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

FORM 10-Q

☒ QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the quarterly period ended March 31, 2022

OR

☐ TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

For the transition period from _______ to _______

PathFinder BANCORP, INC.

(Exact Name of Company as Specified in its Charter)

Maryland	001-36695	38-3941859
(State of Other Jurisdiction of Incorporation)	(Commission File No.)	(I.R.S. Employer Identification No.)

214 West First Street, Oswego, NY 13126
(Address of Principal Executive Office) (Zip Code)

(315) 343-0057
(Issuer's Telephone Number including area code)

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

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, $0.01 par value	PBHC	The NASDAQ Stock Market LLC

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days.
YES ☒ NO ☐

Indicate by check mark whether the registrant has submitted electronically Interactive Data File required to be submitted pursuant to Rule 405 of Regulation S-T (§232.405 of this Chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit such files).
YES ☒ NO ☐

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, a smaller reporting company or an emerging growth company. See definitions of "large accelerated filer," "accelerated filer", "smaller reporting company" and "emerging growth company" in Rule 12b-2 of the Exchange Act.

Large accelerated filer ☐ Accelerated filer ☐ Non-accelerated filer ☒ Smaller reporting company ☒ 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. ☐

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). YES ☐ NO ☒

As of May 13, 2022, there were 4,603,184 shares outstanding of the registrant's Voting common stock and 1,380,283 shares outstanding of the registrant's Series A Non-Voting common stock.

PATHFINDER BANCORP, INC.
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PART I - FINANCIAL INFORMATION
Item 1 – Consolidated Financial Statements

Pathfinder Bancorp, Inc.
Consolidated Statements of Condition
(Unaudited)

(In thousands, except share and per share data)	March 31, 2022	December 31, 2021
ASSETS:		
Cash and due from banks (including restricted balances of $1,600 and $1,600, respectively)	$ 13,734	$ 13,856
Interest-earning deposits	23,450	23,293
Total cash and cash equivalents	37,184	37,149
Available-for-sale securities, at fair value	198,130	190,598
Held-to-maturity securities, at amortized cost (fair value of $164,791 and $162,805, respectively)	167,997	160,923
Marketable equity securities, at fair value	1,230	677
Federal Home Loan Bank stock, at cost	3,533	4,189
Loans	854,922	831,946
Loans held-for-sale	679	513
Less: Allowance for loan losses	13,017	12,935
Loans receivable, net	842,584	819,524
Premises and equipment, net	21,910	21,659
Operating lease right-of-use assets	2,102	2,136
Accrued interest receivable	4,740	4,520
Intangible assets, net	112	117
Goodwill	4,536	4,536
Bank owned life insurance	23,585	23,423
Other assets	20,773	15,726
Total assets	$ 1,328,416	$ 1,285,177
LIABILITIES AND SHAREHOLDERS' EQUITY:		
Deposits:		
Interest-bearing	$ 909,345	$ 863,488
Noninterest-bearing	204,732	191,858
Total deposits	1,114,077	1,055,346
Short-term borrowings	2,500	12,500
Long-term borrowings	60,021	64,598
Subordinated loans	29,604	29,563
Accrued interest payable	122	106
Operating lease liabilities	2,409	2,440
Other liabilities	10,237	9,991
Total liabilities	1,218,970	1,174,544
Shareholders' equity:		
Voting common stock, par value $0.01; 25,000,000 authorized shares; 4,603,184 and 4,603,184 shares issued and outstanding, respectively	46	46
Non-Voting common stock, par value $0.01; 1,505,283 authorized shares; 1,380,283 and 1,380,283 shares issued and outstanding, respectively	14	14
Additional paid in capital	51,151	51,044
Retained earnings	63,352	60,946
Accumulated other comprehensive loss	(5,058)	(1,268)
Unearned ESOP	(450)	(495)
Total Pathfinder Bancorp, Inc. shareholders' equity	109,055	110,287
Noncontrolling interest	391	346
Total equity	109,446	110,633
Total liabilities and shareholders' equity	$ 1,328,416	$ 1,285,177

The accompanying notes are an integral part of the consolidated financial statements.

Pathfinder Bancorp, Inc.
Consolidated Statements of Income
(Unaudited)

(In thousands, except per share data)	For the three months ended March 31, 2022	March 31, 2021
Interest and dividend income:		
Loans, including fees	$ 8,692	$ 8,847
Debt securities:		
Taxable	2,120	1,976
Tax-exempt	118	29
Dividends	48	87
Federal funds sold and interest earning deposits	4	3
Total interest and dividend income	10,982	10,942
Interest expense:		
Interest on deposits	965	1,527
Interest on short-term borrowings	5	3
Interest on long-term borrowings	133	295
Interest on subordinated loans	412	557
Total interest expense	1,515	2,382
Net interest income	9,467	8,560
Provision for loan losses	102	1,028
Net interest income after provision for loan losses	9,365	7,532
Noninterest income:		
Service charges on deposit accounts	259	331
Earnings and gain on bank owned life insurance	162	125
Loan servicing fees	117	90
Net losses on sales and redemptions of investment securities	(6)	-
Gains on marketable equity securities	68	234
Net gains on sales of loans and foreclosed real estate	63	120
Net gains on sale of premises and equipment	-	201
Debit card interchange fees	228	221
Insurance agency revenue	299	280
Other charges, commissions & fees	413	243
Total noninterest income	1,603	1,845
Noninterest expense:		
Salaries and employee benefits	4,049	3,341
Building and occupancy	826	793
Data processing	550	676
Professional and other services	393	417
Advertising	187	246
FDIC assessments	222	198
Audits and exams	141	202
Insurance agency expense	204	206
Community service activities	62	88
Foreclosed real estate expenses	13	6
Other expenses	605	463
Total noninterest expense	7,252	6,636
Income before income taxes	3,716	2,741
Provision for income taxes	721	549
Net income attributable to noncontrolling interest and Pathfinder Bancorp, Inc.	2,995	2,192
Net income attributable to noncontrolling interest	45	38
Net income attributable to Pathfinder Bancorp Inc.	2,950	2,154
Voting Earnings per common share - basic	$ 0.49	$ 0.36
Voting Earnings per common share - diluted	$ 0.49	$ 0.36
Series A Non-Voting Earnings per common share- basic	$ 0.49	$ -
Series A Non-Voting Earnings per common share - diluted	$ 0.49	$ -
Dividends per common share (Voting and Series A Non-Voting)	$ 0.09	$ 0.07

The accompanying notes are an integral part of the consolidated financial statements.

Pathfinder Bancorp, Inc.
Consolidated Statements of Comprehensive (Loss) Income
(Unaudited)

(In thousands)	For the three months ended March 31, 2022	March 31, 2021
Net Income	$ 2,995	$ 2,192
Other Comprehensive Income (Loss)		
Retirement Plans:		
Retirement plan net losses recognized in plan expenses	1	26
Unrealized holding (losses) gains on available-for-sale securities:		
Unrealized holding (losses) gains arising during the period	(5,782)	366
Net unrealized (losses) gains on available-for-sale securities	(5,782)	366
Derivatives and hedging activities:		
Unrealized holding gains arising during the period	650	234
Net unrealized gains on derivatives and hedging activities	650	234
Accretion of net unrealized loss on securities transferred to held-to-maturity	-	7
Other comprehensive (loss) income, before tax	(5,131)	633
Tax effect	1,341	(165)
Other comprehensive (loss) income, net of tax	(3,790)	468
Comprehensive (loss) income	$ (795)	$ 2,660
Comprehensive income, attributable to noncontrolling interest	$ 45	$ 38
Comprehensive (loss) income attributable to Pathfinder Bancorp, Inc.	$ (840)	$ 2,622
Tax Effect Allocated to Each Component of Other Comprehensive Income (Loss)		
Retirement plan net losses recognized in plan expenses	$ -	$ (7)
Unrealized holding gains (losses) on available-for-sale securities arising during the period	1,511	(95)
Unrealized gains on derivatives and hedging arising during the period	(170)	(61)
Accretion of net unrealized loss on securities transferred to held-to-maturity	-	(2)
Income tax effect related to other comprehensive income (loss)	$ 1,341	$ (165)

The accompanying notes are an integral part of the consolidated financial statements.

Pathfinder Bancorp, Inc.
Consolidated Statements of Changes in Shareholders' Equity
Three months ended March 31, 2022 and March 31, 2021
(Unaudited)

(In thousands, except share and per share data)	Preferred Stock	Common Stock	Non-Voting Common Stock	Additional Paid in Capital	Retained Earnings	Accumulated Other Comprehensive Loss	Unearned ESOP	Non-controlling Interest	Total
Balance, January 1, 2022	$ -	$ 46	$ 14	$ 51,044	$ 60,946	$ (1,268)	$ (495)	$ 346	$ 110,633
Net income	-	-	-	-	2,950	-	-	45	2,995
Other comprehensive income, net of tax	-	-	-	-	-	(3,790)	-	-	(3,790)
ESOP shares earned (6,111 shares)	-	-	-	63	-	-	45	-	108
Stock based compensation	-	-	-	44	-	-	-	-	44
Common stock dividends declared ($0.09 per share)	-	-	-	-	(409)	-	-	-	(409)
Non-Voting common stock dividends declared ($0.09 per share)	-	-	-	-	(124)	-	-	-	(124)
Warrant dividends declared ($0.09 per share)	-	-	-	-	(11)	-	-	-	(11)
Balance, March 31, 2022	$ -	$ 46	$ 14	$ 51,151	$ 63,352	$ (5,058)	$ (450)	$ 391	$ 109,446
Balance, January 1, 2021	$ 14	$ 45	$ -	$ 50,024	$ 50,284	$ (2,236)	$ (675)	$ 266	$ 97,722
Net income	-	-		-	2,154	-	-	38	2,192
Other comprehensive income, net of tax	-	-	-	-	-	468	-	-	468
ESOP shares earned (6,111 shares)	-	-	-	37	-	-	45	-	82
Stock based compensation	-	-	-	93	-	-	-	-	93
Stock options exercised	-	-	-	104	-	-	-	-	104
Common stock dividends declared ($0.07 per share)	-	-	-	-	(312)	-	-	-	(312)
Preferred stock dividends declared ($0.07 per share)	-	-	-	-	(97)	-	-	-	(97)
Warrant dividends declared ($0.07 per share)	-	-	-	-	(9)	-	-	-	(9)
Balance, March 31, 2021	$ 14	$ 45	$ -	$ 50,258	$ 52,020	$ (1,768)	$ (630)	$ 304	$ 100,243

The accompanying notes are an integral part of the consolidated financial statements.

Pathfinder Bancorp, Inc.
Consolidated Statements of Cash Flows
(Unaudited)

(In thousands)	For the three months ended March 31, 2022	2021
OPERATING ACTIVITIES		
Net income attributable to Pathfinder Bancorp, Inc.	$ 2,950	$ 2,154
Adjustments to reconcile net income to net cash flows from operating activities:		
Provision for loan losses	102	1,028
Amortization of operating leases	3	4
Proceeds from sales of loans	2,782	2,840
Originations of loans held-for-sale	(2,885)	(1,631)
Realized losses (gains) on sales, redemptions and calls of:		
Loans	(63)	(120)
Available-for-sale investment securities	6	-
Marketable equity securities	(68)	(234)
Depreciation	384	453
Amortization of mortgage servicing rights	(5)	(7)
Amortization of deferred loan costs	188	328
Amortization of deferred financing from subordinated debt	41	43
Earnings on bank owned life insurance	(162)	(125)
Net amortization of premiums and discounts on investment securities	702	430
Amortization of intangible assets	5	4
Stock based compensation and ESOP expense	152	175
Net change in accrued interest receivable	(220)	(169)
Net change in other assets and liabilities	189	(1,699)
Net cash flows from operating activities	4,101	3,474
INVESTING ACTIVITIES		
Purchase of investment securities available-for-sale	(21,026)	(52,064)
Purchase of investment securities held-to-maturity	(13,957)	(9,131)
Purchase of Federal Home Loan Bank stock	(29)	(903)
Proceeds from redemption of Federal Home Loan Bank stock	685	702
Purchase of marketable securities	(504)	-
Proceeds from maturities and principal reductions of investment securities available-for-sale	4,174	19,671
Proceeds from maturities and principal reductions of investment securities held-to-maturity	6,736	13,605
Proceeds from sales, redemptions and calls of:		
Available-for-sale investment securities	-	500
Held-to-maturity investment securities	50	1,051
Marketable equity securities	19	-
Purchase of bank owned life insurance	-	(5,000)
Net change in loans	(23,350)	(40,252)
Purchase of premises and equipment	(635)	(411)
Proceeds from sale of premises and equipment	-	231
Net cash outflows from investing activities	(47,837)	(72,001)
FINANCING ACTIVITIES		
Net change in demand deposits, NOW accounts, savings accounts, money management deposit accounts, MMDA accounts and escrow deposits	54,191	73,422
Net change in time deposits	4,616	5,414
Net change in brokered deposits	(76)	(5,835)
Net change in short-term borrowings	(10,000)	-
Payments on long-term borrowings	(5,227)	-
Proceeds from long-term borrowings	650	4,450
Proceeds from exercise of stock options	-	104

Cash dividends paid to common voting shareholders		(322)		(271)
Cash dividends paid to common non-voting shareholders		(97)		-
Cash dividends paid to preferred shareholders		-		(83)
Cash dividends paid on warrants		(9)		(8)
Change in noncontrolling interest, net		45		38
Net cash flows from financing activities		43,771		77,232
Change in cash and cash equivalents		35		8,705
Cash and cash equivalents at beginning of period		37,149		43,464
Cash and cash equivalents at end of period	$	37,184	$	52,169
CASH PAID DURING THE PERIOD FOR:				
Interest	$	1,499	$	2,383
Income taxes		-		5
RESTRICTED CASH				
Collateral deposits for hedge position included in cash and due from banks		1,600		1,600

The accompanying notes are an integral part of the consolidated financial statements.

Note 1: Basis of Presentation

The accompanying unaudited consolidated financial statements of Pathfinder Bancorp, Inc., (the “Company”), Pathfinder Bank (the “Bank”) and its other wholly owned subsidiaries have been prepared in accordance with accounting principles generally accepted in the United States of America for interim financial information, the instructions for Form 10-Q and Article 8 of Regulation S-X. Accordingly, they do not include all of the information and footnotes necessary for a complete presentation of consolidated financial condition, results of operations and cash flows in conformity with generally accepted accounting principles. In the opinion of management, all adjustments, consisting of normal recurring accruals considered necessary for a fair presentation, have been included. Certain amounts in the 2021 consolidated financial statements may have been reclassified to conform to the current period presentation. These reclassifications had no effect on net income or comprehensive income as previously reported. Operating results for the three months ended March 31, 2022 are not necessarily indicative of the results that may be expected for the full year ending December 31, 2022 or any other interim period.

The Company's consolidated financial statements are prepared in accordance with accounting principles generally accepted in the United States and follow practices within the banking industry. Application of these principles requires management to make estimates, assumptions, and judgments that affect the amounts reported in the consolidated financial statements and accompanying notes. These estimates, assumptions, and judgments are based on information available as of the date of the financial statements; accordingly, as this information changes, the financial statements could reflect different estimates, assumptions, and judgments. Certain accounting policies inherently have a greater reliance on the use of estimates, assumptions, and judgments and as such have a greater possibility of producing results that could be materially different than originally reported. Estimates, assumptions, and judgments are necessary when assets and liabilities are required to be recorded at fair value or when an asset or liability needs to be recorded contingent upon a future event. Carrying assets and liabilities at fair value inherently results in more financial statement volatility. The fair values and information used to record valuation adjustments for certain assets and liabilities are based on quoted market prices or are provided by unaffiliated third-party sources, when available. When third party information is not available, valuation adjustments are estimated in good faith by management.

Although the Company owns, through its subsidiary Pathfinder Risk Management Company, Inc., 51% of the membership interest in FitzGibbons Agency, LLC (“Agency”), the Company is required to consolidate 100% of the Agency within the consolidated financial statements. The 49% of which the Company does not own is accounted for separately as noncontrolling interests within the consolidated financial statements.

Note 2: New Accounting Pronouncements

The Financial Accounting Standards Board (“FASB”) and, to a lesser extent, other authoritative rulemaking bodies promulgate generally accepted accounting principles (“GAAP”) to regulate the standards of accounting in the United States. From time to time, the FASB issues new GAAP standards, known as Accounting Standards Updates (“ASUs”) some of which, upon adoption, may have the potential to change the way in which the Company recognizes or reports within its consolidated financial statements. The following table provides a description of the accounting standards that are not currently effective, but could have an impact on the Company's consolidated financial statements upon adoption.

Standards Adopted as of March 31, 2022

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Leases- Topic 842 (*ASU 2021-05)*	The amendments in this Update affect lessors with lease contracts that (1) have variable lease payments that do not depend on a reference index or a rate and (2) would have resulted in the recognition of a selling loss at lease commencement if classified as sales-type or direct financing. The amendment requires that a lessor determine whether a lease should be classified as a sales-type lease or a direct financing lease at lease commencement on the basis of specified classification criteria (see paragraphs 842-10-25-2 through 25-3). Under ASC 842, a lessor is not permitted to estimate most variable payments and must exclude variable payments that are not estimated and do not depend on a reference index or a rate from the lease receivable. Subsequently, those excluded variable payments are recognized entirely as lease income when the changes in facts and circumstances on which those variable payments are based occur. Consequently, the net investment in the lease for a sales-type lease or a direct financing lease with variable payments of a certain magnitude that do not depend on a reference index or a rate may be less than the carrying amount of the underlying asset derecognized at lease commencement. As a result, the lessor recognizes a selling loss at lease commencement (hereinafter referred to as a day-one loss) even if the lessor expects the arrangement to be profitable overall. The amendments in this Update address stakeholders' concerns by amending the lease classification requirements for lessors to align them with practice under ASC 840. Lessors should classify and account for a lease with variable lease payments that do not depend on a reference index or a rate as an operating lease if both of the following criteria are met: (1) The lease would have been classified as a sales-type lease or a direct financing lease in accordance with the classification criteria in paragraphs 842-10-25-2 through 25-3 and (2) The lessor would have otherwise recognized a day-one loss. When a lease is classified as operating, the lessor does not recognize a net investment in the lease, does not derecognize the underlying asset, and, therefore, does not recognize a selling profit or loss. The leased asset continues to be subject to the measurement and impairment requirements under other applicable GAAP before and after the lease transaction.	The amendments in this Update amend Topic 842, which has different effective dates for public business entities and most entities other than public business entities. The amendments are effective for fiscal years beginning after December 15, 2021, for all entities, and interim periods within those fiscal years for public business entities and interim periods within fiscal years beginning after December 15, 2022, for all other entities.	The adoption of this ASU is currently not expected to have a material impact to the Company's consolidated statements of condition or income.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Earnings Per Share, Debt Modifications and Extinguishments, Stock Compensation, and Derivatives and Hedging- Contacts in Entity's own Equity (ASU 2021-04)	The amendments in this Update affect all entities that issue freestanding written call options that are classified in equity. Specifically, the amendments affect those entities when a freestanding equity-classified written call option is modified or exchanged and remains equity classified after the modification or exchange. The amendments that relate to the recognition and measurement of EPS for certain modifications or exchanges of freestanding equity-classified written call options affect entities that present EPS in accordance with the guidance in Topic 260, Earnings Per Share. The amendments in this Update do not apply to modifications or exchanges of financial instruments that are within the scope of another Topic. That is, accounting for those instruments continues to be subject to the requirements in other Topics. The amendments in this Update do not affect a holder‘s accounting for freestanding call options.	The amendments in this Update are effective for all entities for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. An entity should apply the amendments prospectively to modifications or exchanges occurring on or after the effective date of the amendments. Early adoption is permitted for all entities, including adoption in an interim period. If an entity elects to early adopt the amendments in this Update in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes that interim period.	The adoption of this ASU had no impact to the Company's consolidated statements of condition or income as the Company does not have any freestanding equities with a written call option.

