



Rules of
Department of Commerce and
Insurance

Division 800—Administrative Procedures under
the Insurance Laws
Chapter 3—Mergers and Acquisitions

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**Title 20—DEPARTMENT OF
COMMERCE AND INSURANCE
Division 800—Administrative Procedures
under the Insurance Laws
Chapter 3—Mergers and Acquisitions**

20 CSR 800-3.010 Definitions

PURPOSE: This rule describes the general procedures for hearings authorized in review of mergers and acquisitions.

(1) Applicability of Rules. The rules in this chapter apply to all hearings conducted pursuant to the merger and acquisition review procedures in sections 375.355, 382.060, and 382.095, RSMo and are governed by Chapter 536, RSMo. The rules are to be read together with Chapter 536, RSMo.

(2) Definitions.

(A) "Director" the director of the department.

(B) "Department" means the Department of Commerce and Insurance.

(C) "Party" any individual, partnership, corporation, association, public or private organization of any character, or any other governmental agency properly requesting a hearing, named as a respondent, seeking to be heard or entitled to intervene in any matter under the rules in this chapter. Any division of the department is entitled to act as a party in any matter under the rules of this chapter.

AUTHORITY: section 374.045, RSMo 2016. Original rule filed Sept. 5, 2007, effective May 30, 2008. Amended: Filed Oct. 30, 2018, effective April 30, 2019. Non-substantive change filed Sept. 11, 2019, published Oct. 31, 2019.*

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

20 CSR 800-3.020 General Procedures

PURPOSE: This rule describes the general procedures for hearings authorized in review of mergers and acquisitions.

(1) Rules of Procedure. The hearings before the director pursuant to sections 375.355, 382.060, and 382.095, RSMo are governed by the rules of this chapter, the rules of Division 800, Chapter 1 concerning contested case proceedings, and Chapter 536, RSMo.

(2) Place of Filing. If the matter is to be heard by the director, all pleadings, documents, and requests to be filed with the department in connection with a hearing shall be delivered, mailed, addressed, or submitted to or filed with the director at the Department of Commerce and Insurance, PO Box 690, 301 West High Street, Jefferson City, MO 65102. The party filing pleadings or documents shall serve by mail copies of all filed pleadings or documents on all parties.

(3) Service of Hearing Order/Notice of Hearing. Service of the notice of hearing shall be effected upon all parties involved promptly upon issuance of the hearing order and notice, but not less than ten (10) days before the date designated for the hearing either by United States mail, postage prepaid, certified, or registered, addressed to the parties' last known address or by another means of personal service.

(4) Form of Documents.

(A) Except as otherwise provided, one (1) original and two (2) copies of all documents initiating proceedings shall be signed by the party or by his/her authorized representative or attorney and filed with the director.

(B) Documents shall leave sufficient space to enter the file hearing number and the title of the proceeding in connection with which they are filed.

(C) Documents shall be typewritten or reproduced from typewritten copy on eight and one-half inch by eleven inch (8 1/2" × 11") white paper.

(D) A certified copy may be submitted in lieu of the original.

(5) Computation of Time.

(A) In computing any period of time prescribed or allowed by this regulation or by any applicable statute, the day of the act, event, or default after which the designated period of time begins to run is not to be included. The last day of the period so computed is to be included, unless it is a Saturday, Sunday, or legal holiday, in which event the period runs until the end of the next day that is neither a Saturday, Sunday, nor a legal holiday. When the period of time prescribed or allowed is less than seven (7) days, intermediate Saturdays, Sundays, and legal holidays are excluded in the computation.

(B) Notice requirements are construed to mean notice received, but proof that notice was dispatched by means reasonably calculated to be received by the prescribed date is *prima facie* evidence that notice was timely

received.

(6) Appearance.

