

December 3, 2015

The Borough of Hanover
Attn: Cynthia J Wyatt, Administrative Assistant
44 Frederick St
Hanover PA 17331

Re: Chapter 7-A of Act 44 Disclosures

Dear Cynthia,

Enclosed please find a Response provided on behalf of Manufacturers and Traders Trust Company ("M&T Bank") pursuant to the Disclosure Form (the "Disclosure") received from the Borough of Hanover relative to disclosure of certain information in accordance with Pennsylvania Act 44, Chapter 7-A.

M&T Bank reserves the right to supplement this Response in the event new information becomes available.

Please acknowledge receipt of this package by signing below and returning a copy of the Response in the enclosed envelope.

In regards to the consent letter referenced in Question #8 of the Disclosure, while a copy has been included with the Response, the original may be provided upon request.

If you should have any questions or concerns regarding the enclosed, please contact me directly at (717) 852-3075

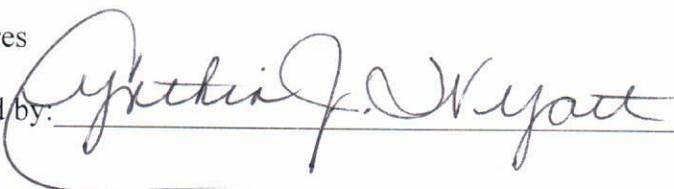
Sincerely,



Carla J. Martin, CFP®, CRSP, QKA
Vice President

Enclosures

Received by:

 Date 12-7-15

**ACT 44 DISCLOSURE FORM FOR ENTITIES PROVIDING
PROFESSIONAL SERVICES TO THE
BOROUGH OF HANOVER 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 or more of the pension funds of the above municipality (hereinafter the "Requesting Municipality"). Act 44 disclosure requirements apply to Contractors who provide professional pension services and receive payment of any kind from the Borough of Hanover's Pension fund. The Borough of Hanover 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 Borough of Hanover by **November 1, 2015**. 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 31, 2015**.

**RETURN COMPLETED
DISCLOSURE TO:**

The Borough of Hanover
Attn: Cynthia J. Wyatt, Administrative Asst.
44 Frederick Street
Hanover, PA 17331
Phone Number: (717) 637-3877
Email address: cwyatt@borough.hanover.pa.us

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: <ol style="list-style-type: none"> 1. A subsidiary or holding company of a lobbying firm or other business entity owned in whole or in part by a lobbying firm. 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 lobbying firm or an affiliated entity.
CONTRIBUTIONS	As defined in section 1621 of the act of June 3 rd , 1937 (P.L. 1333, No. 320), known as the Pennsylvania Election Code.
POLITICAL COMMITTEE	As defined in section 1621 of the act of June 3 rd , 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: <ol style="list-style-type: none"> 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 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.
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

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

Ben Adams, Mayor, 9 Linden Avenue, Hanover, PA
John H. Gerken, Council President (2nd Ward), 507 McCosh Street, Hanover, PA
William W. Reichart III, Council Member (2nd Ward), 990 McCosh Street, Hanover, PA
Kimberly Griffin, Council Member (1st Ward), 311 East Walnut Street, Hanover, PA
Gerald D. Funke, Council Member (1st Ward), 716 Spruce Drive, Hanover, PA
Robert J. Marcoccio, Council Member (3rd Ward), 6th Fifth Street Apt. A, Hanover, PA
Henry T. McLin, Council Member (3rd Ward), 318 Fourth Street, Hanover, PA
Scott Angel, Council Member (4th Ward), 500 W. Walnut Street, Hanover, PA
Sonny (Bernard) Eline, Council Vice-President (4th Ward), 601 W. Middle Street, Hanover, PA
Sylvia Yingling, Council Member (5th Ward), 363 Centennial Avenue, Hanover, PA
James Roth, Council Member (5th Ward), 209 Second Avenue, Hanover, PA
Leroy E. Wentz, Tax Collector, 299 Moul Avenue, Hanover, PA

