Rules of Elected Officials
Division 30—Secretary of State
Chapter 50—General

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15 CSR 30-50.010 Definitions

PURPOSE: This rule defines certain terms used in the administration of the Missouri Uniform Securities Act and in the corresponding rules, forms and orders made.

(1) When the terms listed in this rule are used in the Missouri Uniform Securities Act (the Act), these rules, the forms and the orders of the commissioner, the following meanings shall apply (unless the context otherwise requires), together with those which may later appear to the extent that they are not inconsistent with definitions provided in Chapter 409, RSMo:

(A) Act means Chapter 409, RSMo, otherwise known as the Missouri Uniform Securities Act;

(B) Affiliate means a person who, directly or indirectly, through one (1) or more intermediaries, controls, or is controlled by, or is under common control with, another person;

(C) Applicant means the person executing an application;

(D) Application means the form prescribed or approved by the commissioner for filing in connection with the—

1. Registration of securities, including any amendment to the form and any information, document, report or memorandum filed as a part of the form or incorporated in the form by reference; it includes the registration statement; and

2. Registration as a broker-dealer, agent, investment adviser or representative of an investment adviser, including any amendment to the form and any information, document, report or memorandum filed as a part of the form or incorporated in the form by reference;

(E) Associate means a corporation or organization (other than an issuer or a majority-owned subsidiary of an issuer) of which a person is an officer or partner, or is, directly or indirectly, the beneficial owner of ten percent (10%) or more of any class of equity securities; a trust or other estate in which a person has a substantial beneficial interest or as to which s/he serves as trustee or in a similar capacity; and a relative or spouse of a person, or any relative of his/her spouse, who has the same home as the person or who is a director or officer of an issuer or any of its parents or subsidiaries;

(F) Certified means, when used in connection with financial statements, certified by an independent certified public accountant in accordance with generally accepted accounting practices;

(G) CRD System means the NASAA/NASD Central Registration Depository;

(H) Control and controlling person mean possession of the power, authority or means to engage in the management or policymaking functions of a person, directly or indirectly, through ownership of securities, by contract or otherwise. An officer, director, partner, or trustee or individual occupying similar status or performing similar functions or a person owning ten percent (10%) or more of the outstanding shares of any class or classes of securities of another shall be presumed a controlling person;

(I) Division or Securities Division means the staff of the Division of Securities, Office of Secretary of State of Missouri;

(J) IARD System means the NASAA/SEC Investment Adviser Registration Depository;

(K) Investment adviser qualifying officer means an officer designated by the investment adviser as responsible for supervision of investment adviser representatives associated with the investment adviser, or if the investment adviser is a natural person or partnership, the person or partner responsible for supervision of investment adviser representatives;

(L) Investment company, for the purpose of section 409.305(j) of the Act, means an issuer defined in Section 3, Investment Company Act of 1940;

(M) Isolated, for the purpose of section 409.402(b)(1) of the Act, means standing alone, disconnected from any other transactions;

(N) NASD means the National Association of Securities Dealers, Inc.;

(O) NASAA means the National Association of Securities Administrators Association, Inc.;

(P) Parent means an affiliate controlling another person;

(Q) Predecessor means a person, a major portion of whose business, assets or control has been acquired by another;

(R) Promoter means a person who—

1. Acting alone or in conjunction with one (1) or more other persons, directly or indirectly, takes the initiative in founding and organizing or reorganizing the business or enterprise of an issuer; and

2. In connection with the founding and organizing or reorganizing of the business or enterprise of an issuer, directly or indirectly, receives in consideration of services or property, or both services and property, a substantial amount of any class of securities of the issuer or a substantial amount of the proceeds from the sale of any class of securities;

(S) Registrant means an applicant for whom, or an issuer with respect to whose securities, a registration has become effective;

(T) Sale or sell—

1. For the purpose of section 409.401(m)(6)(C) of the Act, the phrase “any act incident to a class vote by stockholders” shall include the issuance of securities by a corporation and the distribution of securities to its security holders or to another corporation or to the security holders of such other corporation, by the issuing corporation or by such other corporation in connection with any merger, consolidation, reclassification of securities or sale of corporate assets referred to in section 409.401(m)(6)(C); and

2. For the purpose of section 409.401(m)(6)(D) of the Act, the phrase “any act incident to a judicially approved reorganization,” shall include the issuance of securities of the types defined in Section 3(a)(7) (receivers’ and trustees’ certificates) and in Section 3(a)(10) (securities issued in reorganizations) of the Securities Act of 1933;

(U) Sign or signature means—

1. To execute or adopt a tangible symbol with the present intent to authenticate a record; or

2. To attach or logically associate an electronic symbol, sound, or process to or with;

(V) SEC means the United States Securities and Exchange Commission;