(A) Any person entitled to participate in any proceedings may appear as follows:

1. A natural person may appear on his/her own behalf or by an attorney at law licensed to practice in Missouri or both;

2. A division of the department may appear by an attorney at law licensed to practice in Missouri; and

3. A corporation, association, or other entity shall be represented by an attorney licensed to practice in Missouri, except a *bona fide* officer, employee, or representative may appear on behalf of such entities for preliminary matters until such time as an attorney is retained.

(B) Attorneys not licensed to practice in Missouri may appear on motion.

(C) An attorney appearing in a representative capacity shall file a written entry of appearance.

(7) Presiding Officer. The director has the authority to conduct a hearing, take all necessary action to avoid delay, maintain order, and insure the development of a clear and complete record. The director possesses all powers necessary to conduct a hearing including, but not limited to, the power to—

(A) Administer oaths and affirmations;

(B) Regulate the course of hearings, set the time and place for continued hearings, fix times for filing of documents, provide for the taking of testimony by deposition if necessary, and generally conduct the proceedings according to generally recognized administrative law and this regulation;

(C) Examine witnesses and direct witnesses to testify, limit the number of times any witness may testify, limit repetitious or cumulative testimony, and set reasonable limits on the amount of time each witness may testify;

(D) Rule upon offers of proof and receive relevant evidence;

(E) Sign and issue subpoenas that require attendance giving testimony and the production of books, papers, and other documentary evidence;

(F) Direct parties to appear and confer for the settlement or simplification of issues and to otherwise conduct prehearing conferences;

(G) Dispose of procedural requests or similar matters;

(H) Render findings of fact, conclusions of law, decisions, and orders;

(I) Order the filing of written direct testimony by any party to a hearing. Written direct testimony, if ordered to be filed, shall



be on eight and one-half inch by eleven inch (8 1/2" × 11") paper, in question and answer form and the truth sworn to before a notary public. The right to cross-examination of any witness on whose behalf written direct testimony is filed is mandatory; and

(J) Enter any order necessary and proper to effectuate any provision of Chapters 354 and 374 through 385, RSMo.

(8) Transcription of Proceedings.

(A) Oral proceedings at which evidence is presented will be recorded and transcribed by a certified court reporter, except as otherwise provided by law. Any transcription will be retained through and including the time allotted for appeal, revision, rehearing, or other manner of review prior to final disposition as provided for by law.

(B) The transcript and the record offered in connection with the hearing constitute the official record. The record in an administrative hearing shall include: prehearing records; all pleadings (including all notices and answers, motions, and briefs); evidence received; a statement of matters officially noticed; offers of proof, objections, and rulings; all orders entered by the director; and findings, conclusions, opinions, recommendations, and final order of the director.

(9) Existing Statutory or Department Procedures and Practices. This regulation is not to be construed to limit or repeal additional requirements imposed by statute or otherwise or to change existing department procedures which are equivalent to or exceed the standards of administrative procedure prescribed in this regulation.

AUTHORITY: section 374.045, RSMo 2016. Original rule filed Sept. 5, 2007, effective May 30, 2008. Amended: Filed Oct. 30, 2018, effective April 30, 2019. Non-substantive change filed Sept. 11, 2019, published Oct. 31, 2019.*

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

20 CSR 800-3.040 Hearing Officers

PURPOSE: This rule provides for the appointment of hearing officers by the director.

(1) In all proceedings before the director initiated under the provisions of sections 375.355, and 382.060, RSMo, the director

pursuant to section 374.120.2, RSMo, may appoint a hearing officer to conduct the hearing.

(2) Upon written request of a party, the director may modify any interim ruling of the hearing officer, but no hearing on the request must be provided.

(3) When the hearing has been completed, the hearing officer shall recommend findings of fact, conclusions of law and a final order to the director. The director shall dispose of the matter in the manner applicable to proceedings conducted by the director. No hearing on the recommendations of the hearing officer must be provided.

AUTHORITY: section 374.045, RSMo 2000. Original rule filed Sept. 5, 2007, effective May 30, 2008.*

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