Appointed Officials

Florence Ford, Borough Manager, 9545 Carlisle Pike, York Springs, Pa. 17372 0614
R. Samuel Miller, Finance Director/Treasurer, 338 Matthew Drive, New Oxford, Pa 5660
Susan Racey, Assistant Treasurer, 432 East Golden Lane, New Oxford, PA 7296
Dorothy C. Miller, Secretary, 4 John Drive, New Oxford, PA 5693
James Yingst, Solicitor, 20 Fourth Street, Hanover, PA

Pension Committee (Police Pension Only)

Dwayne Smith, Chief of Police, 330 Orchard Drive, Hanover, PA
Joseph McLaughlin, Jr., Haverford Trust Co., 100 Matsonford Rd, Bldg 3, Radnor, PA
Gary Brown, 107 Fourth Street, Hanover, PA
John J. Riley, Jr., 1 South Street, Hanover, PA
Larry Bream, 296 Primrose Lane, Hanover, PA

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 with an "X" the Municipal Pension Plan(s) for which you are providing information:

- Borough of Hanover Employees Pension Plan
- Borough of Hanover Fire Drivers' Pension Plan
- Borough of Hanover Police Pension Plan

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:

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)
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 the date of employment.

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.

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. 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).

7. Since December 17th, 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.

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

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

9. Has the *Contractor* or an *Affiliated Entity* given any gifts having more than a nominal value to any official, employee or fiduciary 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.

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;
- 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.

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.

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.

The information in this disclosure is provided on behalf of the Borough of Hanover Employee Pension Plan, account number 1015171, 1044128 and the Borough of Hanover Fire Drivers Pension Plan, account number 1043998, 1044082

REF – Item #1

Carla J Martin, Vice President- Wilmington Trust

Ms Martin is the Relationship Manager and Client contact for the account. She ensures that administration is completed for the pension payments and various other administrative items.

Holly Hammer, Assistant Vice President- Wilmington Trust

Ms. Hammer is the Trust administrator for the account. She oversees the submission of pension setups, changes and any other items related to pension payments. Ms. Hammer processes any cash work, such as plan contributions and invoice payments.

Brett Hoffacker, Administrative Vice President-Wilmington Trust Investment Advisors and Stephen Seivold, Vice President-Wilmington Trust Investment Advisors

Mr. Hoffacker and Mr Seivold are the Portfolio Managers for the pension plans. WTIA maintains a separate service contract with the municipality.

REF- Item#2

Not applicable.

REF-Item #3

None of the above-named individuals is a current or former official or employee of the Borough of Hanover.

REF-Item #4

None of the above-named individuals is currently, or has ever been, registered as a Federal or Pennsylvania State lobbyist.

REF-Item #5

Since December 17, 2009, to the best of our knowledge, M&T Bank and WTIA have neither employed nor paid compensation to a third party intermediary, agent or lobbyist to directly or indirectly communicate with any individual on the List of Municipal Officials in connection with any transaction or investment involving M&T Bank and the municipal pension system.

REF-Item #6

Since December 17, 2009, to the best of our knowledge, information and belief, no agent, officer, director or employee of M&T Bank or WTIA has solicited contributions to any municipal officer or candidate for municipal office in the Borough of Hanover, or to a political party or political action committee of that official or candidate.

REF-Item #7

Since December 17, 2009, to the best of our knowledge, information and belief, M&T Bank nor an Affiliated Entity has made any contributions to a municipal official or any candidate for the municipal office in the Borough of Hanover.

REF-Item #8

The following Municipal Officials have a direct financial, commercial, or business relationship with M&T:

Ben Adams-need more information

John Gerken-1 joint checking account

Bernard(Sonny)-Given address does not match M&T Bank records and no social security number in system-but shows signor for 20 checking accounts

Kimberly Griffin-1 joint checking account, 1 savings account

Gerald Funke-1 joint checking account

Henry T Mclin-signor for 6 savings accounts, signor for 1 checking account & 1 individual savings account

Sylvia Yingling-1 individual CD, 1 Christmas club account, 3 individual checking accounts & 1 individual savings account, 1 corporate signor checking acct.