(W) Subsidiary means an affiliate controlled by another person;

(X) Underwriter means a person who has purchased from an issuer or an affiliate of an issuer with a view to, or offers or sells for an issuer or an affiliate of an issuer in connection with, the distribution of any security, or participates or has a participation in the direct or indirect underwriting of any such undertaking. Not included is a person whose interest is limited to a commission from an underwriter or dealer not in excess of the usual and customary distributors’ or sellers’ commission; and

(Y) For the purpose of section 409.402(a)(6) of the Act, the words industrial loan association, or similar association organized and supervised under the laws of this state do not include in their meaning any loan and investment company formed under the provisions of Chapter 368, RSMo.


15 CSR 30-50.020 General Instructions

PURPOSE: This rule prescribes general matters within the commissioner’s jurisdiction.

(1) Office Hours. The Securities Division shall be open for transaction of business between the hours of 7:30 a.m. and 5:00 p.m. on Monday through Friday, public holidays excepted.

(2) Filing Documents with the Securities Division.

(A) A document is filed when it is received in the office of the commissioner, or filed through the Central Registration Depository (CRD) System, the Investment Adviser Registration Depository (IARD) System, or other electronic system approved by the commissioner. All applications for registration and filings shall be dated and bear a signature.

(B) All written communications, including applications and inquiries not submitted through the CRD System or the IARD System, shall be delivered by mail or carrier to Secretary of State, Securities Division, 600 W. Main Street, PO Box 1276, Jefferson City, MO 65102; or by facsimile to Secretary of State, Securities Division, (573) 526-3124; or by electronic mail to an address approved by the commissioner in a manner suitable for maintenance as a permanent record of the office (section 409.414(a), RSMo).

(C) Only the original executed copy of each form is required. If a document pertains to more than one (1) subject or application, a separate form, including cover or transmittal letter, or two (2) or more copies of the letter commensurate with the number of items submitted, should be filed.

(D) All forms and documents shall be printed, photocopied, typewritten, in electronic format, or prepared by a similar process which, in the opinion of the commissioner, produces copies suitable for a permanent record. All forms and documents shall be clear, easily readable and suitable for repeated photocopying. Exhibits may be attached and shall be properly marked and identified.

(E) All applications and other documents received and filed in the division become a part of its permanent records (section 409.414(a), RSMo) and may not be returned to the applicant or correspondent.

(3) Practice of Law. The unauthorized practice of law or the appearance of unauthorized practice shall be avoided in connection with any filing under the Act.

(4) Delegation of Authority. The commissioner may delegate to the staff of the Securities Division the authority to act for the commissioner, or to perform necessary functions and duties to carry out the purposes of the Act, rules promulgated thereunder and the orders and policies of the commissioner (section 1.060, RSMo).

(5) Interpretive Opinions. Interpretive opinions (section 409.414(e), RSMo) including no action letters are rendered only in writing. Informal discussions with the commissioner or members of the staff of the Securities Division shall not be taken to signify any determination or approval concerning the matters discussed.

(6) Exceptions. When authorized by statute, the commissioner may authorize or make exceptions to these rules as are necessary to carry out the provisions of the Act. Nothing in these rules shall inhibit the exercise by the commissioner of authority prescribed in or under the Act.

(7) Open Records Policy. The commissioner shall issue an open records policy in compliance with Chapter 610, RSMo.

(8) Commissioner’s Seal. The Seal of the Office of Secretary of State shall constitute the seal of the commissioner and of his/her office (section 409.414(d) and (f), RSMo).


15 CSR 30-50.030 Fees

PURPOSE: This rule prescribes policies and procedures for charging registration and other fees.

(1) General Provisions.

(A) All fees shall accompany the application or other filing to which they pertain.

(B) Fees shall be remitted by check, draft or money order (cash is not acceptable) payable to the Missouri Secretary of State, or if the application is submitted through the Central Registration Depository (CRD) System or Investment Adviser Registration Depository (IARD) System, fees shall be remitted by check or wire transfer to the financial institution designated by the National Association of Securities Dealers (NASD).

(C) Fees paid with applications filed through the CRD System, the IARD System, or other electronic system approved by the commissioner may be sent by wire transfer or mail to NASD Regulation, Inc.

(2) Registration of Securities (section 409.305(b) and (j), RSMo). The fees for registration of securities are as follows:

(A) The minimum filing fee is one hundred dollars ($100). This permits registration of up to one hundred thousand dollars ($100,000) of securities in Missouri.
The fees for securities issued by these companies, as classified under the Investment Company Act of 1940 and that are offered or sold in this state, shall consist of the following:

1. Initial filing fee. The initial filing fee is one hundred dollars ($100). The initial filing fee of one hundred dollars ($100) includes the filing fee for the first one hundred thousand dollars ($100,000) of securities to be sold in this state.