Standards Not Yet Adopted as of March 31, 2022

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Measurement of Credit Losses on Financial Instruments *(ASU 2016-13: Financial Instruments—Credit Losses [Topic 326]: Measurement of Credit Losses on Financial Instruments)*	The amended guidance replaces the current incurred loss model for determining the allowance for credit losses. The guidance requires financial assets measured at amortized cost to be presented at the net amount expected to be collected. The allowance for credit losses will represent a valuation account that is deducted from the amortized cost basis of the financial assets to present their net carrying value at the amount expected to be collected. The income statement will reflect the measurement of credit losses for newly recognized financial assets as well as expected increases or decreases of expected credit losses that have taken place during the period. When determining the allowance, expected credit losses over the contractual term of the financial asset(s) (taking into account prepayments) will be estimated considering relevant information about past events, current conditions, and reasonable and supportable forecasts that affect the collectability of the reported amount. The amended guidance also requires recording an allowance for credit losses for purchased financial assets with a more-than-insignificant amount of credit deterioration since origination. The initial allowance for these assets will be added to the purchase price at acquisition rather than being reported as an expense. Subsequent changes in the allowance will be recorded through the income statement as an expense adjustment. In addition, the amended guidance requires credit losses relating to available-for-sale debt securities to be recorded through an allowance for credit losses. The calculation of credit losses for available-for-sale securities will be similar to how it is determined under existing guidance.	January 1, 2023 (early adoption permitted as of January 1, 2019)	The Company is assessing new guidance to determine what modifications to existing credit estimation processes may be required. The new guidance is complex and management is evaluating preliminary output from models that have been developed during this evaluative phase. In addition, future levels of allowances will also reflect new requirements to include estimated credit losses on investment securities classified as held-to-maturity, if any. The Company has formed an Implementation Committee, whose membership includes representatives of senior management, to develop plans that will encompass: (1) internal methodology changes (2) data collection and management activities, (3) internal communication requirements, and (4) estimation of the projected impact of this guidance. It has been generally assumed that the conversion from the incurred loss model, required under current GAAP, to the current expected credit loss (CECL) methodology (as required upon implementation of this Update) will, more likely than not, result in increases to the allowances for credit losses at many financial institutions. However, the amount of any change in the allowance for credit losses resulting from the new guidance will ultimately be impacted by the provisions of this guidance as well as by the loan and debt security portfolios composition and asset quality at the adoption date, and economic conditions and forecasts at the time of adoption. The amendments in this Update should be applied on a modified retrospective basis by means of a cumulative-effect adjustment to the opening retained earnings balance in the statement of financial position as of the date of adoption. The cumulative impact of the economic effects of the COVID-19 pandemic on the changes to the allowance for loan losses, that will be required upon the implementation of the CECL methodology, cannot be estimated at this time.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Transition Relief for the Implementation of ASU-2016-13 *(ASU 2019-5: Financial Instruments—Credit Losses [Topic 326]: Targeted Transition Relief)*	The amendments in this ASU provide entities that have certain instruments within the scope of Subtopic 326-20, *Financial Instruments—Credit Losses—Measured at Amortized Cost*, with an option to irrevocably elect the fair value option in Subtopic 825-10, *Financial Instruments—Overall*, applied on an instrument-by-instrument basis for eligible instruments, upon adoption of Topic 326. The fair value option election does not apply to held-to-maturity debt securities. An entity that elects the fair value option should subsequently apply the guidance in Subtopics 820-10, *Fair Value Measurement—Overall*, and 825-10. General guidance for the use of the fair value option is contained in Subtopic 825-10. The irrevocable election of the fair value option must be applied on an instrument-by-instrument basis for eligible instruments, whose characteristics are within the scope of Subtopic 326-20. Upon adoption of Topic 326, for items measured at fair value in accordance with paragraph 326-10-65-1(i), the difference between the carrying amount and the fair value shall be recorded by means of a cumulative-effect adjustment to the opening retained earnings balance as of the beginning of the first reporting period that an entity has adopted ASU 2016-13. Those differences may include, but are not limited to: (1) unamortized deferred costs, fees, premiums, and discounts (2) valuation allowances (for example, allowance for loan losses), or (3) accrued interest.	January 1, 2023 (early adoption permitted as of January 1, 2019)	The Company is assessing the new guidance to determine what modifications to existing credit estimation processes may be required. The new guidance is complex and management is still evaluating the preliminary output from models that have been developed during this evaluative phase. In addition, future levels of allowances will also reflect new requirements to include estimated credit losses on investment securities classified as held-to-maturity, if any. The Company has formed an Implementation Committee, whose membership includes representatives of senior management, to develop plans that will encompass: (1) internal methodology changes (2) data collection and management activities, (3) internal communication requirements, and (4) estimation of the projected impact of this guidance. It has been generally assumed that the conversion from the incurred loss model, required under current GAAP, to the current expected credit loss (CECL) methodology (as required upon implementation of this Update) will, more likely than not, result in increases to the allowances for credit losses at many financial institutions. However, the amount of any change in the allowance for credit losses resulting from the new guidance will ultimately be impacted by the provisions of this guidance as well as by the loan and debt security portfolios composition and asset quality at the adoption date, and economic conditions and forecasts at the time of adoption. The amendments in this Update should be applied on a modified retrospective basis by means of a cumulative-effect adjustment to the opening retained earnings balance in the statement of financial position as of the date that an entity adopted the amendments in Update 2016-13. The cumulative impact of the economic effects of the COVID-19 pandemic on the changes to the allowance for loan losses, that will be required upon the implementation of the CECL methodology, cannot be estimated at this time.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Financial Instruments—Credit Losses *(ASU 2019-11- Codification Improvements to Topic 326)*	On June 16, 2016, the FASB issued Accounting Standards Update No. 2016-13, *Financial Instruments—Credit Losses (Topic 326)*: Measurement of Credit Losses on Financial Instruments, which introduced an expected credit loss model for the impairment of financial assets measured at amortized cost basis. That model replaces the probable, incurred loss model for those assets. Through the amendments in that Update, the Board added Topic 326, *Financial Instruments—Credit Losses*, and made several consequential amendments to the Codification. The Board has an ongoing project on its agenda for improving the Codification or correcting its unintended application. The items addressed in that project generally are not expected to have a significant effect on current accounting practice or create a significant administrative cost for most entities. The amendments in this Update are similar to those items. However, the Board decided to issue a separate Update for improvements to the amendments in Update 2016-13 to increase stakeholder awareness of those amendments and to expedite the improvement process. The amendments include items brought to the Board's attention by stakeholders. The amendments in this Update clarify or address stakeholders' specific issues about certain aspects of the amendments in Update 2016-13 as described below: 1. Expected Recoveries for Purchased Financial Assets with Credit Deterioration (PCDs): The amendments clarify that the allowance for credit losses for PCD assets should include in the allowance for credit losses expected recoveries of amounts previously written off and expected to be written off by the entity and should not exceed the aggregate of amounts of the amortized cost basis previously written off and expected to be written off by an entity. In addition, the amendments clarify that when a method other than a discounted cash flow method is used to estimate expected credit losses, expected recoveries should not include any amounts that result in an acceleration of the noncredit discount. An entity may include increases in expected cash flows after acquisition. 2. Transition Relief for Troubled Debt Restructurings (TDRs): The amendments provide transition relief by permitting entities an accounting policy election to adjust the effective interest rate on existing TDRs using prepayment assumptions on the date of adoption of Topic 326 rather than the prepayment assumptions in effect immediately before the restructuring. 3. Disclosures Related to Accrued Interest Receivables: The amendments extend the disclosure relief for accrued interest receivable balances to additional relevant disclosures involving amortized cost basis. 4. Financial Assets Secured by Collateral Maintenance Provisions: The amendments clarify that an entity should assess whether it reasonably expects the borrower will be able to continually replenish collateral securing the financial asset to apply the practical expedient. The amendments clarify that an entity applying the practical expedient should estimate expected credit losses for any difference between the amount of the amortized cost basis that is greater than the fair value of the collateral securing the financial asset (that is, the unsecured portion of the amortized cost basis). An entity may determine that the expectation of nonpayment for the amount of the amortized cost basis equal to the fair value of the collateral securing the financial asset is zero. 5. Conforming Amendment to Subtopic 805-20: The amendment to Subtopic 805-20, *Business Combinations—Identifiable Assets and Liabilities, and Any Noncontrolling Interest*, clarifies the guidance by removing the cross-reference to Subtopic 310-30 in paragraph 805-20-50-1 and replacing it with a cross-reference to the guidance on PCD assets in Subtopic 326-20.	January 1, 2023 (early adoption permitted as of January 1, 2019). The effective dates and transition requirements for the amendments are the same as the effective dates and transition requirements in Update 2016-13.	The Company is assessing the new guidance to determine what modifications to existing credit estimation processes may be required. The new guidance is complex and management is still evaluating the preliminary output from models that have been developed during this evaluative phase. In addition, future levels of allowances will also reflect new requirements to include estimated credit losses on investment securities classified as held-to-maturity, if any. The Company has formed an Implementation Committee, whose membership includes representatives of senior management, to develop plans that will encompass: (1) internal methodology changes (2) data collection and management activities, (3) internal communication requirements, and (4) estimation of the projected impact of this guidance. It has been generally assumed that the conversion from the incurred loss model, required under current GAAP, to the CECL methodology will, more likely than not, result in increases to the allowances for credit losses at many financial institutions. However, the amount of any change in the allowance for credit losses resulting from the new guidance will ultimately be impacted by the provisions of this guidance as well as by the loan and debt security portfolios composition and asset quality at the adoption date, and economic conditions and forecasts at the time of adoption. The amendments in this Update should be applied on a modified retrospective basis by means of a cumulative-effect adjustment to the opening retained earnings balance in the statement of financial position as of the date that an entity adopted the amendments in Update 2016-13.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Debt *(ASU 2020-06- Debt with Conversion and Other Options (Subtopic 470-20) and Derivatives and Hedging— Contracts in Entity's Own Equity (Subtopic 815-40)*	The amendments reduce the number of accounting models for convertible debt instruments and convertible preferred stock. The amendments also reduce form-over-substance-based guidance for the derivatives scope exception for contacts in an entity's own equity. For convertible instruments, embedded conversion features no longer are separated from the host contract for convertible instruments with conversion features that are not required to be accounted for as derivatives, or that do not result in substantial premiums accounted for as paid-in capital. Consequently, a convertible debt instrument will be accounted for as a single liability measured at its amortized cost and a convertible preferred stock will be accounted for as a single equity instrument measured at its historical cost, as long as no other features require bifurcation and recognition as derivatives. By removing those separation models, the interest rate of convertible debt instruments typically will be closer to the coupon interest rate on the instrument. The amendments also require certain changes to EPS calculations for convertible instruments as well as additional disclosures relating to conditions that cause conversion features to be met. For contracts in an entity's own equity, the amendments revise the derivatives scope exception guidance as follows: 1. Remove the settlement in unregistered shares, collateral, and shareholder rights conditions from the settlement guidance. 2. Clarify that payment penalties for failure to timely file do not preclude equity classification. 3. Require instruments that are required to be classified as an asset or liability to be measured subsequently at fair value, with changes reported in earnings and disclosed in the financial statements. 4. Clarify that the scope of the disclosure requirements in the Contracts in an Entity's Own Equity section of the Derivatives guidance applies only to freestanding instruments. 5. Clarify that the scope of the reassessment guidance in the Contracts in an Entity's Own Equity section of the Derivatives guidance applies to both freestanding instruments and embedded features.	The amendments in this update are effective for public business entities, excluding entities eligible to be smaller reporting companies as defined by the SEC, for fiscal years beginning after December 15, 2021, including interim periods within those fiscal years. For all other entities, the amendments are effective for fiscal years beginning after December 15, 2023, including interim periods within those fiscal years. Early adoption is permitted, but no earlier than fiscal years beginning after December 15, 2020, including interim periods within those fiscal years. The Board specified that an entity should adopt the guidance as of the beginning of its annual fiscal year.	The amendments can be applied either on a modified retrospective method of transition or a fully retrospective method of transition. In applying the modified retrospective method, the guidance should be applied to transactions outstanding as of the beginning of the fiscal year in which the amendments are adopted. Transactions that were settled (or expired) during prior reporting periods are unaffected. The cumulative effect of the change should be recognized as an adjustment to the opening balance of retained earnings at the date of adoption. If applying the fully retrospective method of transition, the cumulative effect of the change should be recognized as an adjustment to the opening balance of retained earnings in the first comparative period presented. The fair value option is allowed to be irrevocably elected for any financial instrument that is a convertible security upon adoption of the amendments. The Company has not yet determined which transition method will be applied to the extent that such transition adjustments are applicable. The Company does not expect that the guidance will have a material effect on its consolidated statements of financial condition or income.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Derivatives and Hedging *(Topic 815): Fair Value Hedging - Portfolio Layer Method (ASU 2022-01)*	Under current guidance, the last-of-layer method enables an entity to apply fair value hedging to a stated amount of a closed portfolio of prepayable financial assets (or one or more beneficial interests secured by a portfolio of prepayable financial instruments) without having to consider prepayment risk or credit risk when measuring those assets. ASU 2022-01 expands the scope of this guidance to allow entities to apply the portfolio layer method to portfolios of all financial assets, including both prepayable and nonprepayable financial assets. This scope expansion is consistent with the FASB's efforts to simplify hedge accounting and allows entities to apply the same method to similar hedging strategies. ASU 2022-01 expands and clarifies the current guidance on accounting for fair value hedge basis adjustments under the portfolio layer method for both single-layer and multiple-layer hedges. An entity should adjust the basis of the hedged item for the change in fair value that is attributable to changes in the hedged risk (i.e., interest rate risk) as of each reporting date. However, the hedged item (i.e., the hedged layer) in a portfolio layer method hedge is related to multiple assets within a closed portfolio, but it is not necessarily related to all of the assets within that portfolio. Accordingly, ASU 2022-01 clarifies that an entity would adjust the basis at the portfolio level and should not allocate it to individual assets within the portfolio. The ASU does not change an entity's current requirement to allocate the portfolio-level basis adjustment to the individual assets within a closed portfolio upon a dedesignation of a hedging relationship. The entity must, however, 1. recognize the reversal of all basis adjustments associated with a breach in interest income and, 2. disclose the specific amount and cause of the breach. Companies are allowed to reclassify debt securities from held-to-maturity to available-for-sale upon adoption of the rules but only if they intend to apply portfolio layer method hedging to a closed portfolio that includes those debt securities. The decision of which securities to reclassify must be made within 30 days after the date of adoption, and the securities must be included in a closed portfolio that is designated in a portfolio layer method hedge within that 30-day period.	For public business entities, fiscal years beginning after December 15, 2022, and interim periods within those fiscal years. For all other entities, fiscal years beginning after December 15, 2023, and interim periods within those fiscal years. The guidance may be early adopted if an entity has adopted ASU 2017-12 for the corresponding period.	The Company has not yet determined which transition method will be applied to the extent that such transition adjustments are applicable. The Company does not expect that the guidance will have a material effect on its consolidated statements of financial condition or income.

Standard	Description	Required Date of Implementation	Effect on Consolidated Financial Statements
Financial Instruments - Credit Losses *(Topic 326): Troubled Debt Restructurings and Vintage Disclosures ASU 2022-02*	ASU 2022-02 supersedes the accounting guidance for TDRs for creditors in ASC 310-40 in its entirety and requires entities to evaluate all receivable modifications under ASC 310-20-35-9 through 35-11 to determine whether a modification made to a borrower results in a new loan or a continuation of the existing loan. The ASU also amends other subtopics to remove references to TDRs for creditors. In addition to the elimination of TDR guidance, an entity that has adopted ASU 2022-02 no longer considers renewals, modifications, and extensions that result from reasonably expected TDRs in their calculation of the allowance for credit losses in accordance with ASC 326-20. Due to the removal of the TDR accounting model, all loan modifications will be accounted for under the general loan modification guidance in Subtopic 310-20. On a prospective basis, entities will be subject to new disclosure requirements covering modifications of receivables to borrowers experiencing financial difficulty. Public entities within the scope of Topic 326 vintage disclosure requirements also will be required to prospectively disclose current-period gross write-off information by vintage, or year of origination. In lieu of the TDR accounting model, creditors now will apply the general loan modification guidance in Subtopic 310-20 to all loan modifications, including modifications made for borrowers experiencing financial difficulty. Under the general loan modification guidance, a modification is treated as a new loan only if the following two conditions are met: 1. The terms of the new loan are at least as favorable to the lender as the terms for comparable loans to other customers with similar collection risks. 2. Modifications to the terms of the original loan are more than minor. If either condition is not met, the modification is accounted for as the continuation of the old loan with any effect of the modification treated as a prospective adjustment to the loan's effective interest rate. Whether a modification is a new loan or the continuation of the original loan will determine whether net deferred fees or costs from the original loan are recognized in earnings (new loan) or continue to be accreted or amortized (continuation of original loan).	For entities that have adopted the amendments in ASU 2016-13, the amendments in ASU 2022-02 are effective for fiscal years beginning after December 15, 2022, including interim periods within those fiscal years. For entities that have not yet adopted the amendments in ASU 2016-13, the effective dates for the amendments in ASU 2022-02 are the same as the effective dates in ASU 2016-13. The amendments in ASU 2022-02 should be applied prospectively, except as provided in the next sentence. For the transition method related to the recognition and measurement of TDRs, an entity has the option to apply a modified retrospective transition method, resulting in a cumulative-effect adjustment to retained earnings in the period of adoption. Early adoption of the amendments in ASU 2022-02 is permitted if an entity has adopted the amendments in ASU 2016-13, including adoption in an interim period. If an entity elects to early adopt the amendments in ASU 2022-02 in an interim period, the guidance should be applied as of the beginning of the fiscal year that includes the interim period.	The Company is assessing the new guidance to determine what modifications to existing TDRs may be required. The new guidance is being evaluated as part of the CECL methodology and will be considered in conjunction with the preliminary output from CECL models that have been developed during this evaluative phase. The Company has formed an Implementation Committee, whose membership includes representatives of senior management, to develop plans that will encompass: (1) internal methodology changes (2) data collection and management activities, (3) internal communication requirements, and (4) estimation of the projected impact of this guidance.

Note 3: Earnings per Common Share

Following shareholder approval received on June 4, 2021, the Company converted 1,380,283 shares of its Series B Convertible Perpetual Preferred Stock to an equal number of shares of its newly-created Series A Non-Voting Common Stock. The conversion, which was effective on June 28, 2021, represented 100% of the Company's Convertible Perpetual Preferred Stock outstanding at the time of the conversion and retired the Convertible Perpetual Preferred Stock in perpetuity.

The Company has voting common stock, non-voting common stock and a warrant that are all eligible to participate in dividends equal to the voting common stock dividends on a per share basis. Securities that participate in dividends, such as the Company's non-voting common stock and warrant, are considered "participating securities". The Company calculates net income available to voting common shareholders using the two-class method required for capital structures that include participating securities.

In applying the two-class method, basic net income per share was calculated by dividing net income (less any dividends on participating securities) by the weighted average number of shares of voting common stock and participating securities outstanding for the period. Diluted earnings per share may include the additional effect of other securities, if dilutive, in which case the dilutive effect of such securities is calculated by applying either the two-class method or the Treasury Stock method to the assumed exercise or vesting of potentially dilutive common shares. The method yielding the more dilutive result is ultimately reported for the applicable period. Potentially dilutive common stock equivalents primarily consist of employee stock options and restricted stock units. Unallocated common shares held by the ESOP are not included in the weighted average number of common shares outstanding for purposes of calculating earnings per common share until they are committed to be released to plan participants.

Anti-dilutive shares are common stock equivalents with average exercise prices in excess of the weighted average market price for the period presented. Anti-dilutive stock options, not included in the computation below, were -0- for the three months ended March 31, 2022 and March 31, 2021.

The following table sets forth the calculation of basic and diluted earnings per share.

	Three months ended March 31,			
(In thousands, except share and per share data)		2022		2021
Net income attributable to Pathfinder Bancorp, Inc.	$	2,950	$	2,154
Convertible preferred stock dividends		-		97
Series A Non-Voting Common Stock dividends		124		-
Warrant dividends		11		9
Undistributed earnings allocated to participating securities		600		439
Net income available to common shareholders- Voting	$	2,215	$	1,666
Net income attributable to Pathfinder Bancorp, Inc.	$	2,950	$	-
Voting Common Stock dividends		409		-
Warrant dividends		11		-
Undistributed earnings allocated to participating securities		1,857		-
Net income available to common shareholders- Series A Non-Voting	$	673	$	-
Basic weighted average common shares outstanding- Voting		4,535,967		4,442,231
Basic weighted average common shares outstanding- Series A Non-Voting		1,380,283		-
Diluted weighted average common shares outstanding- Voting		4,535,967		4,442,231
Diluted weighted average common shares outstanding- Series A Non-Voting		1,380,283		-
Basic earnings per common share- Voting	$	0.49	$	0.36
Basic earnings per common share- Series A Non-Voting	$	0.49	$	-
Diluted earnings per common share- Voting	$	0.49	$	0.36
Diluted earnings per common share- Series A Non-Voting	$	0.49	$	-

Note 4: Investment Securities

The amortized cost and estimated fair value of investment securities are summarized as follows:

	March 31, 2022			
(In thousands)	Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
Available-for-Sale Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ 31,624	$ 15	$ (1,617)	$ 30,022
State and political subdivisions	43,117	887	(1,133)	42,871
Corporate	14,591	579	(144)	15,026
Asset backed securities	15,837	-	(300)	15,537
Residential mortgage-backed - US agency	23,087	36	(1,083)	22,040
Collateralized mortgage obligations - US agency	11,881	-	(766)	11,115
Collateralized mortgage obligations - Private label	62,991	20	(1,698)	61,313
Total	203,128	1,537	(6,741)	197,924
Equity investment securities:				
Common stock - financial services industry	206	-	-	206
Total	206	-	-	206
Total available-for-sale	$ 203,334	$ 1,537	$ (6,741)	$ 198,130
Held-to-Maturity Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ -	$ -	$ -	$ -
State and political subdivisions	14,735	25	(928)	13,832
Corporate	47,304	291	(524)	47,071
Asset backed securities	13,759	-	(359)	13,400
Residential mortgage-backed - US agency	9,514	77	(227)	9,364
Collateralized mortgage obligations - US agency	14,093	57	(255)	13,895
Collateralized mortgage obligations - Private label	68,592	-	(1,363)	67,229
Total held-to-maturity	$ 167,997	$ 450	$ (3,656)	$ 164,791

(In thousands)	December 31, 2021 Amortized Cost	Gross Unrealized Gains	Gross Unrealized Losses	Estimated Fair Value
Available-for-Sale Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ 32,669	$ 17	$ (413)	$ 32,273
State and political subdivisions	37,860	1,383	(44)	39,199
Corporate	13,603	562	(38)	14,127
Asset backed securities	13,693	9	(89)	13,613
Residential mortgage-backed - US agency	22,482	148	(466)	22,164
Collateralized mortgage obligations - US agency	12,658	30	(403)	12,285
Collateralized mortgage obligations - Private label	56,848	285	(402)	56,731
Total	189,813	2,434	(1,855)	190,392
Equity investment securities:				
Common stock - financial services industry	206	-	-	206
Total	206	-	-	206
Total available-for-sale	$ 190,019	$ 2,434	$ (1,855)	$ 190,598
Held-to-Maturity Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ -	$ -	$ -	$ -
State and political subdivisions	14,790	416	(140)	15,066
Corporate	46,290	1,252	(102)	47,440
Asset backed securities	14,636	67	(188)	14,515
Residential mortgage-backed - US agency	9,740	277	(18)	9,999
Collateralized mortgage obligations - US agency	11,362	367	(9)	11,720
Collateralized mortgage obligations - Private label	64,105	222	(262)	64,065
Total held-to-maturity	$ 160,923	$ 2,601	$ (719)	$ 162,805

The amortized cost and estimated fair value of debt investments at March 31, 2022 by contractual maturity are shown below. Expected maturities may differ from contractual maturities because borrowers may have the right to call or prepay obligations with or without penalties.

