

**ACT 44 DISCLOSURE FORM FOR ENTITIES PROVIDING  
PROFESSIONAL SERVICES TO THE  
BOROUGH OF MYERSTOWN'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 BOROUGH OF MYERSTOWN (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 October 25th, 2011. 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 October 1st, 2011.

**RETURN COMPLETED**

**DISCLOSURE TO:**

Borough of Myerstown  
Attn: Gloria R. Ebling, President of Borough Council  
101 E. Washington Ave.  
Myerstown, PA 17067-1142  
Phone Number: 717-866-5038  
E-mail: didohner@comcast.net

**REQUIRED UPDATES:**

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

## DEFINITIONS FOR DISCLOSURE

TERM	DEFINITION
<b>CONTRACTOR</b>	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.
<b>SUBCONTRACTOR OR ADVISOR</b>	Anyone who is paid a fee or receives compensation from a municipal pension system – directly or indirectly from or through a contractor.
<b>AFFILIATED ENTITY</b>	Any of the following: <ol style="list-style-type: none"> <li>1. A subsidiary or holding company of a lobbying firm or other business entity owned in whole or in part by a lobbying firm.</li> <li>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.</li> </ol>
<b>CONTRIBUTIONS</b>	As defined in section 1621 of the act of June 3 <sup>rd</sup> , 1937 (P.L. 1333, No. 320), known as the Pennsylvania Election Code
<b>POLITICAL COMMITTEE</b>	As defined in section 1621 of the act of June 3 <sup>rd</sup> , 1937 (P.L. 1333, No. 320), known as the Pennsylvania Election Code
<b>EXECUTIVE LEVEL EMPLOYEE</b>	<b>Any employee or person or the person's affiliated entity who:</b> <ol style="list-style-type: none"> <li>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</li> <li>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.</li> </ol>
<b>MUNICIPAL PENSION SYSTEM</b>	Any qualifying pension plan, under Pennsylvania state law, for any municipality within the Commonwealth of Pennsylvania; includes the Pennsylvania Municipal Retirement System. <i>Example: the Police Pension Plan for the Borough of Winchesterville</i>
<b>MUNICIPAL PENSION SYSTEM OFFICIALS AND EMPLOYEES; MUNICIPAL OFFICIALS AND EMPLOYEES</b>	<b>Specifically</b> , those listed in TABLE 2 titled: <i>"List of Pension System and Municipal Officials and Employees"</i> on the next page. Where applicable, includes any employee of the Requesting Municipality.
<b>PROFESSIONAL SERVICES CONTRACT</b>	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**

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.*”

### **Elected Officials:**

**Thomas Lush – Mayor**  
**Gloria R. Ebling – Borough Council President**  
**Gregg Smith – Borough Council Vice President**  
**Teresa Allwein – Council Member**  
**Michael Behm – Council Member**  
**Keith Fox – Council Member**  
**Barry Lutz – Council Member**  
**Bryan Rittle – Council Member**

### **Appointed Officials or Employees:**

**Frederick Wolf, Esq. – Solicitor**  
**Dianna M. Dohner, Asst. Borough Secretary**  
**Lee C. Smith, Borough Treasurer**

## 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":

Non-Uniform Plan

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)

see attached

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 and of the person employed, their position with the municipality, and dates of employment.

see attached

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.

see attached

**NOTICE:** All information provided for items 1- 4 above must be updated as changes occur.

5. Since December 17<sup>th</sup> 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 contract with municipality's pension system.

- ➔ 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.

see attached

6. Since December 17<sup>th</sup> 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).

see attached

7. Since December 17<sup>th</sup>, 2009: 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.

see attached

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.

see attached

9. 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.

see attached

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 18<sup>th</sup> 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 political entity / party receiving the contribution), the date of the contribution, and the amount of the contribution.

see attached

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.

see attached

12. To the extent that you believe that Chapter 7-A of Act 44 of 2009 requires you to disclose any additional information beyond what has been requested above, please provide that information below or on a separate piece of paper.

see attached

Please provide the name(s) and position(s) of the person(s) participating in the completion of this Disclosure. One of the individuals identified by the Contractor in Item #1 above must participate in completing this Disclosure and must sign the below verification attesting to the participation of those individuals named below.

