# Rules of
Department of Economic Development  
Division 140—Division of Finance  
Chapter 24—Miscellaneous Association Rules

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Title 4—DEPARTMENT OF ECONOMIC DEVELOPMENT
Division 140—Division of Finance
Chapter 24—Miscellaneous Association Rules

4 CSR 140-24.010 Deposit Associations

PURPOSE. This rule provides that all rules of the Division of Finance apply to deposit associations as well as share type associations.

All provisions of all rules shall apply to deposit associations as fully and to the same effect as though such rule and each provision thereof made specific reference to deposit account associations.


4 CSR 140-24.020 Emergencies

PURPOSE: This rule defines emergencies, requires actions to be taken in anticipation of emergencies and provides for authority in emergencies.

(1) The following events are determined to be emergencies for the purposes of Chapter 369, RSMo (1994) and this rule:
(A) National emergencies declared by the President of the United States or person lawfully acting as President;
(B) Nuclear, atomic or other attack on the United States or any of its territories;
(C) Civil disobedience, riot or similar action occurring in any county in which an association has an office, which action necessitates the invocation of the military powers of the United States or of the state of Missouri to suppress such activity;
(D) Fire, flood, earthquake, storm or similar act of God, and the reasonable possibility of the occurrence of such event, or power failure or fuel shortage affecting any office of an association, or riot or robbery, which event occurs in the immediate vicinity of any office of an association; or
(E) A labor strike, work slowdown or illness substantially affecting the manpower of any office of any association.

(2) Each association shall determine by provision in its bylaws, subject to the prior approval of the director, a line of succession for officers of the association which shall apply in any emergency, under which provision persons holding specified positions within the association shall be empowered to act for the chief executive officer of the association during the absence of the officer.

(3) Each association shall in its bylaws empower the chief executive officer or person acting in his/her place to act in an emergency exercising his/her best judgment under the circumstances to protect the assets of the association and to close any office or facility of the association as he/she deems necessary in such emergency. The provision may provide for indemnification of the person so acting from personal liability, including legal fees, under these conditions as the board of directors may establish.

(4) The following authority is granted in an emergency.
(A) The chief executive officer or person acting in his/her place during an emergency shall notify the director of the division, as soon as possible, of the nature and extent of the emergency and shall cause the members of the board of directors to be notified of the emergency in a manner as may be required by resolution of the board or order of the director of the division; and
(B) The director of the division may, on oral request of the chief executive officer or person acting in his/her place, suspend or modify the requirements of any law of the state, regulation of the division or provision of the charter or bylaws of the association, whether that suspension or modification is requested prior to or after the association has been rendered practically incapable of complying with such requirement in the judgment of the director. The director shall notify the board of directors of the association in writing of any such suspension or modification granted and of the effective time.

(5) At the end of the emergency or at such earlier time as the director may require, the chief executive officer or person acting in his/her capacity shall report to the director and to the board of directors in writing the nature of the emergency, the actions taken and the loss of or damage to any assets of the association caused by the emergency.

(6) No officer, director or employee acting during an emergency in his/her best judgment under reasonable reliance on the provisions of this rule shall be liable for those actions except for willful misconduct.


4 CSR 140-24.030 Conversion from Federal to State Association

PURPOSE: This rule establishes the procedure by which a federally chartered association may convert to a state-chartered association.

(1) Any federal association desiring to convert into an association under the laws of this state shall file an application containing the following information and additional information as may be required by the director:
(A) Certificate of the secretary under the seal of the federal association containing all requirements of section 368.074, RSMo together with two (2) copies of the Articles of Incorporation and of the proposed bylaws;
(B) The name the federal association proposes to use as a state association;
(C) The date of the last supervisory examination together with a copy of the report of the examination;
(D) A copy of its latest financial statements; and
(E) The plan of conversion which shall expressly provide for—
1. Appropriate reserves and all other required equity accounts;
2. Satisfaction in full or assumption by the state association of all creditor obligations of the federal association; and
3. Issuance by the state association of its savings accounts to the holders of withdrawable accounts of the federal association in an amount equal to the value of their accounts.

(2) Upon issuance of the Articles of Incorporation by the secretary of state, the converting association shall carry out promptly the plan of conversion as set forth in the application, reporting to the director when the plan of conversion has been carried out.


An association shall pay for each annual or special examination by state examiners of the Division of Finance, a per diem charge for each state examiner participating in the examination. Examination per diem charges and the effective date shall be determined and adopted by the Savings and Loan Commission. Payment of examination charges shall be made to the director of revenue and sent to the Division of Finance.

PURPOSE: This rule states what the per diem examination charge is for each examiner participating in an examination of a savings and loan association.

An association may, if the director of the Division of Finance determines it to be in the public interest, convert to a federal mutual holding company.

PURPOSE: This rule allows for the reorganization of a mutual association to a federal mutual holding company and a state capital stock association.

4 CSR 140-24.070 Conversion to a Federal Mutual Holding Company

Purpose: This rule permits an association to sell all or substantially all of its assets to a bank or trust company.

An association may sell or transfer in bulk, and not in the regular and usual course of its business, all or substantially all of its assets, including its name and goodwill, to a bank or trust company. No such sale or transfer shall occur, however, without the prior approval of the director of the Division of Finance.

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