	Available-for-Sale		**Held-to-Maturity**	
(In thousands)	Amortized Cost	Estimated Fair Value	Amortized Cost	Estimated Fair Value
Due in one year or less	$ 5,883	$ 6,437	$ 2,821	$ 2,839
Due after one year through five years	6,153	6,117	9,843	9,932
Due after five years through ten years	33,839	32,156	43,247	42,736
Due after ten years	59,294	58,746	19,887	18,796
Sub-total	105,169	103,456	75,798	74,303
Residential mortgage-backed - US agency	23,087	22,040	9,514	9,364
Collateralized mortgage obligations - US agency	11,881	11,115	14,093	13,895
Collateralized mortgage obligations - Private label	62,991	61,313	68,592	67,229
Totals	$ 203,128	$ 197,924	$ 167,997	$ 164,791

The Company’s investment securities’ gross unrealized losses and fair value, aggregated by investment category and length of time that individual securities have been in a continuous unrealized loss position, are as follows:

	March 31, 2022								
	Less than Twelve Months			Twelve Months or More			Total		
(Dollars in thousands)	Number of Individual Securities	Unrealized Losses	Fair Value	Number of Individual Securities	Unrealized Losses	Fair Value	Number of Individual Securities	Unrealized Losses	Fair Value
Available-for-Sale Portfolio									
US Treasury, agencies and GSE's	3	$ (1,617)	$ 29,017	-	$ -	$ -	3	$ (1,617)	$ 29,017
State and political subdivisions	15	(983)	18,445	1	(150)	2,155	16	(1,133)	20,600
Corporate	4	(49)	3,212	1	(95)	660	5	(144)	3,872
Asset backed securities	9	(300)	15,380	-	-	-	9	(300)	15,380
Residential mortgage-backed - US agency	12	(1,083)	19,407	-	-	-	12	(1,083)	19,407
Collateralized mortgage obligations - US agency	11	(255)	6,323	3	(511)	4,455	14	(766)	10,778
Collateralized mortgage obligations - Private label	26	(1,682)	51,149	2	(16)	1,533	28	(1,698)	52,682
Totals	80	$ (5,969)	$ 142,933	7	$ (772)	$ 8,803	87	$ (6,741)	$ 151,736
Held-to-Maturity Portfolio									
State and political subdivisions	9	$ (421)	$ 7,898	2	$ (507)	$ 3,590	11	$ (928)	$ 11,488
Corporate	20	(481)	18,325	1	(43)	707	21	(524)	19,032
Asset backed securities	6	(347)	7,201	1	(12)	1,403	7	(359)	8,604
Residential mortgage-backed - US agency	6	(227)	5,744	-	-	-	6	(227)	5,744
Collateralized mortgage obligations - US agency	5	(244)	8,393	1	(11)	1,029	6	(255)	9,422
Collateralized mortgage obligations - Private label	26	(1,110)	41,634	2	(253)	3,494	28	(1,363)	45,128
Totals	72	$ (2,830)	$ 89,195	7	$ (826)	$ 10,223	79	$ (3,656)	$ 99,418

	December 31, 2021								
	Less than Twelve Months			Twelve Months or More			Total		
(Dollars in thousands)	Number of Individual Securities	Unrealized Losses	Fair Value	Number of Individual Securities	Unrealized Losses	Fair Value	Number of Individual Securities	Unrealized Losses	Fair Value
Available-for-Sale Portfolio									
US Treasury, agencies and GSE's	3	$ (413)	$ 31,195	-	$ -	$ -	3	$ (413)	$ 31,195
State and political subdivisions	3	(44)	4,847	-	-	-	3	(44)	4,847
Corporate	2	(5)	1,162	1	(33)	722	3	(38)	1,884
Asset backed securities	5	(89)	11,206	-	-	-	5	(89)	11,206
Residential mortgage-backed - US agency	3	(466)	13,090	-	-	-	3	(466)	13,090
Collateralized mortgage obligations - US agency	3	(126)	6,504	2	(277)	2,204	5	(403)	8,708
Collateralized mortgage obligations - Private label	18	(388)	38,816	2	(14)	1,539	20	(402)	40,355
Totals	37	$ (1,531)	$ 106,820	5	$ (324)	$ 4,465	42	$ (1,855)	$ 111,285
Held-to-Maturity Portfolio									
State and political subdivisions	4	$ (28)	$ 2,013	2	$ (112)	$ 3,988	6	$ (140)	$ 6,001
Corporate	9	(102)	7,636	-	-	-	9	(102)	7,636
Asset backed securities	2	(130)	2,974	2	(58)	1,610	4	(188)	4,584
Residential mortgage-backed - US agency	1	(18)	1,941	-	-	-	1	(18)	1,941
Collateralized mortgage obligations - US agency	-	-	-	1	(9)	1,109	1	(9)	1,109
Collateralized mortgage obligations - Private label	6	(163)	13,070	3	(99)	3,820	9	(262)	16,890
Totals	22	$ (441)	$ 27,634	8	$ (278)	$ 10,527	30	$ (719)	$ 38,161

Excluding the effects of changes in the characteristics of individual debt securities that potentially give rise to other-than-temporary impairment (“OTTI”), as described below, the fair market value of a debt security as of a particular measurement date is highly dependent upon prevailing market and economic environmental factors at the measurement date relative to the prevailing market and economic environmental factors present at the time the debt security was acquired. The most significant market and environmental factors include, but are not limited to (1) the general level of interest rates, (2) the relationship between shorter-term interest rates and longer-term interest rates (referred to as the “slope” of the interest rate yield curve), (3) general bond market liquidity, (4) the recent and expected near-term volume of new issuances of similar debt securities, and (5) changes in the market values of individual loan collateral underlying mortgage-backed debt securities. Changes in interest rates affect the fair market values of debt securities by influencing the discount rate applied to the securities’ future expected cash flows. The higher the discount rate, the lower the resultant security price. Conversely, the lower the discount rate, the higher the resultant security price. In addition, the cumulative amount and timing of undiscounted cash flows of debt securities may be also affected by changes in interest rates. For any given level of movement in the general market and economic environmental factors described above, the magnitude of any particular debt security’s price changes will also depend heavily upon security-specific factors such as (1) the duration of the security, (2) imbedded optionality contractually granted to the issuer of the security with respect to principal prepayments, and (3) changes in the level of market premiums demanded by investors for securities with imbedded credit risk (where applicable).

The Company conducts a formal review of investment securities on a quarterly basis for the presence of OTTI. The Company assesses whether OTTI is present when the fair value of a debt security is less than its amortized cost basis at the statement of condition date. Under these circumstances, OTTI is considered to have occurred (1) if we intend to sell the security; (2) if it is "more likely than not" we will be required to sell the security before recovery of its amortized cost basis; or (3) the present value of expected cash flows is not anticipated to be sufficient to recover the entire amortized cost basis. The guidance requires that credit-related OTTI is recognized in earnings while non-credit-related OTTI on securities not expected to be sold is recognized in other comprehensive income ("OCI"). Non-credit-related OTTI is based on other factors, including illiquidity and changes in the general interest rate environment. Presentation of OTTI is made in the consolidated statement of income on a gross basis, including both the portion recognized in earnings as well as the portion recorded in OCI. The gross OTTI would then be offset by the amount of non-credit-related OTTI, showing the net as the impact on earnings.

Management does not believe any individual unrealized loss in investment securities within the portfolio as of March 31, 2022 represents OTTI. There were a total of seven securities classified as available-for-sale (aggregate amortized historical cost of $9.6 million, unrealized aggregate loss of $772,000, or -8.1%) and seven securities classified as held-to-maturity (aggregate amortized historical cost of $11.0 million, unrealized aggregate loss of $826,000, or -7.5%) that were in an unrealized loss position for 12 months or longer at March 31, 2022.

Each security which has been in an unrealized loss position for 12 months or more has been analyzed and is not considered to be impaired. These securities have unrealized losses primarily due to fluctuations in general interest rates or changes in expected prepayments. In substantially all cases, price improvement in future months is expected as the issuances approach maturity. Of the total of 14 securities in an unrealized loss position for 12 months or more at March 31, 2022, four securities, with aggregate amortized cost balances of $6.0 million and representing 29.1% of the unamortized cost of the total securities in an unrealized loss position for 12 months or more, are issued by United States agencies and consist of a collateralized mortgage obligation. These positions in US government agency are deemed to have no credit impairment, thus, the disclosed unrealized losses relate primarily to increases in general interest rates.

In addition to these four securities, the Company held the following ten non-government-issued/backed securities that were in an unrealized loss position for 12 or more months at March 31, 2022:

•One corporate bond, categorized as available for sale, with an amortized historical cost of $755,000 (unrealized loss of $95,000, or -12.51%). This security maintains a credit rating established by one or more NRSRO above the minimum level required to be considered as investment grade and therefore, no credit-related OTTI is deemed to be present. •One corporate bond, categorized as held-to-maturity, with an amortized historical cost of $750,000 (unrealized loss of $43,000, or -5.68%). This security retains a credit rating by one or more NRSRO that is above investment grade and is considered to be stable in terms of future outlook. Therefore, no credit-related OTTI is deemed to be present.
•Two privately-issued mortgage-backed securities, categorized as available-for-sale, and collateralized by various forms of commercial mortgages, with an aggregate amortized historical cost of $1.5 million (unrealized aggregate loss of $16,000, or -0.967%). These securities were not rated at the time of their issuances by any NRSRO but each remains significantly collateralized through subordination and other credit enhancements. Therefore, no credit-related OTTI is deemed to be present.

- Two securities, categorized as issued by unrelated state and/or political subdivisions (generally referred to as "municipal' securities), categorized as held-to-maturity, with an aggregate amortized historical cost of $4.1 million (unrealized loss of $507,000, or -12.37%). These securities each maintain a credit rating established by one or more NRSRO above the minimum level required to be considered as investment grade and therefore, no credit-related OTTI is deemed to be present.
- One security, categorized as issued by unrelated state and/or political subdivisions (generally referred to as "municipal' securities), categorized as available-for-sale, with an aggregate amortized historical cost of $2.3 million (unrealized loss of $150,000 or -6.53%). This security maintains a credit rating established by one or more NRSRO above the minimum level required to be considered as investment grade and therefore, no credit-related OTTI is deemed to be present.

- One privately-issued asset-backed security, collateralized by private-issue student loans and categorized as held-to-maturity, with an amortized historical cost of $1.4 million and a market value of $1.4 million (unrealized loss of $12,000 or -0.83%). This security was unrated at issuance but remains sufficiently collateralized through subordination. Therefore, no credit-related OTTI is deemed to be present.

- Two privately-issued collateralized mortgage obligation securities, collateralized by commercial mortgage loans and categorized as held-to-maturity, with an aggregate amortized historical cost of $3.7 million and an aggregate market value of $3.5 million (unrealized aggregate loss of $253,000, or -6.76%). These securities each maintains a credit rating established by one or more NRSRO above the minimum level required to be considered as investment grade and therefore, no credit-related OTTI is deemed to be present.

All other securities with market values less than their amortized historical costs for twelve or more months are issued by United States agencies or government sponsored enterprises and consist of mortgage-backed securities, collateralized mortgage obligations and direct agency financings. These positions in US government agency and government-sponsored enterprises are deemed to have no credit impairment, thus, the disclosed unrealized losses relate directly to changes in interest rates subsequent to the acquisition of the individual securities. The Company does not intend to sell these securities, nor is it more likely than not that the Company will be required to sell these securities prior to the recovery of the amortized cost.

Gross realized gains (losses) on sales and redemptions of securities for the indicated periods are detailed below:

	For the three months ended March 31,	
(In thousands)	2022	2021
Realized gains on investments	$ -	$ 7
Realized losses on investments	(6)	(7)
	$ (6)	$ -

As of March 31, 2022 and December 31, 2021, securities with a fair value of $154.0 million and $103.2 million, respectively, were pledged to collateralize certain municipal deposit relationships. As of the same dates, securities with a fair value of $8.9 million and $9.4 million, respectively, were pledged against certain borrowing arrangements.

Management has reviewed its loan and mortgage-backed securities portfolios and determined that, to the best of its knowledge, only minimal exposure exists to sub-prime or other high-risk residential mortgages. With limited exceptions in the Company's investment portfolio involving the most senior tranches of securitized bonds, the Company is not in the practice of investing in, or originating, these types of investments or loans.

Note 5: Pension and Postretirement Benefits

The Company has a noncontributory defined benefit pension plan covering most employees. The plan provides defined benefits based on years of service and final average salary. On May 14, 2012, the Company informed its employees of its decision to freeze participation and benefit accruals under the plan, primarily to reduce some of the volatility in earnings that can accompany the maintenance of a defined benefit plan. The plan was frozen on June 30, 2012. Compensation earned by employees up to June 30, 2012 is used for purposes of calculating benefits under the plan but there are no future benefit accruals after this date. Participants as of June 30, 2012 will continue to earn vesting credit with respect to their frozen accrued benefits as they continue to work. In addition, the Company provides certain health and life insurance benefits for a limited number of eligible retired employees. The healthcare plan is contributory with participants' contributions adjusted annually; the life insurance plan is noncontributory. Employees with less than 14 years of service as of January 1, 1995, are not eligible for the health and life insurance retirement benefits.

The composition of net periodic pension plan and postretirement plan costs for the indicated periods is as follows:

	Pension Benefits		Postretirement Benefits	
	For the three months ended March 31,			
(In thousands)	2022	2021	2022	2021
Service cost	$ -	$ -	$ -	$ -
Interest cost	116	110	3	3
Expected return on plan assets	(267)	(286)	-	-
Amortization of prior service credits	-	-	(1)	(1)
Amortization of net losses	-	25	1	2
Net periodic benefit plan (benefit) cost	$ (151)	$ (151)	$ 3	$ 4

The Company will evaluate the need for further contributions to the defined benefit pension plan during 2022. The prepaid pension asset is recorded in other assets on the consolidated statements of condition as of March 31, 2022 and December 31, 2021.

Note 6: Loans

Major classifications of loans at the indicated dates are as follows:

(In thousands)	March 31, 2022	December 31, 2021
Residential mortgage loans:		
1-4 family first-lien residential mortgages	$ 232,809	$ 240,434
Construction	21,594	6,329
Loans held-for-sale	679	513
Total residential mortgage loans	255,082	247,276
Commercial loans:		
Real estate	303,250	288,450
Lines of credit	75,370	61,884
Other commercial and industrial	69,695	69,135
Paycheck Protection Program loans	13,292	19,338
Tax exempt loans	5,550	5,811
Total commercial loans	467,157	444,618
Consumer loans:		
Home equity and junior liens	30,781	31,737
Other consumer	103,825	110,108
Total consumer loans	134,606	141,845
Total loans	856,845	833,739
Net deferred loan fees	(1,244)	(1,280)
Less allowance for loan losses	13,017	12,935
Loans receivable, net	$ 842,584	$ 819,524

Although the Bank may sometimes purchase or fund loan participation interests outside of its primary market areas, the Bank generally originates residential mortgage, commercial, and consumer loans largely to customers throughout Oswego and Onondaga counties. Although the Bank has a diversified loan portfolio, a substantial portion of its borrowers' abilities to honor their loan contracts is dependent upon the counties' employment and economic conditions.

The Bank acquires diversified pools of loans, originated by unrelated third parties, as part of the Company's overall balance sheet management strategies. These acquisitions occurred in eleven separate transactions commencing in 2019 and four new pools were added during 2021.

(In thousands, except number of loans)	March 31, 2022					
	Original Balance	Current Balance	Unamortized Premium/ (Discount)	Number of Loans	Maturity Range	Cumulative net charge-offs
Residential real estate loans	4,300	4,100	253	50	19-24 years	-
Secured consumer installment loans	21,300	20,900	(3,492)	880	19-26 years	-
Commercial and industrial loans	6,800	3,700		33	0-5 years	-
Commercial Line of Credit 1	11,600	12,300	23	1	0-1 year	-
Commercial Line of Credit 2	10,500	9,300	32	1	0-1 year	-
Home equity lines of credit	21,900	7,500	229	173	2-28 years	-
Automobile loans	50,400	7,300	242	758	0-5 years	239
Unsecured consumer loan pool 1	5,400	2,400		65	0-5 years	-
Unsecured consumer loan pool 2	26,600	4,500	24	1,239	0-3 years	1,551
Unsecured consumer installment loans pool 3	10,300	1,800	63	977	0-6 years	31
Secured consumer installment loans pool 4	14,500	12,300	(1,699)	553	Over 15 years	-
Unsecured consumer loans pool 5	24,400	19,100	(554)	733	Over 15 years	-
Unsecured consumer loans pool 6	22,200	21,600	(2,694)	560	Over 15 years	-
Total	230,200	126,800	(7,573)	6,023		1,821

(In thousands, except number of loans)	December 31, 2021					
	Original Balance	Current Balance	Unamortized Premium/ (Discount)	Number of Loans	Maturity Range	Cumulative net charge-offs
Residential real estate loans	4,300	4,100	257	51	17-23 years	-
Secured consumer installment loans	21,300	21,400	(3,642)	900	19-25 years	-
Commercial and industrial loans	6,800	3,900		33	4-8 years	-
Commercial Line of Credit 1	11,600	7,100	26	1	0-1 year	-
Commercial Line of Credit 2	10,500	9,300	35	1	0-1 year	-
Home equity lines of credit	21,900	8,400	243	187	2-28 years	-
Automobile loans	50,400	8,800	301	855	0-5 years	239
Unsecured consumer loan pool 1	5,400	2,600		66	3-5 years	-
Unsecured consumer loan pool 2	26,600	6,300	30	1,438	1-3 years	42
Unsecured consumer installment loans pool 3	10,300	2,200	74	1,356	0-6 years	296
Secured consumer installment loans pool 4	14,500	12,600	(1,776)	563	Over 15 years	-
Unsecured consumer loans pool 5	24,400	19,700	(583)	756	Over 15 years	-
Unsecured consumer loans pool 6	22,200	22,100	(2,785)	564	Over 15 years	-
Total	230,200	128,500	(7,820)	6,771		577

As of March 31, 2022 and December 31, 2021, residential mortgage loans with a carrying value of $123.0 million and $123.2 million, respectively, have been pledged by the Company to the Federal Home Loan Bank of New York ("FHLBNY") under a blanket collateral agreement to secure the Company's line of credit and term borrowings.

Loan Origination / Risk Management

The Company's lending policies and procedures are presented in Note 5 to the audited consolidated financial statements included in the 2021 Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 25, 2022 and have not changed. As part of the execution of the Company's overall balance sheet management strategies, the Bank will acquire participating interests in loans originated by unrelated third parties on an occasional basis. The purchase of participations in loans that are originated by third parties only occurs after the completion of thorough pre-acquisition due diligence. Loans in which the Company acquires a participating interest are determined to meet, in all material respects, the Company's internal underwriting policies, including credit and collateral suitability thresholds, prior to acquisition. In addition, the financial condition of the originating financial institutions, which are generally retained as the ongoing loan servicing provider for participations acquired by the Bank, are analyzed prior to the acquisition of the participating interests and monitored on a regular basis thereafter for the life of those interests.

To develop and document a systematic methodology for determining the allowance for loan losses, the Company has divided the loan portfolio into three portfolio segments, each with different risk characteristics but with similar methodologies for assessing risk. Each portfolio segment is broken down into loan classes where appropriate. Loan classes contain unique measurement attributes, risk characteristics, and methods for monitoring and assessing risk that are necessary to develop the allowance for loan losses. Unique characteristics such as borrower type, loan type, collateral type, and risk characteristics define each class.

The following table illustrates the portfolio segments and classes for the Company's loan portfolio:

Portfolio Segment	**Class**
Residential Mortgage Loans	1-4 family first-lien residential mortgages
	Construction
Commercial Loans	Real estate
	Lines of credit
	Other commercial and industrial
	Tax exempt loans
Consumer Loans	Home equity and junior liens
	Other consumer

The following tables present the classes of the loan portfolio, not including net deferred loan costs, summarized by the aggregate pass rating and the classified ratings of special mention, substandard and doubtful within the Company's internal risk rating system as of the dates indicated:

	As of March 31, 2022				
(In thousands)	Pass	Special Mention	Substandard	Doubtful	Total
Residential mortgage loans:					
1-4 family first-lien residential mortgages	$ 231,039	$ 510	$ 599	$ 661	$ 232,809
Construction	21,594	-	-	-	21,594
Loans held-for-sale	679	-	-	-	679
Total residential mortgage loans	253,312	510	599	661	255,082
Commercial loans:					
Real estate	282,336	9,768	10,569	577	303,250
Lines of credit	67,908	4,078	3,337	48	75,370
Other commercial and industrial	58,521	3,457	7,534	183	69,695
Paycheck Protection Program loans	13,292	-	-	-	13,292
Tax exempt loans	5,550	-	-	-	5,550
Total commercial loans	427,607	17,302	21,440	808	467,157
Consumer loans:					
Home equity and junior liens	29,776	145	634	225	30,781
Other consumer	103,755	18	52	-	103,825
Total consumer loans	133,532	163	686	225	134,606
Total loans	$ 814,451	$ 17,975	$ 22,724	$ 1,694	$ 856,845

	As of December 31, 2021				
(In thousands)	Pass	Special Mention	Substandard	Doubtful	Total
Residential mortgage loans:					
1-4 family first-lien residential mortgages	$ 238,823	$ 269	$ 811	$ 531	$ 240,434
Construction	6,329	-	-	-	6,329
Loans held-for-sale	513	-	-	-	513
Total residential mortgage loans	245,665	269	811	531	247,276
Commercial loans:					
Real estate	267,388	9,879	10,604	579	288,450
Lines of credit	54,408	4,036	3,387	53	61,884
Other commercial and industrial	56,719	3,907	8,321	188	69,135
Paycheck Protection Program loans	19,338	-	-	-	19,338
Tax exempt loans	5,811	-	-	-	5,811
Total commercial loans	403,664	17,822	22,312	820	444,618
Consumer loans:					
Home equity and junior liens	30,740	133	606	258	31,737
Other consumer	109,979	44	77	8	110,108
Total consumer loans	140,719	177	683	266	141,845
Total loans	$ 790,048	$ 18,268	$ 23,806	$ 1,617	$ 833,739

Management has reviewed its loan portfolio and determined that, to the best of its knowledge, no material exposure exists to sub-prime or other high-risk residential mortgages. The Company is not in the practice of originating these types of loans.

Nonaccrual and Past Due Loans

Loans are placed on nonaccrual when the contractual payment of principal and interest has become 90 days past due or management has serious doubts about further collectability of principal or interest, even though the loan may be currently performing.

Loans are considered past due if the required principal and interest payments have not been received within thirty days of the payment due date.

