# 2018

# 2018 ACT 44 DISCLOSURE FORM FOR ENTITIES PROVIDING PROFESSIONAL SERVICES TO THE PATTON BOROUGH 'S PENSION SYSTEM

CHAPTER 7-A OF ACT 44 OF 2009 MANDATES the annual disclosure of certain information by every entity (hereinafter **"Contractor"**) which is a party to a professional services contract with one of the pension funds of Patton Borough (hereinafter the "**Requesting Municipality**"). Act 44 disclosure requirements apply to ***Contractors*** who provide professional pension services and receive payment of any kind from the **Requesting Municipality**'s pension fund. The **Requesting Municipality** has determined that your company falls under the requirements of Act 44 and must complete this disclosure form. You are expected to submit this completed form, to the Requesting Municipality below, **by December 15 , 2018.** If, for any reason you believe that Act 44 does not require you to complete this disclosure form, please provide a written explanation of your reason(s) **by December 15, 2018.**

**RETURN COMPLETED DISCLOSURE TO:**

**Borough of Patton**
**Attn: Donna M. Dunegan**
**PO BOX 175**
**Patton, PA 16668**
**(814)674-3641**
**secretary@pattonboro.com**

## REQUIRED UPDATES:

Where noted, information in this form must be updated in writing as changes occur.

## DEFINITIONS FOR DISCLOSURE

| TERM: | DEFINITION: |
|---|---|
| **CONTRACTOR** | Any person, company, or other entity that receives payments, fees, or any other form of compensation from a municipal pension fund in exchange for rendering professional services for the benefit of the municipal pension fund. |
| **SUBCONTRACTOR OR ADVISOR** | Anyone who is paid a fee or receives compensation from a municipal pension system – directly or indirectly from or through a contractor. |
| **AFFILIATED ENTITY** | Any of the following:<br>1. A subsidiary or holding company of a lobbying firm or other business entity owned in whole or in part by a lobbying firm.<br>2. An organization recognized by the Internal Revenue Service as a tax-exempt organization under section 501(c) of the Internal Revenue Code of 1986 (Public Law 99-514, 26 U.S.C. § 501 (c) ) established by a lobbyist or lobbying firm or an affiliated entity. |
| **CONTRIBUTIONS** | As defined in section 1621 of the act of June 3rd, 1937 (P.L. 1333, No. 320), known as the Pennsylvania Election Code |
| **POLITICAL COMMITTEE** | As defined in section 1621of the act of June 3rd, 1937 (P.L. 1333, No. 320), known as the Pennsylvania Election Code |
| **EXECUTIVE LEVEL EMPLOYEE** | **Any employee or person or the person's affiliated entity who**:<br>1. Can affect or influence the outcome of the person's or affiliated entity's actions, policies, or decisions relating to pensions and the conduct of business with a municipality or a municipal pension system; or<br>2. Is directly involved in the implementation or development policies relating to pensions, investments, contracts or procurement or the conduct of business with a municipality or municipal pension system. |
| **MUNICIPAL PENSION SYSTEM** | Any qualifying pension plan, under Pennsylvania state law, for any municipality within the Commonwealth of Pennsylvania; includes the Pennsylvania Municipal Retirement System.<br>*Example: the Police Pension Plan for the Borough of Winchesterville* |
| **MUNICIPAL PENSION SYSTEM OFFICIALS AND EMPLOYEES; MUNICIPAL OFFICIALS AND EMPLOYEES** | **Specifically,** those listed in **TABLE 2** titled: *"List of Pension System and Municipal Officials and Employees"* on the next page. Where applicable, includes any employee of the **Requesting Municipality.** |

| | |
|---|---|
| **PROFESSIONAL SERVICES CONTRACT** | A contract to which the municipal pension system is a party that is: (1) for the purchase of professional services including investment services, legal services, real estate services, and other consulting services; and, (2) not subject to a requirement that the lowest bid be accepted. |

## List of Municipal Officials for the Requesting Municipality

**CONTRACTORS:** Certain requests for information in this form will refer to a **"List of Municipal Officials."** To assist you in preparing your answers, you should consider the following names to be a complete list of pension system and municipal officials and employees. Throughout this Disclosure Form, the below names will be referred to as the ***"List of Municipal Officials."***

**MUNICIPALITY:** Enter below, a list of municipal officials that have any involvement in the administration or management of the pension system – Elected Officials, Appointed Officials and Employees, Board Members, or other Pension Committee Members (if applicable). Do not include employees that are not in a management position or serve on a pension committee or in a decision-making position relative to this pension system. If a category listed below is not applicable, so state.

