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# 2021 Inspection Bonadio & Co., LLP

(Headquartered in Pittsford, New York)

October 20, 2022

**THIS IS A PUBLIC VERSION OF A PCAOB INSPECTION REPORT**

**PORTIONS OF THE COMPLETE REPORT ARE OMITTED FROM THIS DOCUMENT IN ORDER TO COMPLY WITH SECTIONS 104(g)(2) AND 105(b)(5)(A) OF THE SARBANES-OXLEY ACT OF 2002**

**PCAOB RELEASE NO. 104-2022-243A**

(Includes portions of Part II of the full report that were not included in PCAOB Release No. 104-2022-243)



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## 2021 INSPECTION

In the 2021 inspection of Bonadio & Co., LLP, the Public Company Accounting Oversight Board (PCAOB) assessed the firm's compliance with laws, rules, and professional standards applicable to the audits of public companies.

We selected for review two audits of issuers with fiscal years ending in 2020. For each issuer audit selected, we reviewed a portion of the audit. We also evaluated elements of the firm's system of quality control.

### 2021 Inspection Approach

In selecting issuer audits for review, we use a risk-based method of selection. We make selections based on (1) our internal evaluation of audits we believe have a heightened risk of material misstatement, including those with challenging audit areas, and (2) other risk-based characteristics, including issuer and firm considerations. In certain situations, we may select all of the firm's issuer audits for review.

When we review an audit, we do not review every aspect of the audit. Rather, we generally focus our attention on audit areas we believe to be of greater complexity, areas of greater significance or with a heightened risk of material misstatement to the issuer's financial statements, and areas of recurring deficiencies. We may also select some audit areas for review in a manner designed to incorporate unpredictability.

Our selection of audits for review does not necessarily constitute a representative sample of the firm's total population of issuer audits. Additionally, our inspection findings are specific to the particular portions of the issuer audits reviewed. They are not an assessment of all of the firm's audit work nor of all of the audit procedures performed for the audits reviewed.

View the details on the [scope of our inspections and our inspections procedures](#).

## OVERVIEW OF THE 2021 INSPECTION AND HISTORICAL DATA BY INSPECTION YEAR

The following information provides an overview of our 2021 inspection as well as data from the previous inspection. We use a risk-based method to select audits for review and to identify areas on which we focus our review. Because our inspection process evolves over time, it can, and often does, focus on a different mix of audits and audit areas from inspection to inspection and firm to firm. Further, a firm's business, the applicable auditing standards, or other factors can change from the time of one inspection to the next. As a result of these variations, we caution that our inspection results are not necessarily comparable over time or among firms.

### Firm Data and Audits Selected for Review

	2021	2018
<b>Firm data</b>		
<b>Total issuer audit clients for which the firm was the principal auditor at the outset of the inspection procedures</b>	11	13
<b>Total engagement partners on issuer audit work<sup>1</sup></b>	6	4
<b>Audits reviewed</b>		
<b>Total audits reviewed<sup>2</sup></b>	2	3
<b>Audits in which the firm was the principal auditor</b>	2	3
<b>Integrated audits of financial statements and internal control over financial reporting (ICFR)</b>	1	0
<b>Audits with Part I.A deficiencies</b>	2	1

If we include a deficiency in Part I.A of our report, it does not necessarily mean that the firm has not addressed the deficiency. In many cases, the firm has performed remedial actions after the deficiency was identified. Depending on the circumstances, remedial actions may include performing additional audit procedures, informing management of the issuer of the need for changes to the financial statements or reporting on ICFR, or taking steps to prevent reliance on prior audit reports.

<sup>1</sup> The number of engagement partners on issuer audit work represents the total number of firm personnel (not necessarily limited to personnel with an ownership interest) who had primary responsibility for an issuer audit (as defined in AS 1201, *Supervision of the Audit Engagement*) during the twelve-month period preceding the outset of the inspection.

<sup>2</sup> The population of issuer audits from which audits are selected for review may differ from the issuer audits at the outset of the inspection procedures due to variations such as new issuer audit clients for which the firm has not yet issued an audit report or issuer audit clients lost prior to the outset of the inspection.

