

Item 8.01 Other Events

At its September 22, 2011 meeting, the Corporation's Board of Directors authorized repurchases of outstanding common stock in open market or privately negotiated transactions, up to a total of \$1 million. This repurchase program would be in addition to the stock repurchase program previously announced on May 19, 2011. As of September 21, 2011, total repurchases of stock under the program announced in May 2011 amounted to \$947,999, leaving \$52,001 of value available for additional purchases under that program.

Consistent with the previous program, the Board of Directors' September 22, 2011 authorization provides that: (1) this treasury stock repurchase program shall be effective when publicly announced and shall continue thereafter until suspended or terminated by the Board of Directors, in its sole discretion; and (2) all shares of common stock repurchased pursuant to this program shall be held as treasury shares and be available for use and reissuance for purposes as and when determined by the Board of Directors including, without limitation, pursuant to the Corporation's Dividend Reinvestment and Stock Purchase Plan and its equity compensation program.

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.

Citizens & Northern Corporation

Date: September 23, 2011

By: /s/ Mark A. Hughes
Mark A. Hughes, Treasurer