| **Elected Officials:** | | | |
|---|---|---|---|
| **Name:** | **Title:** | **Name:** | **Title:** |
| Don Kirk | Council President/ Uniform and Non-Uniform Pension Committee Chair | Jordan Rydbom | Council Member |
| Fred Shilling | Council Vice President | Jonathan Welchko | Mayor |
| Joe Kline | Council Member | | |
| Emily Kirk | Council Member | | |
| David Pompa | Council Member | | |
| **Employees or Appointed Officials:** | | | |
| **Name:** | **Title:** | **Name:** | **Title:** |
| Donna M. Dunegan | Boro Secretary/Treasurer - CAO Pension Plans | | |
| Amanda Farrell | Asst. Borough Secretary/ Treasurer | | |
| | | | |
| | | | |
| | | | |
| **Others: Pension Committee Members (if applicable)** (persons not already listed above): | | | |
| **Name:** | **Title:** | **Name:** | **Title:** |
| See Above | | | |
| | | | |
| | | | |
| | | | |
| | | | |

## IDENTIFICATION OF CONTRACTORS & RELATED PERSONNEL

**CONTRACTORS:** (See **"Definitions"** – page 2) Any entity who currently provides service(s) by means of a Professional Services Contract to the Municipal Pension System of the **Requesting Municipality**, please complete all of the following:

**Identify the Municipal Pension System(s) for which you are providing information:**

**Indicate all that apply with an "X":** [X] **Non- Uniform Plan** [X] **Police Plan** [ ] **Fire Plan**

**__NOTE__:** For all that follow, you may answer the questions / items on a separate sheet of paper and attach it to this Disclosure if the space provided is not sufficient. Please reference each question / item you are responding to by the appropriate number. **(example: REF – Item #1.)**

1. Please provide the names and titles of all individuals providing professional services to the **Requesting Municipality**'s pension plan(s) identified above. Also include the names and titles of any advisors and subcontractors of the Contractor, identifying them as such. After each name provide a description of the responsibilities of that person with regard to the professional services being provided to each designated pension plan.

   SEE ATTACHED

2. Please list the name and title of any ***Affiliated Entity*** and their ***Executive-level Employee(s)*** that require disclosure; after each name, include a brief description of their duties. **(See: Definitions)**

   NO

3. Are any of the individuals named in **Item 1 or Item 2** above, a current or former official or employee of the **Requesting Municipality**?

   ➡ **IF "YES",** provide the name of the person employed, their position with the municipality, and dates of employment.

   NO

4. Are any of the individuals named in **Item 1 or Item 2** above a current or former registered Federal or State lobbyist?

   ➡ **IF "YES",** provide the name of the individual, specify whether they are a state or federal lobbyist, and the date of their most recent registration /renewal.

   YES - SEE ATTACHED

**__NOTICE:__ All information provided for items 1- 4 above must be updated __as changes occur.__**

5. **Since December 17th 2009**, has the ***Contractor*** or an ***Affiliated Entity*** paid compensation to or employed any third party intermediary, agent, or lobbyist that is to directly or indirectly communicate with an official or employee of the ***Municipal Pension System*** of the **Requesting Municipality** (OR), any municipal official or employee of the **Requesting Municipality** in connection with any transaction or investment involving the ***Contractor*** and the Municipal Pension System of the **Requesting Municipality?**
   **__This question does not apply__** to an officer or employee of the ***Contractor*** who is acting within the scope of the firm's standard professional duties on behalf of the firm, including the actual provision of legal, accounting, engineering, real estate, or other professional advice, services, or assistance pursuant to the professional services contact with municipality's pension system.

   NO

➡ **IF "YES",** identify: **(1)** whom (the third party intermediary, agent, or lobbyist) was paid the compensation or employed by the ***Contractor*** or ***Affiliated Entity***, **(2)** their specific duties to directly or indirectly communicate with an official or employee of the ***Municipal Pension System*** of the **Requesting Municipality** (OR), any municipal official or employee of the **Requesting Municipality, (3)** the official they communicated with, and **(4)** the dates of this service.

6. **Since December 17th 2009**, has the ***Contractor,*** or any agent, officer, director or employee of the ***Contractor*** solicited a contribution to any municipal officer or candidate for municipal office in the **Requesting Municipality,** or to the political party or political action committee of that official or candidate?

➡ **IF "YES",** identify the agent, officer, director or employee who made the solicitation and the municipal officials, candidates, political party or political committee who were solicited (to whom the solicitation was made).