Name:

Name:

Position:

Position:

Name:

Name:

see attached

Position:

Position:

Name:

Name:

Position:

Position:

Tim Kelly  
SIGNATURE

General Partner  
TITLE

10/21/11  
DATE

## VERIFICATION

I, Tim Kelly, hereby state that I am Principal for  
(Name) (Position)  
Edward Jones and I am authorized to make this verification.  
(Contractor)

I hereby verify that the facts set forth in the foregoing Act 44 Disclosure Form for Entities Providing Professional Services to **Borough of Myerstown** 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.

Tim Kelly  
Signature  
10/21/11  
Date

**REF Item #1.**

Edward D. Jones & Co., L.P. ("Edward Jones") is the entity currently providing professional services to the Municipal Pension System ("Contractor"). Contractor is a registered broker-dealer and employs a financial advisor who directly serves the Requesting Municipality.

Steven B. Goodhue, an Edward Jones financial advisor, is an employee of Contractor that is investing on the behalf of Requesting Municipality and is paid a fee or receives compensation from a municipal pension system – indirectly through the Contractor.

**REF Item #2.**

Please see Attachment 1.

**REF Item #3.**

No.

**REF Item #4.**

No.

**REF Item #5.**

Contractor and its Affiliated Entities have no actual knowledge of any such compensation or employment.

**REF Item #6.**

According to Contractor's records, none of Contractor's financial advisors, including Steven B. Goodhue, general partners and employees in Compliance Service, Field Supervision, Investment Banking, Product Review and Municipal Trading departments of Contractor's firm have solicited a contribution to any municipal officer in the Requesting Municipality, or to the political party or political action committee of that official. Without knowing the names of the candidates for municipal office, no search could be performed to confirm or deny whether a contribution was solicited for those individuals. Because Contractor is a large broker-dealer with over 12,000 branch offices and 40,000 employees, Contractor is unable to determine whether any such contributions have been solicited from Contractor's agents or employees outside the departments listed above.

**REF Item #7.**

According to Contractor's records, neither Contractor nor any of its Affiliated Entities has made a contribution to a municipal official in the Requesting Municipality. Without knowing the names of the candidates for municipal office, no search could be performed to confirm or deny whether Contractor or any of its Affiliated Entities made a contribution to those individuals.

**REF Item #8.**

According to Contractor's records, neither Contractor nor any of its Affiliated Entities has any direct financial, commercial or business relationship with any official identified on the List of Municipal Officials of the Requesting Municipality.

**REF Item #9.**

According to Contractor's accounts payable records, neither Contractor nor any of its Affiliated Entities has given any gifts having more than a nominal value to any individuals identified on the List of Municipal Officials of the Requesting Municipality.

**REF Item #10.**

Not applicable. No disclosures are required.

**REF Item #11.**

Contractor receives payments known as revenue sharing from certain mutual fund companies, 529 plan program managers, insurance companies and retirement plan providers (collectively referred to as "product partners"). Contractor's receipt of revenue sharing payments may create a potential conflict of interest in the form of an additional financial incentive and financial benefit to Contractor, its financial advisors and equity owners in connection with the sale of products from these product partners.

Revenue sharing, as received by Contractor, involves a payment from a mutual fund company's adviser or distributor, a 529 plan program manager, an insurance company or the entity that markets an insurance contract, or a retirement plan provider. It is not an additional charge to Requesting Municipality. These payments are in addition to standard sales loads, annual sales fees, expense reimbursements, sub-transfer agent fees for maintaining client account information and providing other administrative services for mutual funds (shareholder accounting and networking fees), and reimbursements for education, marketing support and training-related expenses.

Contractor reasonably believes that its current disclosure of revenue sharing to its clients addresses this apparent conflict of interest.

Additional information regarding revenue sharing is available on Contractor's web site at [edwardjones.com](http://edwardjones.com).

**REF Item #12.**

Contractor has no additional information to disclose pursuant to Chapter 7-A of Act 44 of 2009.