An age analysis of past due loans, not including net deferred loan costs, segregated by portfolio segment and class of loans, as of March 31, 2022 and December 31, 2021, are detailed in the following tables:

	As of March 31, 2022					
(In thousands)	30-59 Days Past Due	60-89 Days Past Due	90 Days and Over	Total Past Due	Current	Total Loans Receivable
Residential mortgage loans:						
1-4 family first-lien residential mortgages	$ 1,072	$ 322	$ 1,098	$ 2,492	$ 230,317	$ 232,809
Construction	-	-	-	-	21,594	21,594
Loans held-for-sale	-	-	-	-	679	679
Total residential mortgage loans	1,072	322	1,098	2,492	252,590	255,082
Commercial loans:						
Real estate	1,054	3,800	4,212	9,066	294,184	303,250
Lines of credit	274	365	94	733	74,637	75,370
Other commercial and industrial	1,572	1,016	1,001	3,589	66,106	69,695
Paycheck Protection Program loans	-	-	-	-	13,292	13,292
Tax exempt loans	-	-	-	-	5,550	5,550
Total commercial loans	2,900	5,181	5,307	13,388	453,769	467,157
Consumer loans:						
Home equity and junior liens	117	64	388	569	30,212	30,781
Other consumer	389	412	895	1,696	102,129	103,825
Total consumer loans	506	476	1,283	2,265	132,341	134,606
Total loans	$ 4,478	$ 5,979	$ 7,688	$ 18,145	$ 838,700	$ 856,845

	As of December 31, 2021					
(In thousands)	30-59 Days Past Due	60-89 Days Past Due	90 Days and Over	Total Past Due	Current	Total Loans Receivable
Residential mortgage loans:						
1-4 family first-lien residential mortgages	$ 960	$ 416	$ 891	$ 2,268	$ 238,166	$ 240,434
Construction	-	-	-	-	6,329	6,329
Loans held-for-sale	-	-	-	-	513	513
Total residential mortgage loans	960	416	891	2,268	245,008	247,276
Commercial loans:						
Real estate	1,735	1,029	4,379	7,143	281,307	288,450
Lines of credit	156	1,180	576	1,913	59,971	61,884
Other commercial and industrial	1,799	1,686	1,056	4,541	64,594	69,135
Paycheck Protection Program loans	-	-	-	-	19,338	19,338
Tax exempt loans	-	-	-	-	5,811	5,811
Total commercial loans	3,691	3,895	6,011	13,597	471,091	444,618
Consumer loans:						
Home equity and junior liens	17	49	251	317	31,420	31,737
Other consumer	571	257	852	1,680	108,428	110,108
Total consumer loans	588	306	1,103	1,998	139,847	141,845
Total loans	$ 5,239	$ 4,617	$ 8,006	$ 17,862	$ 815,877	$ 833,739

Nonaccrual loans, segregated by class of loan, were as follows:

(In thousands)	March 31, 2022	December 31, 2021
Residential mortgage loans:		
1-4 family first-lien residential mortgages	$ 1,098	$ 891
	1,098	891
Commercial loans:		
Real estate	4,235	4,407
Lines of credit	141	629
Other commercial and industrial	1,191	1,261
	5,567	6,297
Consumer loans:		
Home equity and junior liens	388	252
Other consumer	895	852
Total consumer loans	1,283	1,104
Total nonaccrual loans	$ 7,948	$ 8,292

The Company is required to disclose certain activities related to Troubled Debt Restructurings ("TDR") in accordance with accounting guidance. Certain loans have been modified as a TDR where economic concessions have been granted to a borrower who is experiencing, or expected to experience, financial difficulties. These economic concessions could include a reduction in the loan interest rate, extension of payment terms, reduction of principal amortization, or other actions that it would not otherwise consider for a new loan with similar risk characteristics.

The Company is required to disclose new TDRs for each reporting period for which an income statement is being presented. The pre-modification outstanding recorded investment is the principal loan balance less the provision for loan losses before the loan was modified as a TDR. The post-modification outstanding recorded investment is the principal balance less the provision for loan losses after the loan was modified as a TDR. Additional provision for loan losses is the change in the allowance for loan losses between the pre-modification outstanding recorded investment and post-modification outstanding recorded investment.

The Company has one loan that was modified as a TDR for the three months ended March 31, 2022.

	For the three months ended March 31, 2022			
(In thousands)	Number of loans	Pre-modification outstanding recorded investment	Post-modification outstanding recorded investment	Additional provision for loan losses
Commercial real estate loans	1	$ 355	$ 355	$ -

The loan evaluated for impairment for the three months ended March 31, 2022 has been classified as a TDR due to economic concessions granted, which consisted of a reduction in the stated interest rate, a significant delay in the timing of the payment or an extended maturity date that will result in a significant delay in payment from the original terms.

The Company is required to disclose loans that have been modified as TDRs within the previous 12 months in which there was payment default after the restructuring. The Company defines payment default as any loans 90 days past due on contractual payments.

The Company had two loans that were modified as TDRs during the twelve months prior to March 31, 2022, which had subsequently defaulted during the three months ended March 31, 2022.

The Company had one loan that was modified as a TDR during the twelve months prior to March 31, 2021, which had subsequently defaulted during the three months ended March 31, 2021.

When the Company modifies a loan within a portfolio segment that is individually evaluated for impairment, a potential impairment is analyzed either based on the present value of the expected future cash flows discounted at the interest rate of the original loan terms or the fair value of the collateral less costs to sell. If it is determined that the value of the loan is less than its recorded investment, then impairment is recognized as a component of the provision for loan losses, an associated increase to the allowance for loan losses or as a charge-off to the allowance for loan losses in the current period.

Impaired Loans

The following table summarizes impaired loan information by portfolio class at the indicated dates:

	March 31, 2022			December 31, 2021		
(In thousands)	Recorded Investment	Unpaid Principal Balance	Related Allowance	Recorded Investment	Unpaid Principal Balance	Related Allowance
With no related allowance recorded:						
1-4 family first-lien residential mortgages	$ 662	$ 662	$ -	$ 666	$ 666	$ -
Commercial real estate	4,206	4,301	-	4,708	4,801	-
Commercial lines of credit	100	100	-	100	104	-
Other commercial and industrial	299	335	-	357	396	-
Home equity and junior liens	91	91	-	93	93	-
With an allowance recorded:						
1-4 family first-lien residential mortgages	528	528	97	539	539	90
Commercial real estate	2,908	2,908	352	2,450	2,450	300
Commercial lines of credit	48	53	48	53	53	53
Other commercial and industrial	1,887	1,893	1,353	1,852	1,852	1,318
Home equity and junior liens	539	539	114	539	539	114
Total:						
1-4 family first-lien residential mortgages	1,191	1,190	97	1,205	1,205	90
Commercial real estate	7,114	7,209	352	7,158	7,251	300
Commercial lines of credit	148	153	48	153	157	53
Other commercial and industrial	2,185	2,228	1,353	2,209	2,248	1,318
Home equity and junior liens	630	630	114	632	632	114
Totals	$ 11,268	$ 11,410	$ 1,964	$ 11,357	$ 11,493	$ 1,875

The following table presents the average recorded investment in impaired loans for the periods indicated:

	For the three months ended March 31,	
(In thousands)	2022	2021
1-4 family first-lien residential mortgages	$ 1,197	$ 1,677
Commercial real estate	7,135	13,152
Commercial lines of credit	151	943
Other commercial and industrial	2,198	6,846
Home equity and junior liens	631	398
Other consumer	-	87
Total	$ 11,312	$ 23,103

The following table presents the cash basis interest income recognized on impaired loans for the periods indicated:

	For the three months ended March 31,			
(In thousands)		2022		2021
1-4 family first-lien residential mortgages	$	16	$	16
Commercial real estate		63		65
Commercial lines of credit		2		10
Other commercial and industrial		20		25
Home equity and junior liens		6		1
Other consumer		-		5
Total	$	107	$	122

Note 7: Allowance for Loan Losses

Management extensively reviews recent trends in historical losses, qualitative factors, including concentrations of loans to related borrowers and concentrations of loans by collateral type, and specific reserve needs on loans individually evaluated for impairment in its determination of the adequacy of the allowance for loan losses. We recorded $102,000 in provision for loan losses for the three month period ended March 31, 2022, as compared to $1.0 million for the three month period ended March 31, 2021. The provisioning in 2022 and 2021 reflects management's determination of prudent additions to reserves considering loan mix changes, concentrations of loans in certain business sectors, factors related to loan quality metrics, and continued COVID-19 related economic uncertainty. The credit-sensitive portfolios continue to be carefully monitored, and the Bank will consistently apply its conservative loan classification and reserve building methodologies to the analysis of these portfolios.

Summarized in the tables below are changes in the allowance for loan losses for the indicated periods and information pertaining to the allocation of the allowance for loan losses, balances of the allowance for loan losses, loans receivable based on individual, and collective impairment evaluation by loan portfolio class. An allocation of a portion of the allowance to a given portfolio class does not limit the Company's ability to absorb losses in another portfolio class.

	For the three months ended March 31, 2022					
(In thousands)	1-4 family first-lien residential mortgage	Residential construction mortgage	Commercial real estate	Commercial lines of credit	Other commercial and industrial	Paycheck Protection Program
Allowance for loan losses:						
Beginning Balance	$ 872	$ -	$ 5,308	$ 935	$ 2,762	$ -
Charge-offs	-	-	-	(17)	-	-
Recoveries	-	-	-	-	-	-
Provisions (credits)	(42)	-	(10)	143	(25)	-
Ending balance	$ 830	$ -	$ 5,298	$ 1,061	$ 2,737	$ -
Ending balance: related to loans individually evaluated for impairment	$ 97	$ -	$ 352	$ 48	$ 1,353	$ -
Ending balance: related to loans collectively evaluated for impairment	$ 733	$ -	$ 4,946	$ 1,013	$ 1,384	$ -
Loans receivables:						
Ending balance	$ 232,809	$ 21,594	$ 303,250	$ 75,370	$ 69,695	$ 13,292
Ending balance: individually evaluated for impairment	$ 1,191	$ -	$ 7,114	$ 148	$ 2,185	$ -
Ending balance: collectively evaluated for impairment	$ 231,618	$ 21,594	$ 296,136	$ 75,222	$ 67,510	$ 13,292

	Tax exempt	Home equity and junior liens	Other Consumer	Unallocated	Total
Allowance for loan losses:					
Beginning Balance	$ 3	$ 774	$ 1,297	$ 984	12,935
Charge-offs	-	-	(29)	-	(46)
Recoveries	-	-	26	-	26
Provisions	1	(98)	128	5	102
Ending balance	$ 4	$ 676	$ 1,422	$ 989	$ 13,017
Ending balance: related to loans individually evaluated for impairment	$ -	$ 114	$ -	$ -	$ 1,964
Ending balance: related to loans collectively evaluated for impairment	$ 4	$ 562	$ 1,422	$ 989	$ 11,053
Loans receivables:					
Ending balance	$ 5,550	$ 30,781	$ 103,825	$ 679	$ 856,845
Ending balance: individually evaluated for impairment	$ -	$ 630	$ -	$ -	$ 11,268
Ending balance: collectively evaluated for impairment	$ 5,550	$ 30,151	$ 103,825	$ 679	$ 845,577

(In thousands)	For the three months ended March 31, 2021 1-4 family first-lien residential mortgage	Residential construction mortgage	Commercial real estate	Commercial lines of credit	Other commercial and industrial	Paycheck Protection Program
Allowance for loan losses:						
Beginning Balance	$ 931	$ -	$ 4,776	$ 1,670	$ 2,992	$ -
Charge-offs	-	-	(100)	-	-	-
Recoveries	-	-	-	1	-	-
Provisions	44	-	1,045	245	24	-
Ending balance	$ 975	$ -	$ 5,721	$ 1,916	$ 3,016	$ -
Ending balance: related to loans individually evaluated for impairment	$ 161	$ -	$ 252	$ 960	$ 1,285	$ -
Ending balance: related to loans collectively evaluated for impairment	$ 814	$ -	$ 5,469	$ 956	$ 1,731	$ -
Loans receivables:						
Ending balance	$ 226,058	$ 7,789	$ 289,182	$ 63,158	$ 77,915	$ 71,885
Ending balance: individually evaluated for impairment	$ 1,507	$ -	$ 13,521	$ 960	$ 6,714	$ -
Ending balance: collectively evaluated for impairment	$ 224,551	$ 7,789	$ 275,661	$ 62,198	$ 71,201	$ 71,885

	Tax exempt	Home equity and junior liens	Other Consumer	Unallocated	Total
Allowance for loan losses:					
Beginning Balance	$ 1	$ 739	$ 1,123	$ 545	12,777
Charge-offs	-	-	(43)	-	(143)
Recoveries	-	-	30	-	31
Provisions	-	88	127	(545)	1,028
Ending balance	$ 1	$ 827	$ 1,237	$ -	$ 13,693
Ending balance: related to loans individually evaluated for impairment	$ -	$ 221	$ -	$ -	2,879
Ending balance: related to loans collectively evaluated for impairment	$ 1	$ 606	$ 1,237	$ -	10,814
Loans receivables:					
Ending balance	$ 6,959	$ 36,181	$ 87,976	$ 437	867,540
Ending balance: individually evaluated for impairment	$ -	$ 578	$ 92	$ -	23,372
Ending balance: collectively evaluated for impairment	$ 6,959	$ 35,603	$ 87,884	$ 437	$ 844,168

The Company's methodology for determining its allowance for loan losses includes an analysis of qualitative factors that are added to the historical loss rates in arriving at the total allowance for loan losses needed for this general pool of loans. The qualitative factors include:

- Changes in national and local economic trends;
- The rate of growth in the portfolio;
- Trends of delinquencies and nonaccrual balances;
- Changes in loan policy; and
- Changes in lending management experience and related staffing.

Each factor is assigned a value to reflect improving, stable or declining conditions based on management's best judgment using relevant information available at the time of the evaluation. These qualitative factors, applied to each product class, make the evaluation inherently subjective, as it requires material estimates that may be susceptible to significant revision as more information becomes available. Adjustments to the factors are supported through documentation of changes in conditions in a narrative accompanying the allowance for loan losses analysis and calculation.

The allocation of the allowance for loan losses summarized on the basis of the Company's calculation methodology was as follows:

	March 31, 2022				
(In thousands)	1-4 family first-lien residential mortgage	Residential construction mortgage	Commercial real estate	Commercial lines of credit	Other Commercial and industrial
Specifically reserved	$ 97	$ -	$ 352	$ 48	$ 1,353
Historical loss rate	85	-	2	26	96
Qualitative factors	648	-	4,944	987	1,288
Total	$ 830	$ -	$ 5,298	$ 1,061	$ 2,737

	Tax exempt	Home equity and junior liens	Other consumer	Unallocated	Total
Specifically reserved	$ -	$ 114	$ -	$ -	$ 1,964
Historical loss rate	-	324	1,147	-	1,680
Qualitative factors	4	238	275	-	8,384
Other	-	-	-	989	989
Total	$ 4	$ 676	$ 1,422	$ 989	$ 13,017

	March 31, 2021				
(In thousands)	1-4 family first-lien residential mortgage	Residential construction mortgage	Commercial real estate	Commercial lines of credit	Other commercial and industrial
Specifically reserved	$ 161	$ -	$ 252	$ 960	$ 1,285
Historical loss rate	84	-	1	89	61
Qualitative factors	730	-	5,468	867	1,670
Total	$ 975	$ -	$ 5,721	$ 1,916	$ 3,016

	Tax exempt	Home equity and junior liens	Other consumer	Unallocated	Total
Specifically reserved	$ -	$ 221	$ -	$ -	$ 2,879
Historical loss rate	-	325	957	-	1,517
Qualitative factors	1	281	280	-	9,297
Other	-	-	-	-	-
Total	$ 1	$ 827	$ 1,237	$ -	$ 13,693

Note 8: Foreclosed Real Estate

The Company is required to disclose the carrying amount of foreclosed residential real estate properties held as a result of obtaining physical possession of the property at each reporting period. At March 31, 2022 and December 31, 2021, the Company reported $722,000 and $594,000, respectively, in residential real estate loans in the process of foreclosure.

Note 9: Guarantees

The Company does not issue any guarantees that would require liability recognition or disclosure, other than its standby letters of credit. Generally, all letters of credit, when issued, have expiration dates within one year. The credit risks involved in issuing letters of credit is essentially the same as those that are involved in extending loan facilities to customers. The Company generally holds collateral and/or personal guarantees supporting these commitments. The Company had $2.7 million of standby letters of credit as of March 31, 2022. Management believes that the proceeds obtained through a liquidation of collateral and the enforcement of guarantees would be sufficient to cover the potential amount of future payments required under the corresponding guarantees. The fair value of standby letters of credit was not significant to the Company's consolidated financial statements.

Note 10: Fair Value Measurements

Accounting guidance related to fair value measurements and disclosures specifies a hierarchy of valuation techniques based on whether the inputs to those valuation techniques are observable or unobservable. Observable inputs reflect market data obtained from independent sources, while unobservable inputs reflect the Company's market assumptions. These two types of inputs have created the following fair value hierarchy:

Level 1 – Quoted prices (unadjusted) for identical assets or liabilities in active markets that the entity has the ability to access as of the measurement date.

Level 2 – Quoted prices for similar assets and liabilities in active markets; quoted prices for identical or similar assets or liabilities in markets that are not active; and model-derived valuations in which all significant inputs and significant value drivers are observable in active markets.

Level 3 – Model-derived valuations in which one or more significant inputs or significant value drivers are unobservable.

An asset's or liability's level within the fair value hierarchy is based on the lowest level of input that is significant to the fair value measurement.

In determining fair value, the Company utilizes valuation techniques that maximize the use of observable inputs, minimize the use of unobservable inputs, to the extent possible, and considers counterparty credit risk in its assessment of fair value.

The Company used the following methods and significant assumptions to estimate fair value:

Investment securities: The fair values of available-for-sale and marketable equity securities are obtained from an independent third party and are based on quoted prices on nationally recognized securities exchanges where available (Level 1). If quoted prices are not available, fair values are measured by utilizing matrix pricing, which is a mathematical technique used widely in the industry to value debt securities without relying exclusively on quoted prices for specific securities but rather by relying on the securities' relationship to other benchmark quoted securities (Level 2). Management made no adjustment to the fair value quotes that were received from the independent third party pricing service. Level 3 securities are assets whose fair value cannot be determined by using observable measures, such as market prices or pricing models. Level 3 assets are typically very illiquid, and fair values can only be calculated using estimates or risk-adjusted value ranges. Management applies known factors, such as currently applicable discount rates, to the valuation of those investments in order to determine fair value at the reporting date.

The Company holds two corporate investment securities with an amortized historical cost of $4.1 million and an aggregate fair market value of $4.7 million as of March 31, 2022. These securities have a valuation that is determined using published net asset values (NAV) derived by an analysis of the securities' underlying assets. These securities are comprised primarily of broadly-diversified real estate and adjustable-rate senior secured business loans and are traded in secondary markets on an infrequent basis. While these securities are redeemable at least annually through tender offers made by their respective issuers, the liquidation value of the securities may be below their stated NAVs and also subject to restrictions as to the amount of securities that can be redeemed at any single scheduled redemption. The Company anticipates that these securities will be redeemed by their respective issuers on indeterminate future dates as a consequence of the ultimate liquidation strategies employed by the management of these investments.

The Company holds one equity security investment, with an aggregate value of $1.2 million at March 31, 2022, valued utilizing readily available market pricing (Level 1) observed from active trading on major national stock exchanges.

Interest rate derivatives: The fair value of the interest rate derivatives, characterized as either fair value or cash flow hedges, are calculated based on a discounted cash flow model. All future floating rate cash flows are projected and both floating rate and fixed rate cash flows are discounted to the valuation date. The benchmark interest rate curve utilized for projecting cash flows and applying appropriate discount rates is built by obtaining publicly available third party market quotes for various swap maturity terms.

Impaired loans: Impaired loans are those loans in which the Company has measured impairment based on the fair value of the loan's collateral or the discounted value of expected future cash flows. Fair value is generally determined based upon market value evaluations by third parties of the properties and/or estimates by management of working capital collateral or discounted cash flows based upon expected proceeds. These appraisals may include up to three approaches to value: the sales comparison approach, the income approach (for income-producing property), and the cost approach. Management modifies the appraised values, if needed, to take into account recent developments in the market or other factors, such as, changes in absorption rates or market conditions from the time of valuation and anticipated sales values considering management's plans for disposition. Such modifications to the appraised values could result in lower valuations of such collateral. Estimated costs to sell are based on current amounts of disposal costs for similar assets. These measurements are classified as Level 3 within the valuation hierarchy. Impaired loans are subject to nonrecurring fair value adjustment upon initial recognition or subsequent impairment. A portion of the allowance for loan losses is allocated to impaired loans if the value of such loans is deemed to be less than the unpaid balance.

The following tables summarize assets measured at fair value on a recurring basis as of the indicated dates, segregated by the level of valuation inputs within the hierarchy utilized to measure fair value:

	March 31, 2022			
(In thousands)	Level 1	Level 2	Level 3	Total Fair Value
Available-for-Sale Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ -	$ 30,022	$ -	$ 30,022
State and political subdivisions	-	42,871	-	42,871
Corporate	-	10,374	-	10,374
Asset backed securities	-	15,537	-	15,537
Residential mortgage-backed - US agency	-	22,040	-	22,040
Collateralized mortgage obligations - US agency	-	11,115	-	11,115
Collateralized mortgage obligations - Private label	-	61,313	-	61,313
Total		193,272		193,272
Corporate measured at NAV	-	-	-	4,652
Total available-for-sale securities	$ -	$ 193,272	$ -	$ 197,924
Marketable equity securities measured at NAV	$ 1,230	$ -	$ -	$ 1,230
Interest rate swap derivative fair value hedges	$ -	$ (894)	$ -	$ (894)
Interest rate swap derivative cash flow hedges	$ -	$ 262	$ -	$ 262

	December 31, 2021			
(In thousands)	Level 1	Level 2	Level 3	Total Fair Value
Available-for-Sale Portfolio				
Debt investment securities:				
US Treasury, agencies and GSEs	$ -	$ 32,273	$ -	$ 32,273
State and political subdivisions	-	39,199	-	39,199
Corporate	-	9,630	-	9,630
Asset backed securities	-	13,613	-	13,613
Residential mortgage-backed - US agency	-	22,164	-	22,164
Collateralized mortgage obligations - US agency	-	12,285	-	12,285
Collateralized mortgage obligations - Private label	-	56,731	-	56,731
Total	-	185,895	-	185,895
Corporate measured at NAV	-	-	-	4,497
Total available-for-sale securities	$ -	$ 185,895	$ -	$ 190,392
Marketable equity securities measured at NAV	$ 677	$ -	$ -	$ 677
Interest rate swap derivative fair value hedge	$ -	$ (152)	$ -	$ (152)
Interest rate swap derivative cash flow hedges	$ -	$ (387)	$ -	$ (387)

Pathfinder Bank had the following assets measured at fair value on a nonrecurring basis as of March 31, 2022 and December 31, 2021:

	March 31, 2022			
(In thousands)	Level 1	Level 2	Level 3	Total Fair Value
Impaired loans	$ -	$ -	$ 793	$ 793

	December 31, 2021			
(In thousands)	Level 1	Level 2	Level 3	Total Fair Value
Impaired loans	$ -	$ -	$ 4,182	$ 4,182

The following table presents additional quantitative information about assets measured at fair value on a nonrecurring basis and for which Level 3 inputs were used to determine fair value at the indicated dates.