Our inspection may include a review, on a sample basis, of the adequacy of a firm’s remedial actions, either with respect to previously identified deficiencies or deficiencies identified during the current inspection. If a firm does not take appropriate actions to address deficiencies, we may criticize its system of quality control or pursue a disciplinary action.

If we include a deficiency in our report — other than those deficiencies for audits with incorrect opinions on the financial statements and/or ICFR — it does not necessarily mean that the issuer’s financial statements are materially misstated or that undisclosed material weaknesses in ICFR exist. It is often not possible for us to reach a conclusion on those points based on our inspection procedures and related findings because, for example, we have only the information that the auditor retained and the issuer’s public disclosures. We do not have direct access to the issuer’s management, underlying books and records, and other information.

## Audit Areas Most Frequently Reviewed

This table reflects the audit areas we have selected most frequently for review in the 2021 inspection and the previous inspection. For the issuer audits selected for review, we selected these areas because they were generally significant to the issuer’s financial statements, may have included complex issues for auditors, and/or involved complex judgments in (1) estimating and auditing the reported value of related accounts and disclosures and (2) implementing and auditing the related controls.

2021		2018	
Audit area	Audits reviewed	Audit area	Audits reviewed
Investment securities	1	Investment securities	3
Allowance for loan losses	1	Allowance for loan losses	2
A significant estimate	1	Participant and employer contributions	1
Deposit liabilities	1		

## PART I: INSPECTION OBSERVATIONS

Part I.A of our report discusses deficiencies, if any, that were of such significance that we believe the firm, at the time it issued its audit report(s), had not obtained sufficient appropriate audit evidence to support its opinion on the issuer's financial statements and/or ICFR.

Part I.B discusses deficiencies, if any, that do not relate directly to the sufficiency or appropriateness of evidence the firm obtained to support its opinion(s) but nevertheless relate to instances of non-compliance with PCAOB standards or rules.

Consistent with the Sarbanes-Oxley Act ("Act"), it is the Board's assessment that nothing in Part I of this report deals with a criticism of, or potential defect in, the firm's quality control system. We discuss any such criticisms or potential defects in Part II. Further, you should not infer from any Part I deficiency, or combination of deficiencies, that we identified a quality control finding in Part II. Section 104(g)(2) of the Act restricts us from publicly disclosing Part II deficiencies unless the firm does not address the criticisms or potential defects to the Board's satisfaction no later than 12 months after the issuance of this report.

### Classification of Audits with Part I.A Deficiencies

Within Part I.A of this report, we classify each issuer audit in one of the categories discussed below based on the Part I.A deficiency or deficiencies identified in our review.

The purpose of this classification system is to group and present issuer audits by the number of Part I.A deficiencies we identified within the audit as well as to highlight audits with an incorrect opinion on the financial statements and/or ICFR.

### Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

This classification includes instances where a deficiency was identified in connection with our inspection and, as a result, an issuer's financial statements were determined to be materially misstated, and the issuer restated its financial statements. It also includes instances where a deficiency was identified in connection with our inspection and, as a result, an issuer's ICFR was determined to be ineffective, or there were additional material weaknesses that the firm did not identify, and the firm withdrew its opinion, or revised its report, on ICFR. This classification does not include instances where, unrelated to our review, an issuer restated its financial statements and/or an issuer's ICFR was determined to be ineffective. We include any deficiencies identified in connection with our reviews of these audits in the audits with multiple deficiencies or audits with a single deficiency classification below.

### Audits with Multiple Deficiencies

This classification includes instances where multiple deficiencies were identified that related to a combination of one or more financial statement accounts, disclosures, and/or important controls in an ICFR audit.

## Audits with a Single Deficiency

This classification includes instances where a single deficiency was identified that related to a financial statement account or disclosure or to an important control in an ICFR audit.

## PART I.A: AUDITS WITH UNSUPPORTED OPINIONS

This section of our report discusses the deficiencies identified, by specific issuer audit reviewed, in the audit work supporting the firm's opinion on the issuer's financial statements and/or ICFR.

We identify each issuer by a letter (e.g., Issuer A). Each deficiency could relate to several auditing standards, but we reference the PCAOB standard(s) that most directly relates to the requirement with which the firm did not comply.

We present issuer audits below within their respective deficiency classifications (as discussed previously). Within the classifications, we generally present the audits based on our assessment as to the relative significance of the identified deficiencies, taking into account the significance of the financial statement accounts and/or disclosures affected, and/or the nature or extent of the deficiencies.

