

**Rules of**  
**Department of Insurance**  
**Division 20—Financial Examination**  
**Chapter 17—Admissions**

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## Title 20—DEPARTMENT OF INSURANCE

### Division 200—Financial Examination Chapter 17—Admissions

#### 20 CSR 200-17.100 Procedure for Forming a Missouri Domestic Insurance Company

*PURPOSE: The purpose of this rule is to prescribe forms and procedures to be followed in forming an insurance company organized under the laws of the state of Missouri. This rule also effectuates and aids in the interpretation of sections 376.010–376.120, RSMo (life insurance companies) and sections 379.010–379.065, RSMo (insurance companies other than life).*

(1) The procedures outlined in section (2) of this rule are the procedures required for the successful formation of a Missouri domestic insurance company authorized to transact an insurance business in this state. The steps outlined in subsections (A) through (E) of section (2) are set forth in the required chronological order beginning with the first step.

(2) A Missouri domestic insurance company shall be formed in accordance with the following procedures and forms:

(A) The incorporators form the corporation that will become an insurance company organized under the laws of the state of Missouri. The incorporators must:

1. Issue a declaration of intent to form an insurance company and state its articles of incorporation to comply with the requirements of Missouri law. See sections 376.010 to 376.120, RSMo (life insurance companies) and sections 379.010 to 379.065, RSMo (other than life). Particular attention should be paid to the requirements for the number and residence of the members of the board of directors and the place where the principal office for the conduct of the insurance company's business will be conducted. Such place must be stated with sufficient specificity so that an examiner can verify that in fact the insurance company's principal business will be located at the address stated;

2. Publish the declaration and the articles as required by law; and

3. File with the Division of Financial Regulation (DFR) of the Missouri Department of Insurance (MDI) an affidavit of publication from the publisher of the declaration and articles, and the articles in triplicate original;

(B) If the insurance company's filings under paragraph 3 of subsection (A) are in compliance with the applicable laws and reg-

ulations relating to a Missouri domestic insurance company, the DFR will cause the articles to be reviewed by the Missouri attorney general (AG). Upon receipt of the AG's certification, the DFR will file the articles and a copy of the AG's certification with the Missouri secretary of state for the issuance of a certificate of incorporation. (The secretary of state may require the payment of certain fees and taxes before issuing the certificate of incorporation);

(C) Upon receipt of a copy of the certificate of incorporation, the company shall:

1. Form its board of directors, appoint officers, issue stock (if a stock company) or take deposits if a mutual company;

2. Place the proceeds from the stock subscription or deposits into accounts (including the deposit with Department of Insurance);

3. File with the MDI's Property and Casualty Section or the Life and Health Section (whichever is applicable) any premium rates, policy forms or endorsements as may be needed to transact the insurance company's business; and

4. Submit to the DFR a completed Uniform Certificate of Authority Application (UCAA)—primary application. Upon request, the DFR will provide information regarding:

A. How to obtain the appropriate UCAA form (including any forms specific to Missouri under the UCAA review process); and

B. The application of the statutory standards for evaluating an application for a certificate of authority;

(D) Upon notice from the company that the steps listed in subsection (C) have been completed, the DFR will contact the insurance company to schedule a pre-licensing examination. Among other things, the examination will verify the statutory deposit, compliance with financial requirements, the location of the insurance company's principal place of business, the filing of any necessary policy or endorsement forms, and the competency and integrity of the insurance company's officers and directors; and

(E) Based upon the recommendation in the report of the pre-licensing examination, the DFR will cause the completion of the formation process. Formation is complete upon the issuance by the director of the MDI of a certificate of authority to transact the business of insurance in this state.

*AUTHORITY: section 374.045, RSMo 2000. \* Original rule filed June 14, 2001, effective Dec. 30, 2001.*

*\*Original authority: 374.045, RSMo 1967, emended 1993, 1995.*

#### 20 CSR 200-17.200 Procedure for Foreign Insurer to Obtain a Certificate of Authority to Transact the Business of Insurance

*PURPOSE: The purpose of this rule is to prescribe forms and procedures to be followed in applications for a certificate of authority to transact an insurance business in this state. This rule also effectuates or aids in the interpretation of section 375.811, RSMo.*

(1) Any foreign insurance company, as that term is used in section 375.811, RSMo, making application to the director of the Department of Insurance for a certificate of authority to transact an insurance business in the state of Missouri shall do so by filing both of the following:

(A) A completed Uniform Certificate of Authority Application (UCAA) form as follows:

1. An expansion application, if the applicant is organized under the laws of a uniform state; or

2. A primary application, if the applicant is not organized under the laws of a uniform state; and

(B) Additional information as follows:

1. A letter from the insurance commissioner of the applicant's domicile state stating that according to his/her records, the applicant is prompt and equitable in its loss payments to policyholders and payments are in accordance with policy provisions;

2. A narrative description of the history of the applicant;

3. Explanation of any unique assets, liabilities or operating aspects of the applicant; and

4. A detailed explanation of any present controversy with any state or federal regulatory agency or of any presently pending formal or informal hearings.