NO

7. **Within the past two years:** Has the ***Contractor*** or an ***Affiliated Entity*** made any contributions to a municipal official or any candidate for municipal office in the **Requesting Municipality?**

➡ **IF "YES",** provide the name and address of the person(s) making the contribution, the contributor's relationship to the Contractor, The name and office or position of the person receiving the contribution , the date of the contribution, and the amount of the contribution.

NO

8. Does the ***Contractor*** or an ***Affiliated Entity*** have any direct financial, commercial or business relationship with any official identified on the ***List of Municipal Officials***, of the **Requesting Municipality?**

➡ **IF "YES",** identify the individual with whom the relationship exists and give a detailed description of that relationship.

****NOTE:** A written letter is required from the **Requesting Municipality** acknowledging the relationship and consenting to its existence. The letter must be attached to this disclosure. Contact the **Requesting Municipality** to obtain this letter and attach it to this disclosure before submission.

NO

9. **Since December 17th, 2009:** Has the ***Contractor*** or an ***Affiliated Entity*** given any gifts having more than a nominal value to any official, employee or fiduciary – specifically, those on the ***List of Municipal Officials*** of the **Requesting Municipality?**

➡ **IF "YES",** Provide the name of the person conferring the gift, the person receiving the gift, the office or position of the person receiving the gift, specify what the gift was, and the date conferred.

NO

10. Disclosure of contributions to any political entity in the Commonwealth of Pennsylvania

**Applicability:** A "yes" response is required and full disclosure is required **ONLY WHEN ALL** of the following applies:

- **a)** The contribution was made within the last 5 years (specifically since**:** December 18th 2004)
- **b)** The contribution was made by an officer, director, executive-level employee or owner of at least 5% of the ***Contractor*** or ***Affiliated Entity.***
- **c)** The amount of the contribution was at least $500 and in the form of:
  1. A single contribution by a person in (b.) above, **OR**
  2. The aggregate of all contributions all persons in (b.) above;
- **d)** The contribution was for
  1. Any candidate for any public office or any person who holds an office in the Commonwealth of Pennsylvania;
  2. The political committee of a candidate for public office or any person that holds an office in the Commonwealth of Pennsylvania.

➡ **IF "YES",** provide the name and address of the person(s) making the contribution, the contributor's relationship to the ***Contractor***, The name and office or position of the person receiving the contribution (or the

YES - SEE ATTACHED

political entity / party receiving the contribution), the date of the contribution, and the amount of the contribution.

11. With respect to your provision of professional services to the Municipal Pension System of the **Requesting Municipality:**
Are you aware of any apparent, potential or actual conflicts of interest with respect to any officer, director or employee of the ***Contractor*** and officials or employees of the **Requesting Municipality?**

**NOTE: If, in the future,** you become aware of any apparent, potential, or actual conflict of interest, you are expected to update this **Disclosure Form** immediately in writing by:

- Providing a brief synopsis of the conflict of interest (and);
- An explanation of the steps taken to address this apparent, potential, or actual conflict of interest.

➡ **IF "YES",** Provide a detailed explanation of the circumstances which provide you with a basis to conclude that an apparent, potential, or actual conflict of interest may exist.

NO

## VERIFICATION

I, LINDA COSTA (Name), hereby state that I am MRT-COO (Position) for PSAB-MRT (Contractor) and I am authorized to make this verification.

I hereby verify that the facts set forth in the foregoing Act 44 Disclosure Form for Entities Providing Professional Services to PATTON BOROUGH Pension System are true and correct to the best of my knowledge, information and belief. I also understand that knowingly making material misstatements or omissions in this form could subject the responding Contractor to the penalties in Section 705-A(e) of Act 44.

I understand that false statements herein are made subject to the penalties of 18 P.A.C.S. § 4904 relating to unsworn falsification to authorities.

Linda Costa
Signature

12/4/18
Date

# 2018 Addendum - Required Disclosure Form Statements

## (Reference Question #1) List of MRT Personnel

### PSAB Municipal Retirement Trust (MRT) – State Association and Pension Operations Contractor

**The Municipal Retirement Trust is wholly owned and operated by the PSAB and is the primary contractor.** The MRT employs several sub-contracted firms to provide specific and unique services to the Trust. The principal PSAB-MRT team members are listed first, followed by those of each sub-contractor.