2. Filing fee. The filing fee to sell an additional amount of securities above the first one hundred thousand dollars ($100,000) is one-twentieth of one percent (1/20 of 1%) of the amount of the additional securities to be sold in this state. The maximum filing fee is one thousand dollars ($1,000) and includes the initial filing fee.

3. Federal Covered Securities. The filing fees for federal covered securities are as follows:

(A) Face-amount certificate companies or open-end management companies. The fees for securities issued by these companies, as classified under the Investment Company Act of 1940 and that are offered or sold in this state, shall consist of the following:

1. Initial filing fee. The initial filing fee is one hundred dollars ($100). The initial filing fee must be paid prior to the initial offer of the securities in this state. A separate initial filing fee is required for each portfolio of securities.

2. Filing fee. A filing fee of one-twentieth of one percent (1/20 of 1%) of the amount of securities sold in this state during the issuer’s previous fiscal year must be paid within sixty (60) days of the issuer’s fiscal year end. The maximum filing fee for the securities sold in this state is three thousand dollars ($3,000) and the minimum filing fee is one hundred dollars ($100). A separate filing fee is required for each portfolio of securities.

(B) Closed End Management Companies. The fees for securities issued by these companies, as classified under the Investment Company Act of 1940 and that are offered or sold in this state, shall consist of the following:

1. Initial filing fee. The initial filing fee is one hundred dollars ($100). The initial filing fee of one hundred dollars ($100) includes the filing fee for the first one hundred thousand dollars ($100,000) of securities to be sold in this state.

2. Filing fee. The filing fee to sell an additional amount of securities above the first one hundred thousand dollars ($100,000) is one-twentieth of one percent (1/20 of 1%) of the amount of the additional securities to be sold in this state. The maximum filing fee is one thousand dollars ($1,000) and includes the initial filing fee.

4. Registration of Broker-Dealers and Investment Advisers (section 409.202(b), RSMo). The filing fees for registration of broker-dealers and investment advisers are as follows:

(A) Initial Registration—two hundred dollars ($200); and

(B) Renewal Registration—one hundred dollars ($100).

5. Registration of Agents and Investment Adviser Representatives. The filing fees for registration of broker-dealer agents and investment adviser representatives are as follows:

(A) Initial Registration—fifty dollars ($50); and

(B) Renewal Registration—fifty dollars ($50).

(6) Federal Covered Adviser. The notice filing fees of federal covered advisers are as follows:

(A) Initial Notice Filing—two hundred dollars ($200); and

(B) Renewal Notice Filing—one hundred dollars ($100).

(7) Document Requests. The fees for copies of documents and records in the division, or reports relating to these documents or records, are as follows: ten cents ($0.10) per page, plus five dollars ($5) for certification and two dollars ($2) per page for telephone and electronic transmittals (sections 28.160 and 409.414(d), RSMo).

(8) Interpretive Opinions. Interpretive opinions, including no action letters and opinions that involve a claim of exception from a definition under section 409.401 of the Act or otherwise from the scope of the Act, may be provided to interested persons for a filing fee of one hundred dollars ($100) (section 409.414(e), RSMo).

(9) Notice Filing for Exemptions. The filing fee for notice filings for exemption under section 409.402 of the Act is one hundred dollars ($100).

(10) Refunds.

(A) No refund of filing fees shall be permitted in the instances of applications for registration of securities and for registration of broker-dealers, agents, investment advisers and representatives of investment advisers, even though the applications are denied or withdrawn (sections 409.202(b) and 409.305(b), RSMo);

(B) Registration fees, but not filing fees, will be refunded upon withdrawal of an application. Registration fees will not be refunded if an application is denied registration pursuant to section 409.305 of the Act; and

(C) No refund of registration fees shall be permitted, if registration of securities is effected.


15 CSR 30-50.040 Forms

PURPOSE: This rule prescribes the forms adopted and approved for filing with the commission.