(2) A uniform state is a state or territory of the United States that is committed to using the UCAA review process for company admissions.

(3) Upon request, the Missouri Department of Insurance will provide information regarding:

(A) Whether a state or territory is a uniform state;

(B) How to obtain the appropriate UCAA form (including any forms specific to Missouri under the UCAA review process); and



(C) The application of the statutory standards for evaluating an application for a certificate of authority.

*AUTHORITY: section 374.045, RSMo 2000.\* Original rule filed June 14, 2001, effective Dec. 30, 2001.*

*\*Original authority: 374.045, RSMo 1967, amended 1993, 1995.*

**20 CSR 200-17.300 Procedure for Redomestication**

*PURPOSE: The purpose of this rule is to prescribe forms and procedures to be followed in redomesticating an insurance company from or into the state of Missouri. This rule also effectuates and aids in the interpretation of section 375.908, RSMo.*

(1) Redomestication to Missouri from Another State. In order to redomesticate an insurance company organized under the laws of any other state to the state of Missouri, the insurance company shall comply with the following forms and procedures in the chronological order set forth below beginning with subsection (A):

(A) The insurance company must obtain a certificate of authority to transact an insurance business in the state of Missouri, if not previously obtained;

(B) The insurance company must obtain the approval of the current state of domicile to redomesticate to Missouri. This approval may be either unconditional or conditioned on future events such as Missouri's acceptance of the redomestication;

(C) The insurance company must apply for redomestication to Missouri. The law (section 375.908, RSMo) requires a company redomesticating to Missouri to comply with all the requirements of law relative to organizing and licensing a domestic insurer. This means that the company must:

1. Locate its principal place of business at a place in Missouri;

2. Issue a declaration and amend and restate its articles of incorporation to comply with the requirements of Missouri law. See sections 376.010 to 376.120, RSMo (life insurance companies) and 379.010 to 379.065, RSMo (other than life). A declaration of intent to redomesticate will be accepted as a substitute for a declaration of intent to form. The amended and restated articles will be accepted as a substitute for the charter. The directors will be acceptable substitutes for the incorporators;

3. Publish the declaration and the amended and restated articles as required by

law. The declaration may reflect the intent to redomesticate rather than the intent to form;

4. File with the Division of Financial Regulation (DFR) of the Missouri Department of Insurance (MDI) an affidavit of publication from the publisher of the amended and restated articles, the amended and restated articles in triplicate original, the order from the current state of domicile approving the redomestication, and an application for an amended certificate of authority (which will state among other things, the location of the principal place of business); and

5. File with the MDI's Property and Casualty Section or the Life and Health Section (whichever is applicable) any amended policy forms or endorsements as may be needed to reflect Missouri as the insurance company's state of domicile;

(D) If the insurance company's filings are in compliance with the applicable laws and regulations relating to a Missouri domestic insurance company, the DFR will cause the articles to be reviewed by the Missouri attorney general (AG). Upon receipt of the AG's certification, the DFR will file the articles and a copy of the AG's certification with the Missouri secretary of state for the issuance of a certificate of incorporation. (The secretary of state may require the payment of certain fees and taxes before issuing the certificate of incorporation);

(E) Upon receipt of the certificate of incorporation, the DFR will contact the insurance company to schedule a pre-licensing examination. The scope of this examination will vary depending on the circumstances, including the extent and as of date of the insurance company's most recent examination. Among other things, the examination will verify the statutory deposit, compliance with financial requirements, the location of the insurance company's principal place of business, the filing of any necessary policy or endorsement forms, and the competency and integrity of the insurance company's officers and directors; and

(F) Based upon the recommendation in the report of the pre-licensing examination, the DFR will cause the completion of the redomestication process. Redomestication is complete upon the issuance by the director of the MDI of a certificate of authority amended to reflect Missouri as the insurance company's state of domicile.

(2) Redomestication from Missouri to Another State. In order to redomesticate an insurance company organized under the laws of the state of Missouri to another state, the insurance company shall comply with the following forms and procedures in the chrono-

logical order set forth below beginning with subsection (A):

(A) The Missouri domestic insurer must request the DFR to approve a redomestication to a specified state and provide evidence that the Missouri domestic insurer is admitted to do business in that state. The DFR will then cause the MDI to issue a contingent approval and state the terms for finalizing the redomestication and making the contingent approval absolute.

(B) After receipt of the contingent approval, the insurance company shall obtain and file each of the following:

1. A certified copy of the state's order approving the redomestication;

2. An application to amend certificate of authority (form enclosed);

3. A certified copy of amended or restated articles of incorporation from new state of domicile;

4. A certified copy of certificate of authority from new state of domicile;

5. An appointment of the director of the MDI as agent for receipt of service of process; and

6. The filing fee for amending the Missouri certificate of authority.

(C) The DFR will cause the MDI to make the contingent approval absolute after the insurer files all items described under subsection (B) of this section.

*AUTHORITY: section 374.045, RSMo 2000.\* Original rule filed June 14, 2001, effective Dec. 30, 2001.*

*\*Original authority: 374.045, RSMo 1967, amended 1993, 1995.*