### Audits with an Incorrect Opinion on the Financial Statements and/or ICFR

None

### Audits with Multiple Deficiencies

#### Issuer A – Financials

##### Type of audit and related areas affected

In our review, we identified deficiencies in the financial statement and ICFR audit related to **Allowance for Loan Losses (ALL), Loans and Deposits, and Journal Entries.**

##### Description of the deficiencies identified

With respect to **ALL**:

For loans that were collectively evaluated for impairment, the issuer determined the qualitative reserve component of the ALL using qualitative factors. The firm's approach for substantively testing this reserve was to review and test management's process. The firm did not perform procedures to evaluate the reasonableness of the basis points for each qualitative factor that were applied to determine the qualitative component, beyond comparing these basis points to the basis points that were applied in

prior years and assessing whether certain changes, or lack thereof, to the basis points from the prior year were directionally consistent with internal or external data. (AS 2501.09, .10, and .11)<sup>3</sup>

With respect to the **Loans and Deposits**:

The issuer used a service organization to process and record transactions related to loans and deposits. This service organization used a sub-service organization to provide information technology general controls for the issuer and the systems used by the issuer. The controls for the sub-service organization were not addressed in the service auditor's report. The firm did not determine whether it was necessary to obtain an understanding of, or test, any relevant controls at the sub-service organization. (AS 2201.39 and .B19)

To test the existence of loans and completeness of deposits, the firm circulated positive confirmations. For confirmations that were not returned, the firm performed alternative procedures using certain data and reports from the service organization. As a result of the deficiencies discussed above, the firm did not sufficiently test the accuracy of the data and reports used. (AS 2301.08)

With respect to the **Journal Entries**:

The firm identified fraud criteria for journal entries and obtained a listing of all journal entries that met the criteria. The firm did not perform sufficient substantive procedures to test those journal entries, because it limited its procedures to certain journal entries, without having an appropriate rationale for limiting its testing to those journal entries. (AS 2401.61)

## Issuer B

### Type of audit and related areas affected

In our review, we identified deficiencies in the financial statement audit related to a **Significant Estimate** and **Investment Securities**.

### Description of the deficiencies identified

With respect to a **Significant Estimate**:

The firm's approach for substantively testing an aspect of this significant estimate was to test the issuer's process. The firm did not evaluate whether the issuer had a reasonable basis for the significant assumptions. (AS 2501.16)

With respect to **Investment Securities**:

The issuer engaged external service providers to provide investment accounting services and serve as custodian for its investment securities, including providing the fair values for its securities. Both external service providers obtained security pricing from other pricing providers. The firm used the pricing

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<sup>3</sup> This citation refers to AS 2501, *Auditing Accounting Estimates*, which was in effect for this audit. This standard was replaced by AS 2501, *Auditing Accounting Estimates, Including Fair Value Measurements*, which became effective for audits of financial statements for fiscal years ending on or after December 15, 2020.

information from these pricing providers as audit evidence. The firm did not evaluate whether the pricing information provided sufficient appropriate evidence because it did not evaluate the relevance of the pricing information obtained from these pricing providers. (AS 2501.20, .A2, and .A5)

## Audits with a Single Deficiency

None

## PART I.B: OTHER INSTANCES OF NON-COMPLIANCE WITH PCAOB STANDARDS OR RULES

In the 2021 inspection, we did not identify any deficiencies related to other instances of non-compliance with PCAOB standards or rules.

## PART II: OBSERVATIONS RELATED TO QUALITY CONTROL

Part II of our report discusses criticisms of, and potential defects in, the firm's system of quality control.

We include deficiencies in Part II if an analysis of the inspection results, including the results of the reviews of individual audits, indicates that the firm's system of quality control does not provide reasonable assurance that firm personnel will comply with applicable professional standards and requirements. Generally, the report's description of quality control criticisms is based on observations from our inspection procedures.

This report does not reflect changes or improvements to the firm's system of quality control that the firm may have made subsequent to the period covered by our inspection. The Board does consider such changes or improvements in assessing whether the firm has satisfactorily addressed the quality control criticisms or defects no later than 12 months after the issuance of this report.