	Quantitative Information about Level 3 Fair Value Measurements		
	Valuation Techniques	Unobservable Input	Range (Weighted Avg.)
At March 31, 2022			
Impaired loans	Appraisal of collateral	Appraisal Adjustments	5% - 30% (17%)
	(Sales Approach)	Costs to Sell	7% - 14% (12%)
	Discounted Cash Flow		

	Quantitative Information about Level 3 Fair Value Measurements		
	Valuation Techniques	Unobservable Input	Range (Weighted Avg.)
At December 31, 2021			
Impaired loans	Appraisal of collateral	Appraisal Adjustments	5% - 30% (15%)
	(Sales Approach)	Costs to Sell	7% - 14% (10%)
	Discounted Cash Flow		

There have been no transfers of assets into or out of any fair value measurement level during the three months ended March 31, 2022.

Required disclosures include fair value information of financial instruments, whether or not recognized in the consolidated statement of condition, for which it is practicable to estimate that value. In cases where quoted market prices are not available, fair values are based on estimates using present value or other valuation techniques. Those techniques are significantly affected by the assumptions used, including the discount rate and estimates of future cash flows. In that regard, the derived fair value estimates cannot be substantiated by comparison to independent markets and, in many cases, could not be realized in immediate settlement of the instrument.

The Company has various processes and controls in place to ensure that fair value is reasonably estimated. The Company performs due diligence procedures over third-party pricing service providers in order to support their use in the valuation process.

While the Company believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different estimate of fair value at the reporting date.

Management uses its best judgment in estimating the fair value of the Company’s financial instruments; however, there are inherent weaknesses in any estimation technique. Therefore, for substantially all financial instruments, the fair value estimates herein are not necessarily indicative of the amounts the Company could have realized in a sales transaction on the dates indicated. The estimated fair value amounts have been measured as of their respective period-ends, and have not been re-evaluated or updated for purposes of these financial statements subsequent to those respective dates. As such, the estimated fair values of these financial instruments subsequent to the respective reporting dates may be different than the amounts reported at each period-end.

Under FASB ASC Topic 820 for Fair Value Measurements and Disclosures, the financial assets and liabilities were valued at a price that represents the Company’s exit price or the price at which these instruments would be sold or transferred.

The following information should not be interpreted as an estimate of the fair value of the entire Company since a fair value calculation is only provided for a limited portion of the Company’s assets and liabilities. Due to a wide range of valuation techniques and the degree of subjectivity used in making the estimates, comparisons between the Company’s disclosures and those of other companies may not be meaningful. The Company, in estimating its fair value disclosures for financial instruments, used the following methods and assumptions:

Cash and cash equivalents – The carrying amounts of these assets approximate their fair value and are classified as Level 1.

Federal Home Loan Bank stock – The carrying amount of these assets approximates their fair value and are classified as Level 2.

Net loans – For variable-rate loans that re-price frequently, fair value is based on carrying amounts. The fair value of other loans (for example, fixed-rate commercial real estate loans, mortgage loans, and commercial and industrial loans) is estimated using discounted cash flow analysis, based on interest rates currently being offered in the market for loans with similar terms to borrowers of similar credit quality. Loan value estimates include judgments based on expected prepayment rates. The measurement of the fair value of loans, including impaired loans, is classified within Level 3 of the fair value hierarchy.

Accrued interest receivable and payable – The carrying amount of these assets approximates their fair value and are classified as Level 1.

Deposits – The fair values disclosed for demand deposits (e.g., interest-bearing and noninterest-bearing checking, passbook savings and certain types of money management accounts) are, by definition, equal to the amount payable on demand at the reporting date (i.e., their carrying amounts) and are classified within Level 1 of the fair value hierarchy. Fair values for fixed-rate certificates of deposit are estimated using a discounted cash flow calculation that applies interest rates currently being offered in the market on certificates of deposits to a schedule of aggregated expected monthly maturities on time deposits. Measurements of the fair value of time deposits are classified within Level 2 of the fair value hierarchy.

Borrowings – Fixed/variable term "bullet" structures are valued using a replacement cost of funds approach. These borrowings are discounted to the FHLBNY advance curve. Option structured borrowings' fair values are determined by the FHLB for borrowings that include a call or conversion option. If market pricing is not available from this source, current market indications from the FHLBNY are obtained and the borrowings are discounted to the FHLBNY advance curve less an appropriate spread to adjust for the option. These measurements are classified as Level 2 within the fair value hierarchy.

Subordinated loans – The Company secures quotes from its pricing service based on a discounted cash flow methodology or utilizes observations of recent highly-similar transactions which result in a Level 2 classification.

The carrying amounts and fair values of the Company's financial instruments as of the indicated dates are presented in the following table:

		March 31, 2022		December 31, 2021	
(In thousands)	Fair Value Hierarchy	Carrying Amounts	Estimated Fair Values	Carrying Amounts	Estimated Fair Values
Financial assets:					
Cash and cash equivalents	1	$ 37,184	$ 37,184	$ 37,149	$ 37,149
Investment securities - available-for-sale	2	193,272	193,272	185,895	185,895
Investment securities - available-for-sale	NAV	4,652	4,652	4,497	4,497
Investment securities - marketable equity	1	1,230	1,230	677	677
Investment securities - held-to-maturity	2	167,997	164,791	160,923	162,805
Federal Home Loan Bank stock	2	3,533	3,533	4,189	4,189
Net loans	3	842,584	835,644	819,524	819,721
Accrued interest receivable	1	4,740	4,740	4,520	4,520
Interest rate swap derivative fair value hedges	2	4,229	4,229	1,308	1,308
Financial liabilities:					
Demand Deposits, Savings, NOW and MMDA	1	$ 748,162	$ 748,162	$ 694,089	$ 694,089
Time Deposits	2	365,915	361,757	361,257	360,680
Borrowings	2	62,521	59,951	77,098	76,957
Subordinated loans	2	29,604	29,896	29,563	30,627
Accrued interest payable	1	122	122	106	106
Interest rate swap derivative fair value hedges	2	894	894	152	152
Interest rate swap derivative cash flow hedges	2	(262)	(262)	387	387

Note 11: Interest Rate Derivatives

The Company is exposed to certain risks from both its business operations and changes in economic conditions. As part of managing interest rate risk, the Company enters into standardized interest rate derivative contracts (designated as hedging agreements) to modify the repricing characteristics of certain portions of the Company's portfolios of earning assets and interest-bearing liabilities. The Company designates interest rate hedging agreements utilized in the management of interest rate risk as either fair value hedges or cash flow hedges. Interest rate hedging agreements are generally entered into with counterparties that meet established credit standards and the agreements contain master netting, collateral and/or settlement provisions protecting the at-risk party. Based on adherence to the Company's credit standards and the presence of the netting, collateral or settlement provisions, the Company believes that the credit risk inherent in these contracts was not material at March 31, 2022. Interest rate hedging agreements are recorded at fair value as other assets or liabilities. The Company had no material derivative contracts not designated as hedging agreements at March 31, 2022 or December 31, 2021.

As a result of interest rate fluctuations, fixed-rate assets and liabilities will appreciate or depreciate in fair value. When effectively hedged, this appreciation or depreciation will generally be offset by changes in the fair value of derivative instruments that are linked to the hedged assets and liabilities. This strategy is referred to as a fair value hedge. In a fair value hedge, the fair value of the derivative (the interest rate hedging agreement) and changes in the fair value of the hedged item are recorded in the Company's consolidated balance sheet with the corresponding gain or loss recognized in current earnings. The difference between changes in the fair value of the interest rate hedging agreements and the hedged items represents hedge ineffectiveness and is recorded as an adjustment to the interest income or interest expense of the respective hedged item.

Cash flows related to floating rate assets and liabilities will fluctuate with changes in underlying rate indices. When effectively hedged, the increases or decreases in cash flows related to the floating-rate asset or liability will generally be offset by changes in cash flows of the derivative instruments designated as a hedge. This strategy is referred to as a cash flow hedge. In a cash flow hedge, the effective portion of the derivative's gain or loss is initially reported as a component of other comprehensive income and subsequently reclassified into earnings when the forecasted transaction affects earnings. The ineffective portion of the derivative's gain or loss on cash flow hedges is accounted for similar to that associated with fair value hedges.

Among the array of interest rate hedging contracts, potentially available to the Company, are interest rate swap and interest rate cap (or floor) contracts. The Company uses interest rate swaps, cap or floor contracts as part of its interest rate risk management strategy. Interest rate swaps involve the receipt of variable amounts from a counterparty in exchange for the Company making fixed payments over the life of the agreements without the exchange of the underlying notional amount. An interest rate cap is a type of interest rate derivative in which the buyer receives payments at the end of each contractual period in which the index interest rate exceeds the contractually agreed upon strike price rate. The purchaser of a cap contract will continue to benefit from any rise in interest rates above the strike price. Similarly, an interest rate floor is a derivative contract in which the buyer receives payments at the end of each period in which the interest rate is below the agreed strike price. The purchaser of a floor contract will continue to benefit from any rise in interest rates above the strike price.

The Company records various hedges in the consolidated statements of condition at fair value. The Company's accounting treatment for these derivative instruments is based on the instruments hedge designation determined at the inception of each derivative instrument's contractual term. The following tables show the Company's outstanding fair value hedges at March 31, 2022 and December 31, 2021:

(In thousands)	Carrying Amount of the Hedged Assets at March 31, 2022		Cumulative Amount of Fair Value Hedging Adjustment Included in the Carrying Amount of the Hedged Assets at March 31, 2022		Carrying Amount of the Hedged Assets at December 31, 2021		Cumulative Amount of Fair Value Hedging Adjustment Included in The Carrying Amount of the Hedged Assets at December 31, 2021	
Line item on the balance sheet in which the hedged item is included:								
Available-for-sale securities (1)	$	65,636	$	(4,229)	$	61,808	$	(1,308)
Loans receivable (2)	$	39,887	$	(894)	$	41,651	$	(152)

(1) These amounts represent the amortized cost basis of specifically identified municipal securities designated as the underlying assets for the hedging relationship. The notional amount of the designated hedged item was $65.6 million and $61.8 million at March 31, 2022 and December 31, 2021, respectively. At March 31, 2022, the fair value of the derivative resulted in a net asset position of $4.2 million and $1.3 million recorded by the Company in other assets at March 31, 2022 and December 31, 2021. The Company's participation in the fair value hedge had an immaterial effect on recorded interest income at March 31, 2022 and December 31, 2021.

(2) These amounts include the amortized cost of a specific loan pool designated as the underlying asset for the hedging relationship in which the hedged item is the underlying asset's amortized cost (last layer) projected to be remaining at the end of the contractual term of the hedging instrument. The amount of the designated hedged item was $39.9 million and $41.7 million as of March 31, 2022 and December 31, 2021, respectively. At March 31, 2022, the fair value of the derivative resulted in a net asset position of $894,000, recorded by the Company in other assets. The Company's participation in the fair value hedge had an immaterial effect on recorded interest income at March 31, 2022 and December 31, 2021.

The following table shows the pre-tax gains and losses of the Company's derivatives designated as cash flow hedges in OCI at March 31, 2022 and December 31, 2021:

(In thousands)		March 31, 2022		December 31, 2021
Cash flow hedges:				
Fair market value adjustment interest rate swap		262		(387)
Total loss in comprehensive income	$	262	$	(387)

The amounts of hedge ineffectiveness, recognized at March 31, 2022 and December 31, 2021 for cash flow hedges were not material to the Company's consolidated results of operations. A portion of, or the entire amount included in accumulated other comprehensive loss would be reclassified into current earnings should a portion of, or the entire hedge, no longer be considered effective. Management believes that the hedges will remain fully effective during the remaining term of the respective hedging contracts. The changes in the fair values of the interest rate hedging agreements primarily result from the effects of changing index interest rates and the reduction of the time each quarter between the measurements date and the contractual maturity date of the hedging instrument.

The Company manages its potential credit exposure on interest rate swap transactions by entering into bilateral credit support agreements with each contractual counterparty. These agreements require collateralization of credit exposures beyond specified minimum threshold amounts. At March 31, 2022 the Company posted cash, held in an interest-bearing refundable escrow arrangement, in the amount of $1.6 million in order to satisfy collateral requirements associated with its hedging contracts.

Note 12: Accumulated Other Comprehensive Income (Loss)

Changes in the components of accumulated other comprehensive income (loss) (“AOCI”), net of tax, for the periods indicated are summarized in the tables below.

	For the three months ended March 31, 2022				
(In thousands)	Retirement Plans	Unrealized Loss on Available-for-Sale Securities	Unrealized Gain on Derivatives and Hedging Activities	Unrealized Gain on Securities Transferred to Held-to-Maturity	Total
Beginning balance	$ (1,412)	$ 428	$ (286)	$ 2	$ (1,268)
Other comprehensive income before reclassifications	-	(4,271)	480	-	(3,791)
Amounts reclassified from AOCI	1	-	-	-	1
Ending balance	$ (1,411)	$ (3,843)	$ 194	$ 2	$ (5,058)

	For the three months ended March 31, 2021				
(In thousands)	Retirement Plans	Unrealized Gain on Available-for-Sale Securities	Unrealized Loss on Derivatives and Hedging Activities	Unrealized Loss on Securities Transferred to Held-to-Maturity	Total
Beginning balance	$ (2,093)	$ 837	$ (966)	$ (14)	$ (2,236)
Other comprehensive income before reclassifications	-	271	173	5	449
Amounts reclassified from AOCI	19	-	-	-	19
Ending balance	$ (2,074)	$ 1,108	$ (793)	$ (9)	$ (1,768)

The following table presents the amounts reclassified out of each component of AOCI for the indicated period:

		Amount Reclassified from AOCI (1) (Unaudited)	
(In thousands)		For the three months ended	
Details about AOCI (1) components	Affected Line Item in the Statement of Income	March 31, 2022	March 31, 2021
Retirement plan items			
Retirement plan net losses recognized in plan expenses (2)	Salaries and employee benefits	$ (1)	$ (26)
Tax effect	Provision for income taxes	-	7
	Net Income	$ (1)	$ (19)

(1) Amounts in parentheses indicates debits in net income.
(2) These items are included in net periodic pension cost. See Note 5 for additional information.

Note 13: Noninterest Income

The Company has included the following table regarding the Company's noninterest income for the periods presented.

	For the three months ended March 31,	
(In thousands)	2022	2021
Service fees		
Insufficient funds fees	$ 118	$ 190
Deposit related fees	102	97
ATM fees	39	44
Total service fees	259	331
Fee Income		
Insurance commissions	299	279
Investment services revenue	97	83
ATM fees surcharge	48	51
Banking house rents collected	55	63
Total fee income	499	476
Card income		
Debit card interchange fees	228	221
Merchant card fees	16	15
Total card income	244	236
Mortgage fee income and realized gain on sale of loans and foreclosed real estate		
Loan servicing fees	117	90
Net gains on sales of loans and foreclosed real estate	63	120
Total mortgage fee income and realized gain on sale of loans and foreclosed real estate	180	210
Total	1,182	1,253
Earnings and gain on bank owned life insurance	162	125
Net loss on sale and redemption of investment securities	(6)	-
Gains on marketable equity securities	68	234
Net gains on sale of premises and equipment	-	201
Other miscellaneous income	197	32
Total noninterest income	$ 1,603	$ 1,845

The following is a discussion of key revenues within the scope of the new revenue guidance:

- *Service fees* – Revenue is earned through insufficient funds fees, customer initiated activities or passage of time for deposit related fees, and ATM service fees. Transaction-based fees are recognized at the time the transaction is executed, which is the same time the Company's performance obligation is satisfied. Account maintenance fees are earned over the course of the month as the monthly maintenance performance obligation to the customer is satisfied.
- *Fee income* – Revenue is earned through commissions on insurance and securities sales, ATM surcharge fees, and banking house rents collected. The Company earns investment advisory fee income by providing investment management services to customers under investment management contracts. As the direction of investment management accounts is provided over time, the performance obligation to investment management customers is satisfied over time, and therefore, revenue is recognized over time.
- *Card income* – Card income consists of interchange fees from consumer debit card networks and other related services. Interchange rates are set by the card networks. Interchange fees are based on purchase volumes and other factors and are recognized as transactions occur.
- *Mortgage fee income and realized gain on sale of loans and foreclosed real estate* – Revenue from mortgage fee income and realized gain on sale of loans and foreclosed real estate is earned through the origination of residential

and commercial mortgage loans, sales of one-to-four family residential mortgage loans, sales of government guarantees portions of Small Business Administration loans ("SBA loans"), and sales of foreclosed real estate, and is earned as the transaction occurs.

Note 14: Leases

The Company has operating and finance leases for certain banking offices and land under noncancelable agreements. Our leases have remaining lease terms that vary from less than two years up to 30 years, some of which include options to extend the leases for various renewal periods. All options to renew are included in the current lease term when we believe it is reasonably certain that the renewal options will be exercised.

The components of lease expense are as follows:

	For the three months ended	
(In thousands)	March 31, 2022	March 31, 2021
Operating lease cost	$ 57	$ 57
Finance lease cost	21	20

Supplemental cash flow information related to leases was as follows:

	For the three months ended	
(In thousands)	March 31, 2022	March 31, 2021
Cash paid for amount included in the measurement of lease liabilities:		
Operating cash flows from operating leases	$ 52	$ 52
Operating cash flows from finance leases	21	20
Financing cash flows from finance leases	18	18

Supplemental balance sheet information related to leases was as follows:

	For the three months ended	
(In thousands, except lease term and discount rate)	March 31, 2022	March 31, 2021
Operating Leases:		
Operating lease right-of-use assets	$ 2,102	$ 2,136
Operating lease liabilities	$ 2,409	$ 2,440
Finance Leases:		
Financial Liability	$ 599	$ 596
Weighted Average Remaining Lease Term:		
Operating Leases	18.16 years	18.29 years
Finance Leases	27.17 years	27.42 years
Weighted Average Discount Rate:		
Operating Leases	3.73%	3.73%
Finance Leases	13.75%	13.75%

Maturities of lease liabilities were as follows:

Three Months Ending March 31, 2022		
(In thousands)		
2023	$	85
2024		118
2025		118
2026		126
2027		133
Thereafter		2,428
Total minimum lease payments	$	3,008

The Company owns certain properties that it leases to unaffiliated third parties at market rates. Lease rental income was $55,000 and $63,000 for the three months ended March 31, 2022 and 2021 respectively. All lease agreements, in which the Company is the lessor, are accounted for as operating leases.

Note 15: COVID-19

The World Health Organization (the "WHO") declared COVID-19 a global pandemic on March 11, 2020. In the United States, by the end of March 2020, the rapid spread of the COVID-19 virus invoked various Federal and New York State authorities to make emergency declarations and issue executive orders to limit the spread of the disease. Measures included severe restrictions on international and domestic travel, limitations on public gatherings, implementation of social distancing and sanitization protocols, school closings, orders to shelter in place and mandates to close all non-essential businesses to the public. To varying degrees, these very substantial mandated curtailments of social and economic activity had been progressively relaxed in the United States during the first and second quarters of 2021. This relaxation of the social and economic restrictions followed the increasingly wide-spread availability of vaccines that were first made available to the most vulnerable population segments in late 2020. These vaccines are generally considered to be effective in reducing the severity of the infection, if contracted, and in slowing the rate of spread of the coronavirus. However, the percentage of unvaccinated people in the United States, and the potential for future mutations of the coronavirus, remain significant long-term public health and economic concerns.

The Coronavirus Aid, Relief, and Economic Security Act ("CARES Act"), signed into law on March 27, 2020, provided financial assistance in various forms to both businesses and consumers, including the establishment and funding of the Paycheck Protection Program ("PPP"). In addition, the CARES Act also created many directives affecting the operations of financial services providers, such as the Company, including a forbearance program for federally-backed mortgage loans and protections for borrowers from negative credit reporting due to loan accommodations related to the national emergency. The banking regulatory agencies likewise issued guidance encouraging financial institutions to work prudently with borrowers who were, or may be, unable to meet their contractual payment obligations because of the effects of COVID-19. The Company has worked to assist its business and consumer customers affected by COVID-19. While the CARES Act is widely-considered to have been beneficial to the economic recovery and supportive of the Company's business activities, the long-term effect of this legislation on the operations of the Company cannot be determined with certainty at this time.

As of the date of this filing, a variant of the coronavirus, referred to as the "Omicron" variant, has emerged in the United States and remains a significant concern in some regions and potentially, throughout the country. As a result, certain previously-relaxed social distancing and safety protocols have been reinstated in some areas of the country and it is possible that such protocols will be reinstated broadly in the future. The economic effects of these varying protocol reinstatement actions on the Company's operations cannot be determined with certainty at this time.

Note 16: Related Party Transactions:

In the ordinary course of business, the Company has granted loans to certain directors, executive officers and their affiliates (collectively referred to as "related parties"). None of the related party loans were classified as nonaccrual, past due, restructured, or potential problem loans at March 31, 2022 or December 31, 2021.

The following represents the activity associated with loans to related parties during the three months ended March 31, 2022 and the year ended December 31, 2021:

(In thousands)		2022		2021
Balance at the beginning of the period	$	22,427	$	22,445
Originations and related party additions		18		8,007
Principal payments and related party removals		(1,220)		(8,025)
Balance at the end of the period	$	21,225	$	22,427

Item 2 - Management's Discussion and Analysis of Financial Condition and Results of Operations (Unaudited)

General

The Company is a Maryland corporation headquartered in Oswego, New York. The Company is 100% owned by public shareholders. The primary business of the Company is its investment in Pathfinder Bank (the "Bank"), a New York State chartered commercial bank, which is 100% owned by the Company. The Bank has two wholly owned operating subsidiaries, Pathfinder Risk Management Company, Inc. ("PRMC") and Whispering Oaks Development Corp. All significant inter-company accounts and activity have been eliminated in consolidation. Although the Company owns, through its subsidiary PRMC, 51% of the membership interest in FitzGibbons Agency, LLC ("Fitzgibbons" or "Agency"), the Company is required to consolidate 100% of FitzGibbons within the consolidated financial statements. The 49% of which the Company does not own, is accounted for separately as a noncontrolling interest within the consolidated financial statements. At March 31, 2022, the Company and subsidiaries had total consolidated assets of $1.33 billion, total consolidated liabilities of $1.22 billion and shareholders' equity of $109.1 million, plus noncontrolling interest of $390,000, which represents the 49% of FitzGibbons not owned by the Company.