**Names and Positions of person(s) participating in the completion of the Disclosure.**

Leslie Banks, Sr. Team Leader Home Office Accounting Services, Edward D. Jones & Co., L.P.,  
Theresa Campo, Paralegal, Legal Department, Edward D. Jones & Co., L.P.  
Jesse Hill, Principal - Office of Regulatory Counsel, Compliance Department, Edward D. Jones & Co., L.P.  
Dessa Kopp, Assistant General Counsel, Legal Department, Edward D. Jones & Co., L.P.  
Rick McMillin, Compliance Counsel, Compliance Services, Edward D. Jones & Co., L.P.  
Edward O'Neal, Director Retirement Plan Marketing, Edward D. Jones & Co., L.P.  
Sharon Smith, Investment Banking Specialist, Investment Banking - Municipal, Edward D. Jones & Co., L.P.  
Deanna Taylor, Compliance Officer, Compliance Services, Edward D. Jones & Co., L.P.

**The Jones Financial Companies**

**Affiliates, Officers, Directors, Shareholders and Members**

**September 27, 2011**

**The Jones Financial Companies, L.L.L.P.**

FEIN: 43-1450818

Individual general and limited partners

**EDJ Holding Company, Inc.**

FEIN: 43-1449982

President: James D. Weddle

Vice-President: Norman Eaker

Treasurer: Kevin Bastien

Secretary: James A Tricarico Jr.

Director: James D. Weddle

**LHC, Inc.**

FEIN: 43-1453405

President: James D. Weddle

Treasurer: Kevin Bastien

Secretary: James A. Tricarico Jr.

Assistant Secretary: Chris Lewis

Assistant Secretary: Kay Bradley

Assistant Secretary: Dessa Kopp

Director: James D. Weddle

**EDJ Leasing Co., L.P.**

FEIN: 43-1239390

General Partner: LHC, Inc.

Limited Partner: The Jones Financial Companies, L.L.L.P.

**EDJ UK Lease, L.L.C.**

FEIN: 27-1878705

Member: Edward D. Jones & Co., L.P.

**Edward Jones Trust Company**

FEIN: 43-6678681

President: Jeffrey A. Stuerman

Vice President: Kevin J. Huonker

Treasurer: Dave Wenzel

Secretary: Jenny Ritter

Directors: Jeffrey A. Stuerman  
Brett A. Campbell  
Dan Timm  
Dale Nichols  
Steve Woods

**Edward D. Jones & Co., L.P.**

FEIN: 43-0345811  
General Partner: EDJ Holding Company, Inc.  
Limited Partner: The Jones Financial Companies, L.L.L.P.

**Edward Jones (an Ontario Limited Partnership)**

FEIN: 98-0162843  
General Partner: Edward D. Jones & Co. Canada Holding Co., Inc.  
Limited Partner: Edward D. Jones & Co., L.P.

**Edward Jones Insurance Agency (an Ontario Limited Partnership)**

FEIN: None  
General Partner: Edward D. Jones & Co. Agency Holding Co., Inc.  
Limited Partner: Edward Jones

**Edward D. Jones & Co., Agency Holding Co., Inc.**

FEIN: None  
President: Gary D. Reamey  
Vice-President: Kevin Bastien  
Vice-President, Marketing: James McKeown  
Secretary: Donald J. Burwell

Directors: Gary D. Reamey  
Donald J. Burwell

**Edward D. Jones & Co. Canada Holding Co., Inc.**

FEIN: None  
President: Gary D. Reamey  
Vice-President: Kevin Bastien  
Secretary: Donald J. Burwell

Directors: Gary D. Reamey  
Donald J. Burwell

**Edward Jones Insurance Agency, (Quebec) Inc.**

FEIN: None  
President: Gary D. Reamey  
Vice-President: Kevin Bastien  
Secretary: Donald J. Burwell

Directors: Gary D. Reamey  
Donald J. Burwell

**EJ Mortgage, L.L.C.**

FEIN: 42-1472314

Member: Edward D. Jones & Co., L.P.

**Conestoga Securities, Inc.**

FEIN: 43-1100668

President: James D. Weddle

Treasurer: Kevin Bastien

Secretary: James A. Tricarico Jr.

Assistant Secretary: Chris Lewis

Assistant Secretary: Kay Bradley

Assistant Secretary: Dessa Kopp

Directors: James D. Weddle

James A. Tricarico Jr.

Kevin Bastien

**EDJ Ventures, Ltd.**

FEIN: 43-1260555

General Partner: Conestoga Securities, Inc.

Limited Partner: Edward D. Jones & Co., L.P.

**CIP Management, Inc.**

FEIN: 43-1531581

Sole Shareholder: Conestoga Securities, Inc.