When we issue our reports, we do not make public criticisms of, and potential defects in, the firm's system of quality control, to the extent any are identified. If a firm does not address to the Board's satisfaction any criticism of, or potential defect in, the firm's system of quality control within 12 months after the issuance of our report, we will make public any such deficiency.

### Testing Estimates

The inspection results indicate that the firm's system of quality control does not provide reasonable assurance that the work performed by the firm's personnel with respect to testing estimates will meet the requirements of AS 2501.<sup>4</sup> (QC 20.03 and .17)

In two audits,<sup>5</sup> both of which are included in Part I.A, the inspection team identified deficiencies related to the firm's evaluation of the reasonableness of significant assumptions.

\* \* \* \*

### Use of Service Organizations

The inspection results indicate that the firm's system of quality control does not provide reasonable assurance that the work performed by the firm's personnel to use service auditors' reports will meet the requirements of AS 2201. (QC 20.03 and .17)

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<sup>4</sup> AS 2501, *Auditing Accounting Estimates*, which was in effect for one of the audits that was the subject of this review, was replaced by AS 2501, *Auditing Accounting Estimates, Including Fair Value Measurements*, which is effective for audits of financial statements for fiscal years ending on or after December 15, 2020.

<sup>5</sup> Issuers A and B

In one audit,<sup>6</sup> which is included in Part I.A, the inspection team identified a deficiency in the firm’s testing of controls performed by sub-service organizations.

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## Engagement Quality Review

The inspection results indicate that the firm’s system of quality control does not provide reasonable assurance that the review procedures performed by the firm’s engagement quality review (EQR) partners will meet the requirements of AS 1220. (QC 20.03 and .17)

In two audits,<sup>7</sup> both of which are included in Part I.A, the inspection team identified deficiencies in areas that the EQR partner was required to evaluate. In these audits, the EQR partner did not identify a deficiency in an area in which the engagement team had identified a significant risk, including in some cases a fraud risk.

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<sup>6</sup> Issuer A

<sup>7</sup> Issuers A and B

## APPENDIX A: FIRM'S RESPONSE TO THE DRAFT INSPECTION REPORT

Pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(a), the firm provided a written response to a draft of this report. Pursuant to Section 104(f) of the Act and PCAOB Rule 4007(b), the firm's response, excluding any portion granted confidential treatment, is attached hereto and made part of this final inspection report.

The Board does not make public any of a firm's comments that address a nonpublic portion of the report unless a firm specifically requests otherwise. In some cases, the result may be that none of a firm's response is made publicly available.

In addition, pursuant to Section 104(f) of the Act, 15 U.S.C. § 7214(f), and PCAOB Rule 4007(b), if a firm requests, and the Board grants, confidential treatment for any of the firm's comments on a draft report, the Board does not include those comments in the final report. The Board routinely grants confidential treatment, if requested, for any portion of a firm's response that addresses any point in the draft that the Board omits from, or any inaccurate statement in the draft that the Board corrects in, the final report.

July 18, 2022

Mr. George Botic, Director  
Division of Registration and Inspections  
Public Company Accounting Oversight Board  
1666 K Street, N.W.  
Washington, DC 20006

**RE: Response to Draft Report on the 2021 Inspection of Bonadio & Co.,  
LLP**

Dear Mr. Botic:

We appreciate the opportunity to respond to the Draft Report of the Public Company Accounting Oversight Board (PCAOB) on the 2021 inspection of Bonadio & Co., LLP (the Report).

We have evaluated the matters described in Part I of the Report. We have considered whether it was necessary to perform additional procedures in accordance with AS 2901 *Consideration of Omitted Procedures After the Report Date*. We believe that the audit work performed supports our opinion on the financial statements. As such, we have concluded that the matters identified by the PCAOB did not impact our overall conclusions or audit reports.

As part of our continued effort to enhance our audit quality, we have incorporated changes to our existing procedures to respond to the PCAOB's observations on our future audits. This includes additional training specific to the PCAOB observations, as well as enhancements to our audit procedures. We believe that these efforts will continue to strengthen and enhance the high-quality audits that we believe we perform.

Bonadio & Co., LLP is committed to continuous audit quality improvements, as well as continued dialogue with the PCAOB to further enhance our audit quality.

Very Truly Yours,

Bonadio & Co., LLP



By  
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