The following discussion reviews the Company's financial condition at March 31, 2022 and the results of operations for the three month period ended March 31, 2022 and 2021. Operating results for the three months ended March 31, 2022 are not necessarily indicative of the results that may be expected for the year ending December 31, 2022 or any other period.

The following material under the heading "Management's Discussion and Analysis of Financial Condition and Results of Operations" is written with the presumption that the users of the interim financial statements have read, or have access to, the Company's latest audited financial statements and notes thereto, together with Management's Discussion and Analysis of Financial Condition and Results of Operations included in the 2021 Annual Report on Form 10-K filed with the Securities and Exchange Commission on March 25, 2022 ("the consolidated annual financial statements") as of December 31, 2021 and 2020 and for the two years then ended. Therefore, only material changes in financial condition and results of operations are discussed in the remainder of Item 2.

Statement Regarding Forward-Looking Statements

Certain statements contained herein are "forward looking statements" within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934. This report contains forward-looking statements that are based on assumptions and may describe future plans, strategies and expectations of the Company. These forward-looking statements are generally identified by use of the words "believe," "expect," "intend," "anticipate," "estimate," "project" or similar expressions. The Company's ability to predict results or the actual effect of future plans or strategies is inherently uncertain. Factors which could have a material adverse effect on the operations of the Company and its subsidiaries include, but are not limited to:

- Credit quality and the effect of credit quality on the adequacy of our allowance for loan losses;
- Deterioration in financial markets that may result in impairment charges relating to our securities portfolio;
- Competition in our primary market areas;
- Changes in interest rates, inflation and national or regional economic conditions;
- Changes in monetary and fiscal policies of the U.S. Government, including policies of the U.S. Treasury and the Federal Reserve Board;

- Significant government regulations, legislation and potential changes thereto;
- A reduction in our ability to generate or originate revenue-producing assets as a result of compliance with heightened capital standards;
- Increased cost of operations due to greater regulatory oversight, supervision and examination of banks and bank holding companies, and higher deposit insurance premiums;
- Cyberattacks, computer viruses and other technological threats that may breach the security of our websites or other systems;
- Technological changes that may be more difficult or expensive than expected;
- Government action in response to the COVID-19 pandemic and its effects on our business and operations, including vaccination mandates and their effects on our workforce, human capital resources and infrastructure;
- Limitations on our ability to expand consumer product and service offerings due to anticipated stricter consumer protection laws and regulations; and
- Other risks described herein and in the other reports and statements we file with the SEC.

Any one or a combination of the factors identified above could negatively impact our business, financial condition and results of operations and prospects. These risks and uncertainties should be considered in evaluating forward-looking statements and undue reliance should not be placed on such statements. Except as required by applicable law or regulation, the Company does not undertake, and specifically disclaims any obligation, to release publicly the result of any revisions that may be made to any forward-looking statements to reflect events or circumstances after the date of the statements or to reflect the occurrence of anticipated or unanticipated events.

COVID-19 Response

The World Health Organization (the “WHO”) declared COVID-19 a global pandemic on March 11, 2020. In the United States, by the end of March 2020, the rapid spread of the COVID-19 virus invoked various Federal and New York State authorities to make emergency declarations and issue executive orders to limit the spread of the disease. Measures included severe restrictions on international and domestic travel, limitations on public gatherings, implementation of social distancing and sanitization protocols, school closings, orders to shelter in place and mandates to close all non-essential businesses to the public. To varying degrees, these very substantial mandated curtailments of social and economic activity had been progressively relaxed in the United States during 2021, and were partially reinstated in some cases due to new variant breakouts in various areas of the country. This relaxation of the social and economic restrictions followed the increasingly wide-spread availability of vaccines that were first made available to the most vulnerable population segments in late 2020. These vaccines are generally considered to be effective in reducing the severity of the infection, if contracted, and in slowing the rate of spread of the coronavirus. However, the percentage of unvaccinated people in the United States, and the potential for future mutations of the coronavirus, remain significant long-term public health and economic concerns.

As a result of the initial and continuing outbreak, and governmental responses thereto, the spread of the coronavirus caused us to modify our business practices, in some cases substantially. These modifications included restrictions on employee travel, employee work locations, and the cancellation of physical participation in meetings, events and conferences. During the most restrictive periods during the pandemic, the Company had many of its employees working remotely and significantly reduced physical customer contact with employees and other customers until the second quarter of 2021, when New York State relaxed the majority of its safety mandates. At March 31, 2022, the Bank’s offices and branches were fully accessible to the public. In the best interests of our employees, customers, and business partners, we will take further action, focused on safety, as may be required in the future by government authorities.

The Coronavirus Aid, Relief, and Economic Security Act (“CARES Act”), signed into law on March 27, 2020, provided financial assistance in various forms to both businesses and consumers, including the establishment and funding of the Paycheck Protection Program (“PPP”). In addition, the CARES Act also created many directives affecting the operations of financial service providers, such as the Company, including a forbearance program for federally-backed mortgage loans and protections for borrowers from negative credit reporting due to loan accommodations related to the national emergency. The banking regulatory agencies issued guidance encouraging financial institutions to work prudently with borrowers who were, or may be, unable to meet their contractual payment obligations because of the effects of COVID-19. The Company has worked to assist its business and consumer customers affected by COVID-19. While the CARES Act is widely-considered to have been beneficial to the economic recovery and supportive of the Company's business activities, the long-term effect of this legislation on the operations of the Company cannot be determined with certainty at this time.

As of the date of this filing, variants of the coronavirus, referred to as the "Omicron" variant, along with sub-variants of Omicron, have emerged in the United States and remain a concern in some regions and potentially, throughout the country. These variants are believed to be more contagious than earlier variants of the coronavirus. Certain previously-relaxed social distancing and safety protocols may have to be reinstated locally or in other regions of the country and it is possible that such protocols will be reinstated broadly in the future. The economic effects of these varying protocol reinstatement actions on the Company's operations cannot be determined with certainty at this time.

Paycheck Protection Program

The Bank participated in all rounds of the PPP funded by the U.S. Treasury Department and administered by the U.S. SBA pursuant to the CARES Act and subsequent legislation. PPP loans have an interest rate of 1.0% and a two-year or five-year loan term to maturity. The SBA guarantees 100% of the PPP loans made to eligible borrowers. The entire principal amount of the borrower's PPP loan, including any accrued interest, is eligible to be reduced by the loan forgiveness amount under the PPP so long as employee and compensation levels of the business are maintained and the loan proceeds are used for qualifying expenses. The PPP ended in May 2021. Information related to the Company's PPP loans are included in the following tables:

Unaudited	For the three months ended			
(In thousands, except number of loans)	March 31, 2022		March 31, 2021	
Number of PPP loans originated in the period		-		421
Funded balance of PPP loans originated in the period	$	-	$	34,487
Number of PPP loans forgiven in the period		93		206
Balance of PPP loans forgiven in the period	$	6,096	$	18,581
Deferred PPP fee income recognized in the period	$	278	$	412

	For the three months ended			
(In thousands, except number of loans)	March 31, 2022		March 31, 2021	
Unearned PPP deferred fee income at end of period	$	440	$	1,468

(In thousands, except number of loans)	Number	Balance	
Total PPP loans originated since inception	1,177	$	111,721
Total PPP loans forgiven since inception	1,025	$	98,429
Total PPP loans remaining at March 31, 2022	152	$	13,292

Application of Critical Accounting Estimates

The Company's consolidated quarterly financial statements are prepared in accordance with accounting principles generally accepted in the United States and follow practices within the banking industry. Application of these principles requires management to make estimates, assumptions, and judgments that affect the amounts reported in the consolidated quarterly financial statements and accompanying notes. These estimates, assumptions, and judgments are based on information available as of the date of the financial statements; accordingly, as this information changes, the financial statements could reflect different estimates, assumptions, and judgments. Certain accounting policies inherently have a greater reliance on the use of estimates, assumptions, and judgments and, as such, have a greater possibility of producing results that could be materially different than originally reported. Estimates, assumptions, and judgments are necessary when assets and liabilities are required to be recorded at fair value or when an asset or liability needs to be recorded contingent upon a future event. Carrying assets and liabilities at fair value inherently results in more financial statement volatility. The fair values and information used to record valuation adjustments for certain assets and liabilities are based on quoted market prices or are provided by unaffiliated third-party sources, when available. When third party information is not available, valuation adjustments are estimated in good faith by management.

The most significant accounting policies followed by the Company are presented in Note 1 to the annual audited consolidated financial statements. These policies, along with the disclosures presented in the other financial statement notes and in this discussion, provide information on how significant assets and liabilities are valued in the consolidated quarterly financial statements and how those values are determined. Based on the valuation techniques used and the sensitivity of financial statement amounts to the methods, assumptions, and estimates underlying those amounts, management has identified the allowance for loan losses, deferred income taxes, pension obligations, the evaluation of investment securities for other than temporary impairment, the estimation of fair values for accounting and disclosure purposes, and the evaluation of goodwill for impairment to be the accounting areas that require the most subjective and complex judgments. These areas could be the most subject to revision as new information becomes available.

The allowance for loan losses represents management's estimate of probable loan losses inherent in the loan portfolio. Determining the amount of the allowance for loan losses is considered a critical accounting estimate because it requires significant judgment on the use of estimates related to the amount and timing of expected future cash flows on impaired loans, estimated losses on pools of homogeneous loans based on historical loss experience, and consideration of current economic trends and conditions, all of which may be susceptible to significant change.

Our Allowance for Loan and Lease Losses policy establishes criteria for selecting loans to be measured for impairment based on the following:

Residential and Consumer Loans:

- All loans rated substandard or worse, on nonaccrual status, and above our total related credit (“TRC”) threshold balance of $300,000.
- All Troubled Debt Restructured Loans.

Commercial Lines and Loans, Commercial Real Estate, and Tax-exempt loans:

- All loans rated substandard or worse, on nonaccrual status, and above our TRC threshold balance of $100,000.
- All Troubled Debt Restructured Loans.

Impairment is measured by determining the present value of expected future cash flows or, for collateral-dependent loans, the fair value of the collateral adjusted for market conditions and selling expenses as compared to the loan carrying value. For all other loans and leases, the Company uses the general allocation methodology that establishes an allowance to estimate the probable incurred loss for each risk-rating category.

Deferred income tax assets and liabilities are determined using the liability method. Under this method, the net deferred tax asset or liability is recognized for the future tax consequences. This is attributable to the differences between the financial statement carrying amounts of existing assets and liabilities and their respective tax bases as well as net operating and capital loss carry-forwards. Deferred tax assets and liabilities are measured using enacted tax rates applied to taxable income in the years in which those temporary differences are expected to be recovered or settled. The effect on deferred tax assets and liabilities of a change in tax rates is recognized in income tax expense in the period that includes the enactment date. If current available evidence about the future raises doubt about the likelihood of a deferred tax asset being realized, a valuation allowance is established. The judgment about the level of future taxable income, including that which is considered capital, is inherently subjective and is reviewed on a continual basis as regulatory and business factors change.

On April 7, 2021, the New York State Legislature approved comprehensive tax legislation as part of the State’s 2022 Fiscal Year budget. The legislation includes increased taxes on businesses and high-income individuals among other tax law revisions. Other provisions include amendments to the real estate transfer tax. The legislation increases the corporate franchise tax rate to 7.25% from 6.5% for tax years beginning on or after January 1, 2021 and before January 1, 2024 for taxpayers with a business income base greater than $5.0 million. In addition, the previously scheduled phase-out of the capital base tax has been delayed. The rate of the capital base was set to be reduced to 0% starting in 2021. The legislation imposes the tax at the rate of 0.1875% for tax years beginning on or after January 1, 2021 and before January 1, 2024, with the 0% rate to take effect in 2024. Management continues to evaluate the projected impact of this newly issued New York State tax legislation on the Company's financial condition and results of operations and believes that these provisions require an increase in the Company's income tax expense for the three months ended March 31, 2022, thereby requiring an increase in the Company's effective tax rate to 21% for the three months ended March 31, 2022 as compared to the effective tax rate of 20.6%, for the same three month period in 2021.

The Company's effective tax rate typically differs from the 21% federal statutory tax rate due primarily to New York State income taxes, partially offset by tax-exempt income from specific types of investment securities and loans, bank owned life insurance, and to a much lesser degree, the utilization of low income housing tax credits. Other variances from the federal statutory federal tax rate are due to the effects of transitional adjustments related to state income taxes. In addition, the tax effects of certain incentive stock option activity may reduce the Company's effective tax rate on a sporadic basis.

We maintain a noncontributory defined benefit pension plan covering most employees. The plan provides defined benefits based on years of service and final average salary. On May 14, 2012, we informed our employees of our decision to freeze participation and benefit accruals under the plan, primarily to reduce some of the volatility in earnings that can accompany the maintenance of a defined benefit plan. Pension and post-retirement benefit plan liabilities and expenses are based upon actuarial assumptions of future events; including fair value of plan assets, interest rates, and the length of time the Company will have to provide those benefits. The assumptions used by management are discussed in Note 14 to the consolidated annual financial statements.

The Company carries all of its available-for-sale investments at fair value with any unrealized gains or losses reported, net of tax, as an adjustment to shareholders' equity and included in accumulated other comprehensive income (loss), except for the credit-related portion of debt securities' impairment losses and other-than-temporary impairment ("OTTI") of equity securities which are charged to earnings. The Company's ability to fully realize the value of its investments in various securities, including corporate debt securities, is dependent on the underlying creditworthiness of the issuing organization. In evaluating the debt securities (both available-for-sale and held-to-maturity) portfolio for other-than-temporary impairment losses, management considers (1) if we intend to sell the security; (2) if it is "more likely than not" we will be required to sell the security before recovery of its amortized cost basis; or (3) if the present value of expected cash flows is insufficient to recover the entire amortized cost basis. When the fair value of a held-to-maturity or available-for-sale security is less than its amortized cost basis, an assessment is made as to whether OTTI is present. The Company considers numerous factors when determining whether a potential OTTI exists and the period over which the debt security is expected to recover. The principal factors considered are (1) the length of time and the extent to which the fair value has been less than the amortized cost basis, (2) the financial condition of the issue and (guarantor, if any) and adverse conditions specifically related to the security, industry or geographic area, (3) failure of the issuer of the security to make scheduled interest or principal payments, (4) any changes to the rating of the security by a nationally recognized statistical rating organization ("NRSRO"), and (5) the presence of credit enhancements, if any, including the guarantee of the federal government or any of its agencies.

The estimation of fair value is significant to several of our assets; including available-for-sale and marketable equity investment securities, intangible assets, foreclosed real estate, and the value of loan collateral when valuing loans. These are all recorded at either fair value, or the lower of cost or fair value. Fair values are determined based on third party sources, when available. Furthermore, accounting principles generally accepted in the United States require disclosure of the fair value of financial instruments as a part of the notes to the annual audited consolidated financial statements. Fair values on our available-for-sale securities may be influenced by a number of factors including market interest rates, prepayment speeds, discount rates, and the shape of yield curves.

Fair values for securities available-for-sale are obtained from unaffiliated third party pricing services. Where available, fair values are based on quoted prices on a nationally recognized securities exchange. If quoted prices are not available, fair values are measured using quoted market prices for similar benchmark securities. Management made no adjustments to the fair value quotes that were provided by the pricing sources. Fair values for marketable equity securities are based on quoted prices on a nationally recognized securities exchange for similar benchmark securities. The fair values of foreclosed real estate and the underlying collateral value of impaired loans are typically determined based on evaluations by third parties, less estimated costs to sell. When necessary, appraisals are updated to reflect changes in market conditions.

Management performs an annual evaluation of our goodwill for possible impairment at each of our reporting units. Based on the results of the December 31, 2021 evaluation, management has determined that the carrying value of goodwill was not impaired as of that date. Management will continuously evaluate all relevant economic and operational factors potentially affecting the Bank or the fair value of its assets, including goodwill. Should the current pandemic, or the future economic consequences thereof, require a significant and sustained change in the operations of the Bank, re-evaluations of the Bank's goodwill valuation will be conducted on a more frequent basis.

Recent Events

On March 25, 2022, the Company announced that its Board of Directors declared a cash dividend of $0.09 per share on the Company's voting common and non-voting common stock, and a cash dividend of $0.09 per notional share for the issued warrant relating to the fiscal quarter ended March 31, 2022. The dividend was payable to all shareholders of record on April 22, 2022 and was paid on May 6, 2022.

Overview and Results of Operations

The following represents the significant highlights of the Company's operating results between the first quarter of 2022 and the first quarter of 2021.

- Net income increased $796,000, or 37.0%, to $3.0 million.
- Basic and diluted earnings per share were both $0.49 per share and increased $0.13 per share from $0.36 per share.
- Return on average assets increased 22 basis points to 0.90% as the increase in income outpaced the increase in average assets.
- Net interest income, after provision for loan losses, increased $1.8 million, or 24.3%, to $9.4 million. Excluding the provision, net interest income increased $907,000, or 10.6%, to $9.5 million. The increase in net interest income, after provision for loan losses, was primarily due to the increase in the average balance of interest-earning assets, coupled with a decrease in the average rate paid on average interest-bearing liabilities. These increases were offset by a 10 basis point decrease in the average yield earned on the average balance of interest-earning assets. Additionally, a reduction in the provision for loan losses of $926,000 was reflective of improving asset quality metrics. The credit sensitive portfolios continue to be carefully monitored.
- The net interest margin for the first quarter of 2022 was 3.06%, a 21 basis point increase compared to 2.85% for the first quarter of 2021. This improvement reflects a 36 basis point decline in the average cost paid on interest-bearing liabilities, with a 10 basis point decrease in the average yield earned on interest-earning assets.
- The effective income tax rate increased .40% to 21.0% for the three months ended March 31, 2022 as compared to 20.6% for the same three month period in 2021. The increase in the tax rate in the first quarter of 2022, as compared to the same quarter in 2021, was primarily related to an increase in pretax income and an increase in New York State permanent differences, which created higher state taxable income subject to the tax rate of 7.25%.

The following reflects the significant changes in financial condition between December 31, 2021 and March 31, 2022. In addition, the following reflects significant changes in asset quality metrics between December 31, 2021, March 31, 2022 and March 31, 2021.

- Total assets increased $43.2 million, or 3.4% to $1.33 billion at March 31, 2022, as compared to December 31, 2021, primarily driven by higher investment securities' balances and loan balances.
- Asset quality metrics, as measured by net loan charge-offs, remained stable, in comparison to recent reporting periods. The annualized net loan charge-offs to average loans ratio was 0.02% for the first quarter of 2022, compared to 0.05% for the first quarter of 2021, and 0.10% for the fourth quarter of 2021. Nonperforming loans to total loans decreased 154 basis points to 0.93% at March 31, 2022, compared to 2.5% at March 31, 2021. Nonperforming loans to total loans decreased 7 basis points to 0.93% at March 31, 2022 compared to 1.0% at December 31, 2021. Correspondingly, the ratio of the allowance for loan losses to nonperforming loans was 163.8% at March 31, 2022, as compared to 64.2% at March 31, 2021, and 156.0% at December 31, 2021.

The Company had net income of $3.0 million for the three months ended March 31, 2022 compared to net income of $2.2 million for the three months ended March 31, 2021. The $796,000 increase in net income was due primarily to a $40,000 increase in interest and dividend income, an $867,000 decrease in interest expense, and a $926,000 decrease in the provision for loan losses. Partially offsetting the increases to net income was a $242,000 decrease in noninterest income, a $616,000 increase in noninterest expense and a $172,000 increase in income tax expense.

Net interest income before the provision for loan losses increased $907,000, or 10.6%, to $9.5 million for the three months ended March 31, 2022 as compared to $8.6 million for the same three month period in 2021. The increase was primarily a result of a 36 basis points decrease in the average cost of interest-bearing liabilities between the year-over-year first quarter periods. Further, the increase was a result of increases in average interest-earning asset balances, primarily in the investment categories, offset by a decrease in the average yield of interest-earning assets of 10 basis points to 3.54% for the three months ended March 31, 2022 from 3.6% for the same three month period of the previous year. The increase in interest income was partially reduced in the three months ended March 31, 2022 by reductions in the level of deferred PPP fee income recognized in the period due to the decreased levels of forgiveness in the three months ended March 31, 2022 as compared to the same three month period in the previous year.

In comparing the year-over-year first quarter periods, the return on average assets increased 22 basis points to 0.90% due to the combined effects of the increase in net income (the numerator in the ratio) and the increase in average assets (the denominator in the ratio). Average assets increased due to increases in average taxable securities of $21.0 million and average tax-exempt securities of $20.5 million in the first quarter of 2022, as compared to the same quarter of 2021. Average interest-bearing deposits increased $45.0 million in the first quarter of 2022, as compared with the same quarter in 2021. Noninterest-bearing deposits totaled $199.2 million at March 31, 2022, an increase of $18.7 million, or 10.4%, compared to March 31, 2021. The increases in noninterest-bearing deposits were primarily the result of the Bank's participation in the PPP, as well as ongoing growth in business banking relationships. In addition, the Bank has seen a general increase in the average account balance for consumer deposits consistent with similar increases generally reported throughout the industry. These increases are expected to be transitory and relate primarily to significant levels of economic stimulus combined with reduced levels of consumer spending related to the pandemic. At this time, it cannot be determined with certainty how long it will be before these deposits return to historically normal levels.

For the first three months of 2022, we recorded $102,000 in provision for loan losses as compared to $1.0 million in the same prior year three month period. The provision is reflective of (1) the qualitative factors used in determining the adequacy of the allowance for loan losses, (2) the size of the loan portfolio, and (3) delinquent and nonaccrual loans. The decline in the provision for loan losses in the first quarter of 2022, as compared to the same period in the first quarter of 2021, was primarily related to the improvement in the qualitative factors used by the Company to determine the provision in 2022, as compared to the same period in the previous year. The improvement in these qualitative factors was due to observed improvements in economic conditions during the second half of 2021 and the first quarter of 2022 that followed the easing of the most restrictive phases of the COVID-19 pandemic that had existed in 2020 and the first half of 2021. The credit sensitive portfolios continue to be carefully monitored. Please refer to the asset quality section below for a further discussion of asset quality as it relates to the allowance for loan losses.

Net Interest Income

Net interest income is the Company's primary source of operating income for payment of operating expenses and providing for loan losses. It is the amount by which interest earned on loans, interest-earning deposits, and investment securities, exceeds the interest paid on deposits and other interest-bearing liabilities. Changes in net interest income and net interest margin result from the interaction between the volume and composition of interest-earning assets, interest-bearing liabilities, related yields, and associated funding costs.