Leroy Wentz-signor for 1 corporate checking account, 1 corporate savings account

Scott Angel-2 joint checking accounts, 2 joint savings accounts

James Roth-1 home equity loan

Susan Racey-1 joint checking, 1 corporate savings, 21 corporate checking,

James Yingst-no address match

Joseph McLaughlin-no address match

John J Riley Jr.-1 joint checking, 1 individual savings, 1 CD, 1 individual checking, 2 home equity loans

Larry Beam-1 joint checking, 1 joint savings, 3 corporate savings, 4 corporate checking, 1 home equity loan

REF-Item #9

To the best of our knowledge, neither M & T Bank nor any affiliated entity has conferred any gifts having more than a nominal value to any official, employee, or Fiduciary of the Borough of Hanover.

REF-Item #10

The following contributions meet the disclosure criteria set forth in questions #10:

1.
 - a. Person making contribution: James J Donovan
 - b. Address of person making Contribution: 17 Red Tail Dr, Orwigsburg PA 17961
 - c. Contributor's relationship to Contractor: Officer M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: James A Barton
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: Principal Campaign Committee of a Candidate for State Representative
 - f. Date of Contribution: May 2014
 - g. Amount of Contribution: \$500

2.
 - a. Person making contribution: Robert Joe Crosswhite
 - b. Address of person making Contribution: 800 Castlebridge Court, Monkton MD 21111
 - c. Contributor's relationship to Contractor: Executive, M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: Tom Wolf for Governor
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: PAC
 - f. Date of Contribution: 9/3/2014 and 7/1/2013
 - g. Amount of Contribution: \$2,500 and \$2,500

3.
 - a. Person making contribution: Eric Rebert
 - b. Address of person making Contribution: 2265 Seitz Dr, Lancaster PA 17601
 - c. Contributor's relationship to Contractor: Officer M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: Tom Wolf for Governor
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: Principal Campaign Committee of Candidate for Governor
 - f. Date of Contribution: ---
 - g. Amount of Contribution: \$500

4.
 - a. Person making contribution: Richard G King

- b. Address of person making Contribution: 2596 Hanover Pike, Hanover PA 17331
 - c. Contributor's relationship to Contractor: Director, M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: Tom Corbett
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: Governor
 - f. Date of Contribution: 2-2- 14 and 10-9-14 and 5-9-10
 - g. Amount of Contribution: \$1000, \$1000, \$5000
- 5.
- a. Person making contribution: Robert Joe Crosswhite
 - b. Address of person making Contribution: 800 Castlebridge Court, Monkton MD 21111
 - c. Contributor's relationship to Contractor: Executive, M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: Friends of Pat Toomey
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: Principal Campaign Committee of Candidate for U.S. Senate
 - f. Date of Contribution: 6-6-2012 and 10-7-2013
 - g. Amount of Contribution: \$500 and \$1000
- 6.
- a. Person making contribution: Robert Wilmers
 - b. Address of person making Contribution: 350 Park Ave, 6th Floor, New York NY 10022
 - c. Contributor's relationship to Contractor: Chairman and CEO, M&T Bank
 - d. Name of Person/Political Party/Entity Receiving the Contribution: Bob Casey
 - e. Office or Position of Person/Political Party/Entity Receiving the Contribution: U.S. Senator
 - f. Date of Contribution: 9/17/12
 - g. Amount of Contribution: \$2,500

VERIFICATION

I, Carla S Martin hereby state that I am a VP
for MFT BANK and I am authorized to make the verification.
NAME TITLE
COMPANY

I hereby verify that the facts set forth in the foregoing Act 44 Disclosure Form for Entities Providing Professional Services to the Borough of Hanover 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 706-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.

Carla S Martin Signature
12-3-15 Date