(1) The following forms have been adopted and approved for filing with the division:

(A) Broker-Dealers, Agents, Investment Advisers, and Investment Adviser Representatives—

1. Form BD—Uniform Application for Broker-Dealer Registration approved July 1999, OMB Approval Number 3235-0012, or any form which substantially comports with the specified form;

2. Form BDW—Uniform Request for Broker-Dealer Withdrawal approved August 1999, OMB Approval Number 3235-0018, or any form which substantially comports with the specified form;

3. Form SBD—Missouri Broker-Dealer Affidavit revised October 2001, or any form which substantially comports with the specified form;

4. Form X-17A-5—Financial and Operational Combined Uniform Single Report approved October 1999, OMB Approval Number 3235-0123, or any form which substantially comports with the specified form;

5. Form U-4—Uniform Application for Securities Industry Registration or Transfer adopted by the North American Securities Administration Association (NASAA) on April 29, 2001, or any form which substantially comports with the specified form;

6. Form U-5—Uniform Termination Notice for Securities Industry Registration adopted by the NASAA on April 29, 2001, or any form which substantially comports with the specified form;

7. Form SA-1—Missouri Application for Renewal Registration as Agent revised October 2001, or any form which substantially comports with the specified form;

8. Form ADV—Uniform Application for Investment Adviser Registration approved January 1999, OMB Approval Number 3235-0049, or any form which substantially comports with the specified form;

9. Form ADW—Uniform Notice of Withdrawal from Registration as Investment Adviser approved January 1999, OMB Approval Number 3235-0313, or any form which substantially comports with the specified form;

10. Form SADV-1—State Covered Investment Adviser Affidavit revised March 2002, or any form which substantially comports with the specified form;

11. Form SADV-SH—State Application for Hardship Exemption from IARD revised October 2001, or any form which substantially comports with the specified form;

12. Form U-2—Uniform Consent to Service of Process adopted by NASAA and revised November 1997, or any form which substantially comports with the specified form.

(B) Registration of Securities—

1. Form U-1—Uniform Application to Register Securities adopted by NASAA and revised February 1997, or any form which substantially comports with the specified form;

2. Form SR-1—Missouri Application to Register Securities by Notification revised December 2001;

3. Form SR-2—Missouri Application for Hardship Exemption from Definition, Federal Covered Securities—

4. Form SE-1—Missouri Statement of Claim for the Exemption of Securities of an Agricultural Cooperative Association revised December 2001;

5. Form SE-2—Missouri Application for Exception from Definition as Agent for Sellers of Agricultural Cooperative Securities revised December 2001;

6. Form NF—Uniform Investment Company Notice Filing adopted by NASAA April 1997, or any form which substantially comports with the specified form; and

4. Form D—Notice of Sale of Securities Pursuant to Regulation D, Section 4(6), and/or Uniform Limited Offering Exemption approved in June 1999, OMB Approval Number 3235-0076, or any form which substantially comports with the specified form.

(2) The division on request will supply the forms listed in this rule in printed format. Accurate reproduction of the forms may be utilized for filing in lieu of the printed forms. All uniform forms are electronically available.

15 CSR 30-50.050 Application for Registration as Broker-Dealer of Securities
(Rescinded November 11, 1984)


15 CSR 30-50.060 Computation of Net Capital, Aggregate Indebtedness and Ratio of Aggregate Indebtedness to Net Capital
(Rescinded November 11, 1984)


15 CSR 30-50.070 Broker-Dealer, Agent, Investment Adviser Statutory Bond
(Rescinded February 12, 1987)


15 CSR 30-50.080 Request for Withdrawal from Registration as Broker-Dealer
(Rescinded November 11, 1984)


15 CSR 30-50.090 Application for Registration as an Investment Adviser
(Rescinded November 11, 1984)


15 CSR 30-50.100 Appointment of Agent by Broker-Dealer or Issuer
(Rescinded November 11, 1984)


15 CSR 30-50.110 Application for Registration as Agent
(Rescinded November 11, 1984)


15 CSR 30-50.120 Application for Renewal Registration as Agent
(Rescinded July 30, 2002)


15 CSR 30-50.130 Registration of Securities by Notification
(Rescinded July 30, 2002)


15 CSR 30-50.140 Application for Registration of Securities by Coordination
(Rescinded November 11, 1984)


15 CSR 30-50.150 Application for Registration of Securities by Qualification
(Rescinded July 30, 2002)


15 CSR 30-50.160 Investment Company Report of Sales
(Rescinded July 30, 2002)


15 CSR 30-50.170 In the Matter of the Condition of
(Rescinded July 30, 2002)


15 CSR 30-50.180 Individual Affidavit
(Rescinded July 30, 2002)

15 CSR 30-50.200 Supplemental Sheet to Agent’s Application  
(Rescinded November 11, 1984)


15 CSR 30-50.210 Statement of Claim for the Exemption of Securities of a Cooperative Association  
(Rescinded July 30, 2002)


15 CSR 30-50.220 Application for Exception From Definition of Agent for Sellers of Agricultural Cooperative Securities  
(Rescinded July 30, 2002)