The following table sets forth information concerning average interest-earning assets and interest-bearing liabilities and the average yields and rates thereon for the periods indicated. Interest income and resultant yield information in the tables has not been adjusted for tax equivalency. Averages are computed on the daily average balance for each month in the period divided by the number of days in the period. Yields and amounts earned include loan fees. Nonaccrual loans have been included in interest-earning assets for purposes of these calculations.

	(Unaudited) For the three months ended March 31,					
	2022			2021		
Unaudited *(Dollars in thousands)*	Average Balance	Interest	Average Yield / Cost	Average Balance	Interest	Average Yield / Cost
Interest-earning assets:						
Loans	$ 845,461	$ 8,692	4.11%	$ 849,676	$ 8,847	4.16%
Taxable investment securities	329,291	2,168	2.63%	308,259	2,063	2.68%
Tax-exempt investment securities	32,721	118	1.44%	12,234	29	0.95%
Fed funds sold and interest-earning deposits	31,830	4	0.05%	32,414	3	0.04%
Total interest-earning assets	1,239,303	10,982	3.54%	1,202,583	10,942	3.64%
Noninterest-earning assets:						
Other assets	91,622			82,353		
Allowance for loan losses	(13,031)			(13,057)		
Net unrealized (losses)/gains on available-for-sale securities	(1,334)			1,314		
Total assets	$ 1,316,560			$ 1,273,193		
Interest-bearing liabilities:						
NOW accounts	$ 106,894	$ 71	0.27%	$ 94,951	$ 57	0.24%
Money management accounts	16,072	4	0.10%	15,597	4	0.10%
MMDA accounts	261,898	246	0.38%	235,289	255	0.43%
Savings and club accounts	138,585	48	0.14%	111,317	33	0.12%
Time deposits	377,907	596	0.63%	399,176	1,178	1.18%
Subordinated loans	29,578	412	5.57%	39,412	557	5.65%
Borrowings	63,528	138	0.87%	85,070	298	1.40%
Total interest-bearing liabilities	994,462	1,515	0.61%	980,812	2,382	0.97%
Noninterest-bearing liabilities:						
Demand deposits	199,164			180,442		
Other liabilities	11,904			11,944		
Total liabilities	1,205,530			1,173,198		
Shareholders' equity	111,030			99,995		
Total liabilities & shareholders' equity	$ 1,316,560			$ 1,273,193		
Net interest income		$ 9,467			$ 8,560	
Net interest rate spread			2.93%			2.67%
Net interest margin			3.06%			2.85%
Ratio of average interest-earning assets to average interest-bearing liabilities			124.62%			122.61%

As indicated in the above table, net interest income, before provision for loan losses, increased $907,000, or 10.6%, to $9.5 million for the three months ended March 31, 2022 as compared to $8.6 million for the same prior year period. This increase was due principally to the $36.7 million, or 3.1%, increase in the average balance of interest-earning assets, offset by a decrease of 10 basis points on the average yield earned on those assets. These positive factors on net interest income were partially offset by an increase in the average balance of interest-bearing liabilities of $13.7 million, or 1.4%. The negative effect of this increase in the average balance of interest-bearing liabilities on net interest income however, was partially offset by a decrease of 36 basis points on the average interest rate paid on those liabilities. In total, net interest margin increased 21 basis points to 3.06%. The following analysis should also be viewed in conjunction with the table below which reports the changes in net interest income attributable to rate and volume.

Interest and dividend income increased $40,000, or 0.1%, to $11.0 million for the three months ended March 31, 2022 compared to $10.9 million for the same three month period in 2021. This increase was due to an increase in the average balance of interest earning assets, which increased between the year-over-year first quarter periods by 3.1%, primarily as a result of an increase in the average balance of investment securities. The average balance of investment securities increased by $41.2 million primarily due to increased purchases of investment securities throughout the twelve months ended March 31, 2022. These increased investment security purchases were primarily funded by increased levels of customer deposits placed with the Bank during 2021. The decrease in the average yield earned on loans was primarily due to the recognition of deferred PPP fee income in the period due to the increased levels of forgiveness in the three month period ended March 31, 2022. PPP deferred fee recognition (recorded as an increase to loan interest income) was $278,000 in the three months ended March 31, 2022 as compared to $459,000 for the same three month period in 2021. Please refer to the PPP tables above for the full impact of PPP loans on average loan yields.

Interest expense for the three months ended March 31, 2022 decreased $867,000, or 36.4%, to $1.5 million when compared to the same prior year period. This decrease was primarily due to a 36 basis points decline in the cost of interest-bearing liabilities. Deposit interest expense decreased $562,000, or 36.8%, to $965,000 due to a 28 basis points decrease in the annualized average rate paid on deposits to 0.43% for the three months ended March 31, 2022, as compared to 0.71% for the three months ended March 31, 2021. This was partially offset by a $45.0 million increase in the average balance of interest-bearing deposits during the same time periods due to increases in average consumer, business and municipal deposit balances. These increases in average deposit balances were substantially derived from the effects of the various economic stimulus programs instituted in response to the Covid-19 pandemic, principally the PPP program and significant stimulus grant payments made to various municipalities and municipal agencies within the Bank’s customer base. This decrease in the average cost of deposits was primarily due to a 55 basis points decrease in the average rates paid on time deposits during the three months ended March 31, 2022, as compared to the same three month period in 2021, due to the general decline in market interest rates during 2021 after the first quarter of that year.

Net interest income for the three months ended March 31, 2022 was $9.5 million, compared to $9.7 million for the three months ended December 31, 2021. The average balance of interest-earning assets increased $54.2 million for the quarter ended March 31, 2022 to $1,239 million from $1,185 million for the quarter ended December 31, 2021. The net interest margin percentage decreased from 3.28% for the three months ended December 31, 2021 to 3.06% for the three months ended March 31, 2022. The primary driver of the decrease in net interest income and margin was a $205,000, or 1.8%, decrease in interest dividend income to $11.0 million for the three months ended March 31, 2022 compared to $11.2 million for the three months ended December 31, 2021. This decrease was primarily due to a $238,000 quarter-over-quarter decline in loan income in the quarter ended March 31, 2022, as compared to the immediately preceding quarter, This decline in loan income was primarily due to $102,000 in non-recurring settlement adjustments made in January of 2022, causing a quarter over quarter variance of $204,000 in loan income. The nonrecurring settlement adjustments related to two purchased loan pools, with an aggregate amortized cost of $43.5 million, acquired in the fourth quarter of 2021. In addition, loan income in the three months ended March 31, 2022 was lower than in the previous quarter as PPP deferred fee recognition (recorded as an increase to loan interest income) declined to $278,000 in the three months ended March 31, 2022 as compared to $408,000 for the three months ended December 31, 2021.

For the full year ended December 31, 2022, management projects a net interest margin of 3.13-3.18%. This is a forward looking projection relying on internal analyses performed by the Company’s management. These analyses are based on the interest-earning assets and liabilities held on the Company’s balance sheet at March 31, 2022. This projection considers both forecasted asset and liability repricing expectations as well as anticipated reinvestment rates for expected future asset and liability cash flows. The analyses were prepared in consideration of forward and spot Treasury and swap markets observations at March 31, 2022. These markets are subject to frequent and potentially significant changes and, therefore, no absolute assurance can be made as to the accuracy of the resultant forward projections.

Rate/Volume Analysis

Net interest income can also be analyzed in terms of the impact of changing interest rates on interest-earning assets and interest-bearing liabilities and changes in the volume or amount of these assets and liabilities. The following table represents the extent to which changes in interest rates and changes in the volume of interest-earning assets and interest-bearing liabilities have affected the Company’s interest income and interest expense during the periods indicated. Information is provided in each category with respect to: (i) changes attributable to changes in volume (change in volume multiplied by prior rate); (ii) changes attributable to changes in rate (changes in rate multiplied by prior volume); and (iii) total increase or decrease. Changes attributable to both rate and volume have been allocated ratably. Tax-exempt securities have not been adjusted for tax equivalency. Please refer to the PPP table in the previous section for information on PPP loans and the impact on loan income for the three months ended March 31, 2022 and 2021.–

	Three months ended March 31, 2022 vs. 2021 Increase/(Decrease) Due to		
Unaudited *(In thousands)*	**Volume**	**Rate**	**Total Increase (Decrease)**
Interest Income:			
Loans	$ (47)	$ (108)	$ (155)
Taxable investment securities	312	(207)	105
Tax-exempt investment securities	68	21	89
Interest-earning deposits	-	1	1
Total interest income	333	(293)	40
Interest Expense:			
NOW accounts	8	6	14
Money management accounts	-	-	-
MMDA accounts	116	(125)	(9)
Savings and club accounts	9	6	15
Time deposits	(60)	(522)	(582)
Subordinated loans	(137)	(8)	(145)
Borrowings	(64)	(96)	(160)
Total interest expense	(128)	(739)	(867)
Net change in net interest income	$ 461	$ 446	$ 907

Provision for Loan Losses

We establish a provision for loan losses, which is charged to operations, at a level management believes is appropriate to absorb probable incurred credit losses in the loan portfolio. In evaluating the level of the allowance for loan losses, management considers historical loss experience, the types of loans and the amount of loans in the loan portfolio, adverse situations that may affect the borrower's ability to repay, estimated value of any underlying collateral, and prevailing economic conditions. This evaluation is inherently subjective as it requires estimates that are susceptible to significant revision as more information becomes available or as future events change. The provision for loan losses represents management's estimate of the amount necessary to maintain the allowance for loan losses at an adequate level.

Management extensively reviews recent trends in historical losses, qualitative factors and specific reserve needs on loans individually evaluated for impairment in its determination of the adequacy of the allowance for loan losses. We recorded $102,000 in provision for loan losses for the three month period ended March 31, 2022, as compared to $1.0 million for the three month period ended March 31, 2021. The provisioning in the first quarter of 2022 and 2021 reflects management's determination of prudent additions to reserves considering loan mix changes, concentrations of loans in certain business sectors, factors related to loan quality metrics, and continued COVID-19 related economic uncertainty. The decrease in the provision for loan losses in the first quarter of 2022, as compared to the same period in 2021, was primarily related to the improvement in the qualitative factors used by the Company to determine the provision in the first quarter of 2022, as compared to the previous year's first quarter. The improvement in these qualitative factors was due to observed improvements in economic conditions during 2022 that followed the easing of the most restrictive phases of the COVID-19 pandemic that had existed in 2021. The Company's credit-sensitive portfolios continue to be carefully monitored.

The Company measures delinquency based on the amount of past due loans as a percentage of total loans. The ratio of delinquent loans to total loans decreased to 2.12% at March 31, 2022 as compared to 2.14% at December 31, 2021. Delinquent loans (numerator) increased $283,000 while total loan balances (denominator) increased $23.1 million at March 31, 2022, as compared to December 31, 2021. The increase in past due loans was primarily driven by an increase of $1.4 million in loans delinquent 60-89 days, partially offset by a $761,000 decrease in loans delinquent 30-59 days past due, and a $318,000 decrease in loans delinquent 90 days and over.

At March 31, 2022, there were $18.1 million in loans past due including $4.5 million in loans 30-59 days past due, $6.0 million in loans 60-89 days past due and $7.7 million in loans 90 or more days past due. At December 31, 2021, there were $17.9 million in loans past due including $5.2 million in loans 30-59 days past due, $4.6 million in loans 60-89 days past due and $8.0 million in loans 90 or more days past due.

Noninterest Income

The Company's noninterest income is primarily comprised of fees on deposit account balances and transactions, loan servicing, commissions, including insurance agency commissions, and net gains on sales of securities, loans, and foreclosed real estate.

The following table sets forth certain information on noninterest income for the periods indicated:

Unaudited	For the three months ended			
(Dollars in thousands)	March 31, 2022	March 31, 2021	Change	
Service charges on deposit accounts	$ 259	$ 331	$ (72)	-21.8%
Earnings and gain on bank owned life insurance	162	125	37	29.6%
Loan servicing fees	117	90	27	30.0%
Debit card interchange fees	228	221	7	3.2%
Insurance agency revenue	299	280	19	6.8%
Other charges, commissions and fees	413	243	170	70.0%
Noninterest income before (losses) gains	1,478	1,290	188	14.6%
Net gains on sales of securities, fixed assets, loans and foreclosed real estate	57	321	(264)	-82.2%
Gains on marketable equity securities	68	234	(166)	-70.9%
Total noninterest income	$ 1,603	$ 1,845	$ (242)	-13.1%

First quarter 2022 noninterest income was $1.6 million, a decrease of $242,000, or 13.1%, compared to $1.8 million for the same three-month period in 2021. The decrease in noninterest income, as compared to the same quarter of the previous year, was primarily due to a $201,000 non-recurring gain, recorded in the first quarter of 2021, related to the Bank’s sale of land previously held for development. Noninterest income categorized as recurring noninterest income was $1.5 million for the first quarter of 2022, reflecting a $188,000, or 14.6%, improvement over the first quarter of the prior year. Recurring noninterest income excludes unrealized gains on equity securities, gains on sales of loans, foreclosed real estate, and premises and equipment, as well as losses on investment securities.

Offsetting these increases in noninterest income before (losses) and gains for the three month period, were decreases of $264,000 in gains on sales of securities, fixed assets, loans and foreclosed real estate, and a $166,000 decrease in gains on marketable equity securities in the quarter ended March 31, 2022, as compared to the prior year in the same quarter.

Noninterest Expense

The following table sets forth certain information on noninterest expense for the periods indicated:

Unaudited	For the three months ended			
(Dollars in thousands)	March 31, 2022	March 31, 2021	Change	
Salaries and employee benefits	$ 4,049	$ 3,341	$ 708	21.2%
Building and occupancy	826	793	33	4.2%
Data processing	550	676	(126)	-18.6%
Professional and other services	393	417	(24)	-5.8%
Advertising	187	246	(59)	-24.0%
FDIC assessments	222	198	24	12.1%
Audits and exams	141	202	(61)	-30.2%
Insurance agency expense	204	206	(2)	-1.0%
Community service activities	62	88	(26)	-29.5%
Foreclosed real estate expenses	13	6	7	116.7%
Other expenses	605	463	142	30.7%
Total noninterest expenses	$ 7,252	$ 6,636	$ 616	9.3%

Total noninterest expense for the first quarter of 2022 was $7.3 million, an increase of $616,000, or 9.3%, compared to $6.6 million for the same three-month period in 2021. The increase was primarily driven by increases in salaries and employee benefits expense of $708,000, or 21.2%.

The $708,000 year-over-year increase in salaries and employee benefits expense was comprised of a $239,000 reduction in deferrals of personnel-related loan origination costs, a $207,000, or 7.9%, increase in salaries, a $206,000 increase in incentives expense and a $56,000 net increase in all other salaries and employee benefits expenses.

The $239,000 reduction in personnel-related costs deferred under generally accepted accounting principles in the first quarter of 2022, as compared to the same quarter in 2021, related to reduced levels of PPP loans loan originated in 2022 as compared to the previous year. The Company originated no PPP loans in the first quarter of 2022, as compared to $34.5 million in the first quarter of 2021.

The $207,000 increase in salaries expense was primarily due to increases in individual salaries, effective in the first quarter of 2022, as well as modest additions to staff headcount. The Company increased its salary structure for employees, where deemed to be appropriate, in late 2021 and early 2022 in order to effectively respond to inflationary and competitive pressures within our marketplace relative to the recruitment and retention of talent.

The $206,000 increase in incentives expense in the first quarter of 2022, as compared to the same quarter in 2021, was primarily due to reductions in the amounts paid in the first quarter of 2021 for management and sales incentives in response to reduced sales and business activity in 2020 as a result of the pandemic and adjustments made to the Bank's performance incentive plans. Management believes that the level of incentive expense in the first quarter of 2022 is indicative of the quarterly level of such expenses expected for the remainder of 2022.

Partially offsetting the increase in salaries and employee benefits expense was a $126,000, or 18.6%, reduction in data processing expenses, primarily the result of a reduction in ATM processing fees that was in turn primarily driven by third-party vendor refunds obtained through contract renegotiation activities.

At March 31, 2022, the Bank serviced 507 residential mortgage loans in the aggregate amount of $52.0 million that have been sold on a non-recourse basis to FNMA. FNMA is the only unrelated third-party that has acquired loans originated by the Bank. On an infrequent basis, loans previously sold to FNMA that subsequently default may be found to have underwriting defects that place the loans out of compliance with the representations and warranties made by the Bank. This can occur at any time while the loan is outstanding. In such cases, the Bank is required to repurchase the defaulted loans from FNMA. Repurchase losses sustained by the Bank include all costs incurred by FNMA as part of the foreclosure process, including items such as delinquent property taxes and legal fees. No such claims against the Bank were made by FNMA in the three month periods ended in either March 31, 2022 or March 31, 2021. Management continues to monitor the underwriting standards applied to all residential mortgage loan originations and subsequent sales through its quality control processes and considers these occurrences and their related expenses to be isolated instances.

Income Tax Expense

Income tax expense increased $172,000 to $721,000, with an effective tax rate of 21.0%, for the quarter ended March 31, 2022, as compared to $549,000, with an effective tax rate of 20.6%, for the same three month period in 2021. The increase in income tax expense in the current quarter, as compared to the same quarter in 2021, was primarily attributable to the year-over-year quarterly increase in pre-tax net income. The federal statutory rate applied to pretax income was 21% for the three month periods ended March 31, 2022 and 2021.

On April 7, 2021, the New York State Legislature approved comprehensive tax legislation as part of the State's 2022 Fiscal Year budget. The legislation includes increased taxes on businesses and high-income individuals among other tax law revisions. Other provisions include amendments to the real estate transfer tax. The legislation increases the corporate franchise tax rate to 7.25% from 6.5% for tax years beginning on or after January 1, 2021 and before January 1, 2024 for taxpayers with a business income base greater than $5.0 million. In addition, the previously scheduled phase-out of the capital base tax has been delayed. The rate of the capital base was to have been reduced to 0% starting in 2021. The legislation imposes the tax at the rate of 0.1875% for tax years beginning on or after January 1, 2021 and before January 1, 2024, with the 0% rate to take effect in 2024. Management continues to evaluate the impact of this amended New York State tax legislation on the Company's financial condition and results of operations and has incorporated these analyses into the recorded effective tax rate for the three months ended March 31, 2022.

The Company's effective tax rate of 21% is due primarily to increased pretax income, New York State income taxes, partially offset by tax-exempt income from specific types of investment securities and loans, bank owned life insurance, and, to a much lesser degree, the utilization of low income housing tax credits. Other variances from the federal statutory federal tax rate are due to the effects of transitional adjustments related to state income taxes. In addition, the tax effects of certain incentive stock option activity may reduce the Company's effective tax rate on a sporadic basis.

Earnings per Share

Basic and diluted earnings per share were $0.49 per share for the first quarter of 2022, as compared to $0.36 per basic and diluted share for the same quarter of 2021. The increase in earnings per share between these two periods was due to the increase in net income between these two time periods. Further information on earnings per share can be found in Note 3 of this Form 10-Q.

Changes in Financial Condition

Assets

Total assets increased $43.2 million, or 3.4%, to $1.33 billion at March 31, 2022 as compared to $1.29 billion at December 31, 2021. This increase was due primarily to increases in loans and investment securities.

Loans totaled $855.6 million, an increase of $23.1 million compared to $832.5 million at December 31, 2021. Primarily due to increases of $14.4 million in commercial real estate loans and $14.0 million in commercial business loans.

Investment securities increased $14.5 million, or 4.1%, to $370.9 million at March 31, 2022, as compared to $356.4 million at December 31, 2021, due principally to purchases of securities during the first three months of 2022, that were only partially offset by sales and redemptions of securities and unrealized losses in the portion of the investment portfolio characterized as available-for-sale.

Liabilities

Total liabilities increased $44.4 million, or 3.8%, to $1.22 billion at March 31, 2022, compared to $1.17 billion at December 31, 2021. Deposits increased $58.7 million, or 5.6%, to $1.11 billion at March 31, 2022, compared to $1.06

billion at December 31, 2021. Interest-bearing deposits were the primary driver of growth between the comparable periods and totaled $909.3 million at March 31, 2022, an increase of $45.9 million, or 5.3% from the 2021 year-end.

Borrowed funds balances from the FHLB-NY decreased $14.6 million, or 18.9%, to $62.5 million at March 31, 2022 from $77.1 million at December 31, 2021 as the Bank primarily used net incoming deposit cash flows to repay borrowings at their scheduled maturity dates.

Shareholders' Equity

The Company's shareholders' equity, exclusive of the noncontrolling interest, decreased $1.2 million, or 1.1%, to $109.1 million at March 31, 2022, from $110.3 million at December 31, 2021. This decrease was principally due to a $3.8 million increase in accumulated other comprehensive loss. Partially offsetting this increase in in accumulated other comprehensive loss was an increase in retained earnings of $2.4 million, or 3.9%, to $63.4 million at March 31, 2022, from $60.9 million at December 31, 2021. Comprehensive loss increased primarily as the result of increases in the unrealized losses on the available-for sale investment portfolio in the three months ended March 31, 2022 as a result of increases in market interest rates.

Capital

Capital adequacy is evaluated primarily by the use of ratios which measure capital against total assets, as well as against total assets that are weighted based on defined risk characteristics. The Company's goal is to maintain a strong capital position, consistent with the risk profile of its banking operations. This strong capital position serves to support growth and expansion activities while at the same time exceeding regulatory standards. At March 31, 2022, the Bank met the regulatory definition of a "well-capitalized" institution, i.e. a leverage capital ratio exceeding 5%, a Tier 1 risk-based capital ratio exceeding 8%, Tier 1 common equity exceeding 6.5%, and a total risk-based capital ratio exceeding 10%.

In addition to establishing the minimum regulatory capital requirements, the regulations limit capital distributions and certain discretionary bonus payments to management if the institution does not hold a "capital conservation buffer" consisting of 2.5% of common equity Tier 1 capital to risk-weighted assets above the amount necessary to meet its minimum risk-based capital requirements. The buffer is separate from the capital ratios required under the Prompt Corrective Actions ("PCA") standards. In order to avoid these restrictions, the capital conservation buffer effectively increases the minimum levels of the following capital to risk-weighted assets ratios: (1) Core Capital, (2) Total Capital and (3) Common Equity. At March 31, 2022, the Bank exceeded all regulatory required minimum capital ratios, including the capital buffer requirements.

