# COMMERCIAL NATIONAL FINANCIAL CORP /PA Form 10-Q August 10, 2009

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION WASHINGTON, DC 20549

### FORM 10-Q

(Mark One)

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

For the quarterly period ended June 30, 2009

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

For the transition period from to

Commission file number 0-18676

#### COMMERCIAL NATIONAL FINANCIAL CORPORATION

(Exact name of registrant as specified in its charter)

**PENNSYLVANIA** 

25-1623213

(State or other jurisdiction of incorporation or organization)

(I.R.S. Employer Identification No.)

900 LIGONIER STREET LATROBE, PA

15650

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

(724)

539-3501

Indicate by checkmark 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[X] No[]

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (section 232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files).

Yes[X] No[]

or a smaller reporting company. See definiti company" in Rule 12b-2 of the Exchange Act.	ion of "large accelerated file	er", "accelerated filer, a non-accelerated filer, er", "accelerated filer", and "smaller reporting
Large Accelerated filer [ ] Accelerated filer	[ ] Non-accelerated filer [	] Smaller Reporting Company [X]
Indicate by check mark whether the registrant i	is a shell company( as defined	in Rule 12b-2 of the Exchange Act).
	[ ]YES	[X] NO
Indicate the number of shares outstanding of ea	ach of the issuer's classes of co	ommon stock.
CLASS Common Stock, \$2 Par Value	OUTSTANDING AT Au 2,860,953 Shares	gust 1, 2009
1		

### PART I - FINANCIAL INFORMATION

### ITEM 1. FINANCIAL STATEMENTS

		Page
Consolidated Statements of Financial Condition		3
Consolidated Statements of Income Consolidated Statements of Changes in		4
Shareholders' Equity		5
Consolidated Statements of Cash Flows		6
Notes to Consolidated Financial Statements		7
ITEM 2.Management's Discussion and Analysis of Financial	155	
Condition and Results of Operations	133	
ITEM 3.Quantitative and Qualitative Disclosures about Market Risk	200	
ITEM 4.Controls and Procedures	211	
ITEM 4T.Controls and Procedures	211	
TEM 41. Controls and Frocedures	211	
PART II - OTHER INFORMAT	ION	
ITEM 1.Legal Proceedings ITEM 1A.Risk Factors	222	
TIEW TA.RISK Factors	22	
ITEM 2.Unregistered Sales of Equity Securities and Use of Proceeds	222	
ITEM 3.Defaults Upon Senior Securities	222	
ITEM 4.Submission of Matters to a Vote of Security Holders	233	
ITEM 5.Other Information	233	
ITEM 6.Exhibits	244	
Signatures	255	
~		

# COMMERCIAL NATIONAL FINANCIAL CORPORATION CONSOLIDATED STATEMENTS OF FINANCIAL CONDITION

(dollars in thousands, except share amounts)

		June 30, 2009 naudited)	Γ	December 31, 2008
ASSETS Cash and due from banks Interest bearing deposits witl	\$	9,906	\$	7,111
Interest bearing deposits with banks	1	62		21
Total cash and cash equivalents		9,968		7,132
Investment securities available for sale		129,946		114,771
Restricted investments in bank stock		4,567		3,967
Loans receivable		206,386		215,933
Allowance for loan losses Net loans		(1,798) 204,588		(1,821) 214,112
Premises and equipment, net		3,515		3,549
Investment in life insurance		14,798		14,555
Other assets		2,608		2,413
Total assets	\$	369,990	\$	360,499
LIABILITIES AND SHAREHOLDERS' EQUITY				
Deposits (all domestic):	Φ.	<b>7</b> 4 000	Φ.	<b>67</b> 0 <b>67</b>
Non-interest bearing	\$	71,920	\$	67,067
Interest bearing Total deposits		192,274 264,194		190,020 257,087
Total deposits		204,194		237,067
Short-term borrowings		31,625		31,175
Long- term borrowings		30,000		30,000
Other liabilities		3,482		3,169
Total liabilities		329,301		321,431
Shareholders' equity: Common stock, par value \$2 per share; 10,000,000 shares authorized; 3,600,000 issued;				
2,861,953 and 2,880,953 shares outstanding in 2009 and 2008		7,200		7,200
Retained earnings		42,684		41,616
Accumulated other comprehensive income		3,334		2,490
Treasury stock, at cost, 738,047 and 719,047 shares in 2009 and 2008		(12,529)		(12,238)

Total shareholders' equity 40,689 39,068

Total liabilities and

shareholders' equity \$ 369,990 \$ 360,499

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

3

## COMMERCIAL NATIONAL FINANCIAL CORPORATION AND SUBSIDIARIES CONSOLIDATED STATEMENTS OF INCOME

(Dollar amounts in thousands, except per share data)

	Three	e Months	Six Months		
	Ende	d June 30	Ended June 30		
	(una	audited)	(unaudited)		
	2009	2008	2009	2008	
INTEREST INCOME:					
Interest and fees on loans	\$	\$	\$	\$	
	3,021	3,275	6,110	6,651	
Interest and dividends on					
investments:					
Taxable					
	1,798	1,512	3,721	3,133	
Exempt from federal income					
taxes	33	34	46	67	
Other					
	1	5	2	17	
Total interest income					
	4,853	4,826	9,879	9,868	