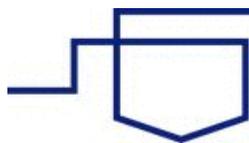
SIGNATURE

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.

U.S. BANCORP

By: /s/ James L. Chosy
James L. Chosy
Executive Vice President and General Counsel

Date: November 15, 2019



U.S. Bank appoints Lisa Stark as company controller, as Craig Gifford assumes new enterprise-wide role

MINNEAPOLIS (November 14, 2019) – U.S. Bank announced today that Lisa Stark has been named its corporate controller as incumbent Craig Gifford has assumed an enterprise-wide role leading the company's new strategic infrastructure operations team. These changes will be effective this month.

"Lisa is a dedicated professional who understands financial services and embodies our core values," said Terry Dolan, vice chairman and chief financial officer of U.S. Bank. "She has contributed significantly to our success during the past 11 years, most recently serving as our assistant controller, and we are pleased she has accepted this new leadership opportunity."

A respected leader with more than 20 years of financial services experience, Stark joined U.S. Bank in 2008. Prior to her work with the company, she spent a decade at the firm of LarsonAllen, achieving the rank of principal. Stark is a Minnesota resident and earned her master's of business administration degree at the University of Minnesota Carlson School of Management and her bachelor's degree in accounting from St. Cloud State University. She is a certified public accountant, and she is active in the community. Stark volunteers with United Heroes League and serves as a vice chair on the St. Cloud State University Advisory Council.

Gifford has served as controller since 2010. In his new role as executive vice president of infrastructure operations, he will oversee corporate real estate, procurement, physical assets, insurance, and emerging market strategy and report to Kate Quinn, vice chairman and chief administrative officer.

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About U.S. Bank

U.S. Bancorp, with 74,000 employees and \$488 billion in assets as of September 30, 2019, is the parent company of U.S. Bank National Association, the fifth-largest commercial bank in the United States. The Minneapolis-based bank blends its relationship teams, branches and ATM network with mobile and online tools that allow customers to bank how, when and where they prefer. U.S. Bank is committed to serving its millions of retail, business, wealth management, payment, commercial and corporate, and investment services customers across the country and around the world as a trusted financial partner, a commitment recognized by the Ethisphere Institute naming the bank a 2019 World's Most Ethical Company. Visit U.S. Bank at usbank.com or follow on social media to stay up to date with company news.

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