### Contractor Team Listing

***PSAB Municipal Retirement Trust (MRT)***
***The PA State Association of Boroughs and Principal Pension Operations Contractor***

Chris Cap, PSAB Executive Director – Serves as MRT Treasurer
Jeffrey Heishman, Deputy Executive Director – Serves as MRT Secretary
Linda Costa, Chief Operations Officer – Inside/Outside pension services and CAO
Joseph Scott, Chief Field Operations Officer – Inside/Outside pension service liaison

### Sub-Contractor and Advising Team Listing

***Administrative, Accounting, Custodial, and Actuarial Companies***

**Thomas J. Anderson & Associates – Trust Administrator**
James Kennedy, President – Manages Act 205 administrative compliance efforts.

**Brown, Schultz, Sheridan & Fritz – Trust Auditor**
John W. Bonawitz, Jr., Principal – Supervises annual audit functions for the Trust.

**Hamilton & Musser – Accounting Sub-contractor**
Robert Mast, Shareholder – Manages account reporting, tax filings and fund disbursements.

**Fulton Bank – Fund Depository**
Tammy Snyder, VP of Corporate Development – Manages checking and disbursement accounts.

**Morgan Stanley – Investment Market Monitor**
H. Jeffrey Herb, Senior Vice President, Investments – Serves as investment monitor of MRT.
Thomas J. Schatzman, CIMA, Senior Vice President, Investments – Serves as investment monitor of MRT.

**Mette Evans & Woodside – Law firm providing legal counsel**
Mary Alice Busby, Shareholder – Serves as the MRT Solicitor.

***Investment Management – Style-Specific Companies***

**Robeco/Boston Partners - Large Cap Value Manager**
Mark Donovan, CFA, Co-CEO – Portfolio Manager
Kerry Ann James – Head of Institutional Distribution

**ISHARES RUSSELL 1000 VALUE ETF - Large Cap Value Manager**
Diane Hsiung - Portfolio Manager

**SPDR S&P 500 - Large Cap Core Manager**
John Tucker - Senior Managing Director

**Winslow Capital Management – Large Cap Growth Manager**
Justin H. Kelly, CFA, CIO - Portfolio Manager
Megan Anderson, President - Managing Director, Client Service

**ISHARES RUSSELL 1000 GRW ETF – Large Cap Growth Manager**
Diane Hsiung - Portfolio Manager

**Wedge Capital Management – Mid-Cap, Core Bond Manager and Short Term Fixed**
Bradley W. Horstmann, CFA, General Partner- Chief Compliance Officer
John G. Norman, Executive Vice President – Portfolio Manager - Equity

**Ancora Advisors - Small Mid Cap Manager**
Dan Theleni, CFA – Portfolio Manager
Dan Hyland– President

**Great Lakes Advisors - Small Mid Cap Manager**
Jon Quigley, CIO - Portfolio Manager
Laurie Watson - Relationship Management

**Harding Loevner - International Fund Manager**
Ferrill Roll, CFA –Portfolio Manager
Kevin Ferguson - Manager, Institutional Business Developments

**Causeway Capital Management - International Fund Manager**
Sarah Ketterer - CEO/Portfolio Manager
Paul O'Grady - Head of National Accounts

**ISHARES MSCI EAFE ETF - International Fund Manager**
Diane Hsiung - Portfolio Manager

**Bentall Kennedy – Real Estate Manager**
Michael Keating, Senior Vice President – Portfolio Manager
Josh Samilow, Vice President - Business Development and Client Relations

**ISHARES RUSSELL MID CAP GROWTH – Small Mid Cap Manager – Added November 2017**
Diane Hsiung – Portfolio Manager

**C.S. McKee L.P. – Fixed Income Manager – Added January 2018**
Gregory M. Melvin, CFA – Executive Vice President and Chief Investment Officer – Portfolio Manager
Mark. R. Gensheimer - President

**(Reference Question # 4) List current or former registered Federal or State lobbyists**

**Chris Cap,** State Registered Lobbyist (last renewed 1/1/2018) Position: PA State Association of Boroughs – PSAB Executive Director

**(Reference Question # 10) Disclosure of contributions to any political entity**

Christopher Dietz – PSAB Board of Directors
101 West Street
Millersburg, PA 17061
Contributions:

(2016) Penn Ag Dems - $60
Jody Rebarchak, 104th PA House District - $50
PA Democrats - $175

(2017) Dauphin County Judge Serratelli - $250
Dauphin Cty Democratic Party - $85

(2018) Patty Smith, 104th PA House District - $100
Lois Herr, 48th PA Senate District - $100
George Hartwick III, Dauphin County Commissioner - $400
Kristin Seale, PA House - $110
Dauphin County Democratic Committee - $50