As a result of the Economic Growth, Regulatory Relief, and Consumer Protection Act, the federal banking agencies developed a "Community Bank Leverage Ratio" (the ratio of a bank's tier 1 capital to average total consolidated assets) for financial institutions with assets of less than $10 billion. A "qualifying community bank" that exceeds this ratio will be deemed to be in compliance with all other capital and leverage requirements, including the capital requirements to be considered "well capitalized" under Prompt Corrective Action statutes. The federal banking agencies may consider a financial institution's risk profile when evaluating whether it qualifies as a community bank for purposes of the capital ratio requirement. The federal banking agencies have set the Community Bank Leverage Ratio at 9%. A financial institution can elect to be subject to this new definition. The Bank did not elect to become subject to the Community Bank Leverage Ratio.

Pathfinder Bank's capital amounts and ratios as of the indicated dates are presented in the following table:

(Dollars in thousands)	Actual		Minimum For Capital Adequacy Purposes		Minimum To Be "Well-Capitalized" Under Prompt Corrective Provisions		Minimum For Capital Adequacy with Buffer	
	Amount	Ratio	Amount	Ratio	Amount	Ratio	Amount	Ratio
As of March 31, 2022:								
Total Core Capital (to Risk-Weighted Assets)	$ 132,741	15.29%	$ 69,453	8.00%	$ 86,816	10.00%	$ 91,157	10.50%
Tier 1 Capital (to Risk-Weighted Assets)	$ 121,862	14.04%	$ 52,089	6.00%	$ 69,453	8.00%	$ 73,793	8.50%
Tier 1 Common Equity (to Risk-Weighted Assets)	$ 121,862	14.04%	$ 39,067	4.50%	$ 56,430	6.50%	$ 60,771	7.00%
Tier 1 Capital (to Assets)	$ 121,862	9.29%	$ 52,460	4.00%	$ 65,575	5.00%	$ 65,575	5.00%
As of December 31, 2021								
Total Core Capital (to Risk-Weighted Assets)	$ 129,166	15.19%	$ 68,013	8.00%	$ 85,016	10.00%	$ 89,266	10.50%
Tier 1 Capital (to Risk-Weighted Assets)	$ 118,511	13.94%	$ 51,009	6.00%	$ 68,013	8.00%	$ 72,263	8.50%
Tier 1 Common Equity (to Risk-Weighted Assets)	$ 118,511	13.94%	$ 38,257	4.50%	$ 55,260	6.50%	$ 59,511	7.00%
Tier 1 Capital (to Assets)	$ 118,511	9.52%	$ 49,804	4.00%	$ 62,255	5.00%	$ 62,255	5.00%

Non-GAAP Financial Measures

Regulation G, a rule adopted by the Securities and Exchange Commission (SEC), applies to certain SEC filings, including earnings releases, made by registered companies that contain “non-GAAP financial measures.” GAAP is generally accepted accounting principles in the United States of America. Under Regulation G, companies making public disclosures containing non-GAAP financial measures must also disclose, along with each non-GAAP financial measure, certain additional information, including a reconciliation of the non-GAAP financial measure to the closest comparable GAAP financial measure (if a comparable GAAP measure exists) and a statement of the Company’s reasons for utilizing the non-GAAP financial measure as part of its financial disclosures. The SEC has exempted from the definition of “non-GAAP financial measures” certain commonly used financial measures that are not based on GAAP. When these exempted measures are included in public disclosures, supplemental information is not required. Financial institutions like the Company and its subsidiary bank are subject to an array of bank regulatory capital measures that are financial in nature but are not based on GAAP. The Company follows industry practice in disclosing its financial condition under these various regulatory capital measures, including period-end regulatory capital ratios for its subsidiary bank, in its periodic reports filed with the SEC. The Company provides, below, an explanation of the calculations, as supplemental information, for non-GAAP measures included in the consolidated annual financial statements. In addition, the Company provides a reconciliation of its subsidiary bank’s disclosed regulatory capital measures, below.

(Dollars in thousands)	March 31, 2022	December 31, 2021
Regulatory Capital Ratios (Bank Only)		
Total capital (to risk-weighted assets)		
Total equity (GAAP)	$ 131,569	$ 121,896
Goodwill	(4,536)	(4,536)
Intangible assets	(113)	(117)
Addback: Accumulated other comprehensive income	(5,058)	1,268
Total Tier 1 Capital	$ 121,862	$ 118,511
Allowance for loan and lease losses	10,879	10,655
Total Tier 2 Capital	$ 10,879	$ 10,655
Total Tier 1 plus Tier 2 Capital (numerator)	$ 132,741	$ 129,166
Risk-weighted assets (denominator)	868,158	850,157
Total core capital to risk-weighted assets	15.29 %	15.19 %
Tier 1 capital (to risk-weighted assets)		
Total Tier 1 capital (numerator)	$ 121,862	$ 118,511
Risk-weighted assets (denominator)	868,158	850,157
Total capital to risk-weighted assets	14.04 %	13.94 %
Tier 1 capital (to adjusted assets)		
Total Tier 1 capital (numerator)	$ 121,862	$ 118,511
Total average assets	1,316,158	1,249,752
Goodwill	(4,536)	(4,536)
Intangible assets	(113)	(117)
Adjusted assets (denominator)	$ 1,311,509	$ 1,245,099
Total capital to adjusted assets	9.29 %	9.52 %
Tier 1 Common Equity (to risk-weighted assets)		
Total Tier 1 capital (numerator)	$ 121,862	$ 118,511
Risk-weighted assets (denominator)	868,158	850,157
Total Tier 1 Common Equity to risk-weighted assets	14.04 %	13.94 %

Loan and Asset Quality and Allowance for Loan Losses

The following table represents information concerning the aggregate amount of non-accrual loans at the indicated dates:

(Dollars In thousands)	March 31, 2022	December 31, 2021	March 31, 2021
Nonaccrual loans:			
Commercial and commercial real estate loans	$ 5,567	$ 6,297	$ 17,842
Consumer	1,283	1,104	602
Residential mortgage loans	1,098	891	2,899
Total nonaccrual loans	7,948	8,292	21,343
Total nonperforming loans	7,948	8,292	21,343
Foreclosed real estate	-	-	-
Total nonperforming assets	$ 7,948	$ 8,292	$ 21,343
Accruing troubled debt restructurings	$ 3,926	$ 3,605	$ 5,378
Nonperforming loans to total loans	0.93%	1.00%	2.47%
Nonperforming assets to total assets	0.60%	0.65%	1.63%

Nonperforming assets include nonaccrual loans, nonaccrual troubled debt restructurings (“TDR”), and foreclosed real estate (‘‘FRE”). The Company generally places a loan on nonaccrual status and ceases accruing interest when loan payment performance is deemed unsatisfactory and the loan is past due 90 days or more. There are no loans that are past due 90 days or more and still accruing interest. Loans are considered modified in a TDR when, due to a borrower’s financial difficulties, the Company makes a concession(s) to the borrower that it would not otherwise consider. These modifications may include, among others, an extension of the term of the loan, and granting a period when interest-only payments can be made, with the principal payments made over the remaining term of the loan or at maturity. TDRs are included in the above table within the categories of nonaccrual loans or accruing TDRs. There was one TDR loan in nonaccrual status at March 31, 2022.

Pursuant to the CARES Act, financial institutions had the option to temporarily suspend certain requirements under U.S. generally accepted accounting principles related to troubled debt restructurings for a limited period of time to account for the effects of COVID-19. This provision allows a financial institution the option to not apply the guidance on accounting for troubled debt restructurings to loan modifications, such as extensions or deferrals, related to COVID-19 made between March 1, 2020 and January 1, 2022. The relief can only be applied to modifications for borrowers that were not more than 30 days past due as of December 31, 2019. The Bank elected to adopt these provisions of the CARES Act.

As indicated in the table above, nonperforming assets at March 31, 2022 were $7.9 million and were $344,000 lower than the $8.3 million reported at December 31, 2021 and $13.4 million lower than the reported $21.3 million at March 31, 2021. The decrease at March 31, 2021 was due primarily to a decrease in commercial and commercial real estate loans of $12.3 million and a decrease of $1.8 million in residential mortgage loans. This decrease was partially offset by an increase of $681,000 in nonperforming consumer loans.

Fair values for commercial FRE are initially recorded based on market value evaluations by third parties, less costs to sell ("initial cost basis"). On a prospective basis, residential FRE assets will be initially recorded at the lower of the net amount of loan receivable or the real estate's fair value less costs to sell. Any write-downs required when the related loan receivable is exchanged for the underlying real estate collateral at the time of transfer to FRE are charged to the allowance for loan losses. Values are derived from appraisals, similar to impaired loans, of underlying collateral or discounted cash flow analysis. Subsequent to foreclosure, valuations are updated periodically and assets are marked to current fair value, not to exceed the initial cost basis for the FRE property.

The allowance for loan losses represents management's estimate of the probable losses inherent in the loan portfolio as of the date of the statement of condition. The allowance for loan losses was $13.0 million and $12.9 million at March 31, 2022 and December 31, 2021, respectively. The ratio of the allowance for loan losses to total loans decreased 3 basis points to 1.52% at March 31, 2022 from 1.55% at December 31, 2021. Management performs a quarterly evaluation of the allowance for loan losses based on quantitative and qualitative factors and has determined that the current level of the allowance for loan losses is adequate to absorb the losses in the loan portfolio as of March 31, 2022.

The Company considers a loan impaired when, based on current information and events, it is probable that the Company will be unable to collect the scheduled payments of principal and interest when due according to the contractual terms of the loan. The measurement of impaired loans is generally based upon the fair value of the collateral, with a portion of the impaired loans measured based upon the present value of future cash flows discounted at the historical effective interest rate. A specific reserve is established for an impaired loan if its carrying value exceeds its estimated fair value. The estimated fair values of the majority of the Company's impaired loans are measured based on the estimated fair value of the loan's collateral. For loans secured by real estate, estimated fair values are determined primarily through third-party appraisals or broker price opinions. When a loan is determined to be impaired, the Bank will reevaluate the collateral which secures the loan. For real estate, the Company will obtain a new appraisal or broker's opinion whichever is considered to provide the most accurate value in the event of sale. An evaluation of equipment held as collateral will be obtained from a firm able to provide such an evaluation. Collateral will be inspected not less than annually for all impaired loans and will be reevaluated not less than every two years. Appraised values and broker opinion values are discounted due to the market's perception of a reduced price of Bank-owned property and the Bank's desire to sell the property more quickly to arrive at the estimated selling price of the collateral, which is considered to be the estimated fair value. The discounts also include estimated costs to sell the property.

At March 31, 2022 and December 31, 2021, the Company had $11.2 million and $11.4 million in loans, respectively, which were deemed to be impaired, having established specific reserves of $2.0 million and $1.9 million, respectively, on these loans.

Management has identified potential credit problems which may result in the borrowers not being able to comply with the current loan repayment terms and which may result in those loans being included in future impaired loan reporting. Potential problem loans totaled $42.4 million as of March 31, 2022, a decrease of $1.3 million, or 3.0%, as compared to $43.7 million at December 31, 2021. These loans have been internally classified as special mention, substandard, or doubtful, yet are not currently considered impaired.

Appraisals are obtained at the time a real estate secured loan is originated. For commercial real estate held as collateral, the property is inspected every two years.

In the normal course of business, the Bank sells residential mortgage loans and has infrequently sold participation interests in commercial loans. As is typical in the industry, the Bank makes certain representations and warranties to the buyers of these loans or loan participations. The Bank maintains a quality control program for closed loans and considers the risks and uncertainties associated with potential repurchase requirements to be minimal.

The future performance of the Company’s loan portfolios with respect to credit losses will be highly dependent upon the course and duration, both nationally and within the Company’s market area, of the public health and economic factors related to the pandemic, as well as the concentrations in the Company’s loan portfolio. Concentrations of loans within a portfolio that are made to a single borrower, to a related group of borrowers, or to a limited number of industries, are generally considered to be additional risk factors in estimating future credit losses. Therefore, the Company monitors all of its credit relationships to ensure that the total loan amounts extended to one borrower, or to a related group of borrowers, does not exceed the maximum permissible levels defined by applicable regulation or the Company’s generally more restrictive internal policy limits.

Liquidity

Liquidity management involves the Company’s ability to generate cash or otherwise obtain funds at reasonable rates to support asset growth, meet deposit withdrawals, maintain reserve requirements, and otherwise operate the Company on an ongoing basis. The Company's primary sources of funds are deposits, borrowed funds, amortization and prepayment of loans and maturities of investment securities and other short-term investments, and earnings and funds provided from operations. While scheduled principal repayments on loans are a relatively predictable source of funds, deposit flows and loan prepayments are greatly influenced by general interest rates, economic conditions and competition. The Company manages the pricing of deposits to maintain a desired deposit composition and balance. In addition, the Company invests excess funds in short-term interest-earning and other assets, which provide liquidity to meet lending requirements.

The Company's liquidity has been enhanced by its ability to borrow from the Federal Home Loan Bank of New York (“FHLBNY”), whose competitive advance programs and lines of credit provide the Company with a safe, reliable, and convenient source of funds. A significant decrease in deposits in the future could result in the Company having to seek other sources of funds for liquidity purposes. Such sources could include, but are not limited to, additional borrowings, brokered deposits, negotiated time deposits, the sale of "available-for-sale" investment securities, the sale of securitized loans, or the sale of whole loans. Such actions could result in higher interest expense and/or losses on the sale of securities or loans.

Through the first three months of 2022, as indicated in the consolidated statement of cash flows, the Company reported net cash flow from operating activities of $4.1 million and net cash outflow of $47.8 million related to investing activities. The net cash outflow from investing activities primarily was due to a $23.8 million increase in net investment activity, a $23.4 million increase in net loan activity and a $635,000 net increase in all other investing activities in aggregate. The Company reported net cash flows from financing activities of $43.8 million generated principally by increased customer deposit balances of $58.8 million, partially offset by a $14.6 million decrease in net borrowings, and an aggregate decrease in net cash of $384,000 from all other financing sources, including dividends paid to common voting and non-voting shareholders and warrants of $428,000.

The Company has a number of existing credit facilities available to it. At March 31, 2022, total credit available to the Company under the existing lines of credit was approximately $146.9 million at FHLBNY, the Federal Reserve Bank, and two other correspondent banks. As of March 31, 2022, the Company had $62.5 million of the available lines of credit utilized on its existing lines of credit with $84.4 million available.

The Asset Liability Management Committee of the Company is responsible for implementing the policies and guidelines for the maintenance of prudent levels of liquidity. As of March 31, 2022, management reported to the Board of Directors that the Company is in compliance with its liquidity policy guidelines.

Off-Balance Sheet Arrangements

The Company is also a party to financial instruments with off-balance sheet risk in the normal course of business to meet the financing needs of its customers. These financial instruments include commitments to extend credit and standby letters of credit. At March 31, 2022, the Company had $237.2 million in outstanding commitments to extend credit and standby letters of credit.

Item 3 – Quantitative and Qualitative Disclosures About Market Risk

A smaller reporting company is not required to provide the information relating to this item.

Item 4 – Controls and Procedures

Under the supervision and with the participation of our Chief Executive Officer ("CEO") and our Chief Financial Officer ("CFO") (the Company's principal executive officer and principal financial officer), management conducted an evaluation of the effectiveness of the design and operation of our disclosure controls and procedures (as defined in Rule 13a-15(e) and 15d-15(e) under the Exchange Act) as of March 31, 2022. The term "disclosure controls and procedures," under the Exchange Act, means controls and other procedures of a company that are designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is recorded, processed, summarized and reported, within the time periods specified in the SEC's rules and forms. Disclosure controls and procedures include, without limitation, controls and procedures designed to ensure that information required to be disclosed by a company in the reports that it files or submits under the Exchange Act is accumulated and communicated to our management, including its principal executive officer and principal financial officer, as appropriate to allow timely decisions regarding required disclosure.

Management recognizes that any controls and procedures, no matter how well designed and operated, can provide only reasonable assurance of achieving their objectives and management necessarily applies its judgment in evaluating the cost-benefit relationship of possible controls and procedures.

Based on the evaluation of our disclosure controls and procedures as of March 31, 2022, our CEO and CFO concluded that our disclosure controls and procedures were effective as of that date.

There were no changes made in our internal controls during the quarter ended March 31, 2022 that have materially affected, or are reasonably likely to materially affect, the Company's internal control over financial reporting.

PART II – OTHER INFORMATION

Item 1 – Legal Proceedings

At March 31, 2022, the Company is not currently a named party in a legal proceeding, the outcome of which would have a material and adverse effect on the financial condition or results of operations of the Company.

Item 1A – Risk Factors

A smaller reporting company is not required to provide the information relating to this item.

Item 2 – Unregistered Sales of Equity Securities and Use of Proceeds

Period	Total Number of Shares Purchased (1)	Average Price Paid Per Share	Total Number of Shares Purchased as Part of Publicly Announced Plans or Programs	Maximum Number of Shares That May Yet Be Purchased Under the Plans or Programs
January 1, 2022 through January 31, 2022	-	$ -	-	74,292
February 1, 2022 through February 28, 2022	-	$ -	-	74,292
March 1, 2022 through March 31, 2022	-	$ -	-	74,292

(1) On August 29, 2016, our Board of Directors authorized the repurchase of up to 217,692 shares of our common stock, or 5% of the Company’s shares outstanding as of that date.

Item 3 – Defaults Upon Senior Securities

None

Item 4 – Mine Safety Disclosures

Not applicable

Item 5 – Other Information

None

Item 6 – Exhibits

Exhibit No.	Description
31.1	Rule 13a-14(a)/15d-14(a) Certification of the Chief Executive Officer
31.2	Rule 13a-14(a)/15d-14(a) Certification of the Chief Financial Officer
32	Section 1350 Certification of the Chief Executive Officer and Chief Financial Officer
101	Interactive data files pursuant to Rule 405 of Regulation S-T formatted in Inline Extensible Business Reporting Language (iXBRL): (i) the Consolidated Statements of Condition, (ii) the Consolidated Statements of Income (iii) the Consolidated Statements of Comprehensive Income, (iv) the Consolidated Statements of Changes in Shareholders’ Equity, (v) Consolidated Statements of Cash Flows, and (vi) the Notes to the Consolidated Financial Statements tagged as blocks of text.
104	Cover Page Interactive Data File (embedded within the Inline XBRL document).

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 thereunto duly authorized.

PATHFINDER BANCORP, INC.
(registrant)

May 16, 2022	/s/ James A. Dowd James A. Dowd President and Chief Executive Officer
May 16, 2022	/s/ Walter F. Rusnak Walter F. Rusnak Senior Vice President, Chief Financial Officer

EXHIBIT 31.1: Rule 13a-14(a) / 15d-14(a) Certification of the Chief Executive Officer

Certification of Chief Executive Officer

Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, James A. Dowd, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Pathfinder Bancorp, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   (a) Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   (b) Designed such internal control over financial reporting, or caused such internal control over financial reporting, to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   (c) Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   (d) Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:

   (a) All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   (b) Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

May 16, 2022

/s/ James A. Dowd

James A. Dowd
President and Chief Executive Officer

EXHIBIT 31.2: Rule 13a-14(a) / 15d-14(a) Certification of the Chief Financial Officer

Certification of Chief Financial Officer

Pursuant to Section 302 of the Sarbanes-Oxley Act of 2002

I, Walter F. Rusnak, certify that:

1. I have reviewed this Quarterly Report on Form 10-Q of Pathfinder Bancorp, Inc.;

2. Based on my knowledge, this report does not contain any untrue statement of a material fact or omit to state a material fact necessary to make the statements made, in light of the circumstances under which such statements were made, not misleading with respect to the period covered by this report;

3. Based on my knowledge, the financial statements, and other financial information included in this report, fairly present in all material respects the financial condition, results of operations and cash flows of the registrant as of, and for, the periods presented in this report;

4. The registrant's other certifying officer and I are responsible for establishing and maintaining disclosure controls and procedures (as defined in Exchange Act Rules 13a-15(e) and 15d-15(e)) and internal control over financial reporting (as defined in Exchange Act Rules 13a-15(f) and 15d-15(f)) for the registrant and have:

   a. Designed such disclosure controls and procedures, or caused such disclosure controls and procedures to be designed under our supervision, to ensure that material information relating to the registrant, including its consolidated subsidiaries, is made known to us by others within those entities, particularly during the period in which this report is being prepared;
   b. Designed such internal control over financial reporting, or caused such internal control over financial reporting, to be designed under our supervision, to provide reasonable assurance regarding the reliability of financial reporting and the preparation of financial statements for external purposes in accordance with generally accepted accounting principles;
   c. Evaluated the effectiveness of the registrant's disclosure controls and procedures and presented in this report our conclusions about the effectiveness of the disclosure controls and procedures, as of the end of the period covered by this report based on such evaluation; and
   d. Disclosed in this report any change in the registrant's internal control over financial reporting that occurred during the registrant's most recent fiscal quarter (the registrant's fourth fiscal quarter in the case of an annual report) that has materially affected, or is reasonably likely to materially affect, the registrant's internal control over financial reporting; and

5. The registrant's other certifying officer and I have disclosed, based on our most recent evaluation of internal control over financial reporting, to the registrant's auditors and the audit committee of the registrant's board of directors:

   a. All significant deficiencies and material weaknesses in the design or operation of internal control over financial reporting which are reasonably likely to adversely affect the registrant's ability to record, process, summarize and report financial information; and
   b. Any fraud, whether or not material, that involves management or other employees who have a significant role in the registrant's internal control over financial reporting.

May 16, 2022

/s/ Walter F. Rusnak
Walter F. Rusnak
Senior Vice President, Chief Financial Officer

EXHIBIT 32 Section 1350 Certification of the Chief Executive Officer and Chief Financial Officer

Certification pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002

In connection with the Quarterly Report of Pathfinder Bancorp, Inc. (the “Company”) on Form 10-Q for the period ended March 31, 2022 as filed with the Securities and Exchange Commission (the “Report”), the undersigned hereby certify, pursuant to 18 U.S.C. §1350, as adopted pursuant to §906 of the Sarbanes-Oxley Act of 2002, that:

1. The Report fully complies with the requirements of Sections 13(a) or 15(d) of the Securities Exchange Act of 1934; and

2. The information contained in the Report fairly presents, in all material respects, the financial condition and results of operations of the Company as of and for the period covered by the Report.

The purpose of this statement is solely to comply with Title 18, Chapter 63, Section 1350 of the United States Code, as amended by Section 906 of the Sarbanes-Oxley Act of 2002.

May 16, 2022	/s/ James A. Dowd James A. Dowd President and Chief Executive Officer
May 16, 2022	/s/ Walter F. Rusnak Walter F. Rusnak Senior Vice President, Chief Financial Officer