President: Bret D. Kimes

Vice-President: Bill Hizar Jr.

Secretary: Dessa Kopp

Treasurer: Bret D. Kimes

Directors: Bret D. Kimes

Bill Hizar Jr.

**CIP Management, L.P., LLLP**

FEIN: 43-1531580

General Partner: CIP Management, Inc.

Limited Partner: EDJ Ventures Ltd.

**Edward Jones Insurance Agency of Massachusetts, L.L.C.**

FEIN: 43-1665826

Member: Edward D. Jones & Co., L.P.

**Edward Jones Insurance Agency of California, L.L.C.**

FEIN: 43-1484769

Members: Edward D. Jones & Co., L.P.  
California Agency Holding, L.L.C.

**California Agency Holding, L.L.C.**

FEIN: NONE

Member: Edward D. Jones & Co., L.P.

**Edward Jones Insurance Agency Holding, L.L.C.**

FEIN: 59-2464048

Member: Edward D. Jones & Co., L.P.

**Edward Jones Insurance Agency of New Mexico, L.L.C.**

FEIN: 85-0356706

Member: Edward D. Jones & Co., L.P.

**Passport Research Ltd.**

FEIN: 25-1404956

General Partner: Federated Investors, Inc.

Limited Partner: Edward D. Jones & Co., L.P.

**INSTRUCTIONS FOR MUNICIPALITY:**

**DO NOT** INCLUDE THIS INSTRUCTION PAGE WITH THE

**DISCLOSURE**

You will need to prepare and send one of these disclosure forms to **each Contractor** that you have a contract for providing services to your pension plan (AND) a separate set of disclosures for each type of plan – fire, police, etc. IF ONE CONTRACTOR services two or more plans, then only one disclosure is required, but the contractor must indicate he / she is completing the disclosure for more than one plan....**PAGE 4, Question One.**

You should also prepare a brief cover letter explaining the reason you are sending this disclosure out.

➤ **Who should receive this disclosure?**

Generally there are 5 primary service providers for each pension plan but it is not limited to just these:

- Actuarial Services    Investment Services    Administration Services    Advisory Services**
- Legal Advisory Services – usually performed by the municipal solicitor**

**IF some of these services are combined through one service provider or Contractor**, then you only need to send this to that one entity. **For Example**, your administrative services and actuarial services are conducted through **Robert Smith and Associates** and your contract is with this company. However, **Robert Smith and Associates** subcontracts certain portions of these services to two other companies. You need only send one disclosure to **Robert Smith and Associates**, and one to any other entity that provides specific services – other than administrative and actuarial.

➤ **PLEASE CHECK WITH YOUR SOLICITOR**...as a precaution regarding whom you should send this disclosure to.

**Every place you see this:** [ ENTER NAME OF MUNICIPALITY ] Enter the name of the municipality. Change the Font color to Black and remove the brackets.

Pages 1, 3, and 8 are the only pages that require modification and reprinting by the Municipality.

**Instructions for the "Requesting Municipality" for completion of PAGE 3:**

Under the header, prepare a list of Names and Positions of all personnel that are a party to ANY Pension Plan the municipality has. This should include: every Elected Official, Municipal Manager or equivalent position, Municipal Finance Director or equivalent position, Chief Administrative Officer for each plan , The Solicitor, Any Pension Advisory Committee or Pension Board Members (not listed above)

**SAMPLE Municipal List:**

**Elected Officials**

- Bobby Jeffries - Mayor
- Clyde J. Smith - Borough Council President
- Edith Moniker - Borough Council Vice-President / Police Pension Committee Chair
- Janie Whitehead - Council Member
- Tonya Gray - Council Member and Non-Uniformed Pension Committee Chair
- Walter Doorstop – Council Member
- Walter Special, Esq. – Solicitor

**Appointed Officials or Employees**

- Sammy Special - Borough Manager / CAO, Non-Uniform Plan / CAO, Police Plan
- Alice Victory - Borough Secretary and Non-Uniformed Pension Committee Member
- Michael Gunn – Chief of Police / Police Pension Committee Member

**Pension Committee(s)**

- Jeffery Right – Non-Uniform Committee Member
- Patty Wrong – Non-Uniform Committee Member
- Fred Albright – Police Pension Committee Member
- John Duggan (Retired Police Officer) / Police Pension Committee Member