



**Rules of
Department of Commerce and
Insurance**

**Division 200—Insurance Solvency and Company Regulation
Chapter 17—Admissions**

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**Title 20—DEPARTMENT OF
COMMERCE AND INSURANCE
Division 200—Insurance Solvency and
Company Regulation
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 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 (F) of section (2) are set forth in chronological order.

(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. Prior to publication, the company is encouraged to provide a draft of the declaration and articles of incorporation to the Division of Insurance Company Regulation (division) of the department for review;

2. Publish the declaration and the articles pursuant to law;

3. File with the division an affidavit of publication from the publisher of the declaration and articles, and the articles in triplicate original; and

4. Submit to the division a completed Uniform Certificate of Authority Application (UCAA)-primary application. Upon request, the division 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;

(B) If the company's filings under paragraph 3. of subsection (A) are in compliance with the applicable laws and regulations relating to a Missouri domestic insurance company, the division will cause the articles to be reviewed by the Missouri attorney general (AG). Upon receipt of the AG's certification, the department 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); and

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

(D) The division may contact the company to schedule a pre-licensing examination, which may, among other things, verify the statutory deposit, compliance with financial requirements, the location of the company's principal place of business, and the competency and integrity of the company's officers and directors;

(E) Upon receipt of a copy of the certificate of incorporation and notice from the division of the completion of its review of the application, the director will determine whether or not to issue a certificate of authority to transact the business of insurance in this state; and

(F) Upon receipt of a certificate of authority, the insurance company will file with the department's Property and Casualty Section or 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.

*AUTHORITY: section 374.045, RSMo 2016. * Original rule filed June 14, 2001, effective Dec. 30, 2001. Amended: Filed May 13, 2019, effective Nov. 30, 2019.*

**Original authority: 374.045, RSMo 1967, emended 1993, 1995, 2008.*

**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 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 narrative description of the history of the applicant;

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

3. 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 department 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 2016. * Original rule filed June 14, 2001, effective Dec. 30, 2001. Amended: Filed Oct. 30, 2018, effective April 30, 2019.*

**Original authority: 374.045, RSMo 1967, amended 1993, 1995, 2008.*



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). The insurance company must—

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

(B) 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) 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. Submit to the Division of Insurance Company Regulation (division) of the department a completed Uniform Certificate of Authority Application (UCAA)-primary application;

2. Designate its principal place of business at a place in Missouri;

3. 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 quantity of directors referenced in section 376.060, 376.100, 379.035, or 379.060, RSMo, as applicable, will be accepted as substitutes for the incorporators. Prior to publication, the insurance company is encouraged to provide a draft of the declaration and articles of incorporation to the division for review;

4. Publish the declaration and the amended and restated articles pursuant to law. The declaration may reflect the intent to redomesticate rather than the intent to form;

and

5. File with the division an affidavit of publication from the publisher of the amended and restated articles, the amended and restated articles in triplicate original, and the order from the current state of domicile approving the redomestication or other evidence of approval acceptable to the director;

(D) If the insurance company's filings are in compliance with the applicable laws and regulations relating to a Missouri domestic insurance company, the division will cause the articles to be reviewed by the Missouri attorney general (AG). Upon receipt of the AG's certification, the department 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) The division may contact the company to schedule a pre-licensing examination, which may, among other things, verify the statutory deposit, compliance with financial requirements, the location of the company's principal place of business, and the competency and integrity of the company's officers and directors; and

(F) Upon receipt of the certificate of incorporation, and notice from the division of the completion of its review of the application, the director will determine whether or not to issue a certificate of authority to transact the business of insurance in this state as a domestic insurance company.

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

(A) The Missouri domestic insurer must request the division 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 division will then recommend that the director 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, or other evidence of approval acceptable to the director;

2. An application to amend certificate of authority, available on the department's web-

site or by contacting the division;

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 as agent for receipt of service of process; and

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

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

AUTHORITY: section 374.045, RSMo 2016. Original rule filed June 14, 2001, effective Dec. 30, 2001. Amended: Filed May 13, 2019, effective Nov. 30, 2019.*

**Original authority: 374.045, RSMo 1967, amended 1993, 1995, 2008.*