

## CHAPTER 67A

## TOWNSHIP MUTUAL COMPANIES

	TOWNSHIP MUTUAL FIRE INSURANCE COMPANIES	67A.241	Recordkeeping; examination; remedies.
67A.01	Number of members required, property and territory.	67A.25	Reference to Laws 1909, chapter 411.
67A.02	Certificate of incorporation.	67A.26	Penalties.
67A.03	Corporate existence.		FARMERS MUTUAL FIRE INSURANCE COMPANIES
67A.04	Amendments to certificate of incorporation.	67A.27	Scope.
67A.05	Bylaws.	67A.28	Number of members and property required, territory and types of insurance.
67A.06	Powers of corporation.	67A.29	Government.
67A.07	Principal office.	67A.30	Applications and binders.
67A.08	Board of directors.	67A.31	Insurable property.
67A.09	Officers.	67A.32	Policy term.
67A.10	Rights of certain members.	67A.34	Classification of property.
67A.11	Annual meeting.	67A.35	Nonresident members.
67A.12	Applications.	67A.36	Losses.
67A.13	Types of insurance authorized.	67A.37	Termination of membership.
67A.14	Insurable property.	67A.38	Annual meeting.
67A.15	Classification of property.	67A.39	Emergency fund.
67A.161	Arbitration of disputed losses.		MUTUAL REINSURANCE OR GUARANTY ASSOCIATIONS
67A.17	Assessments.	67A.40	Organization and powers.
67A.18	Termination.	67A.41	Premiums and assessments.
67A.19	Joint or partial risks.	67A.42	Withdrawal by members.
67A.191	Combination policies.	67A.43	Commissioner of commerce.
67A.20	Reinsurance.		DEFINITIONS
67A.21	Consolidation, merger.	67A.44	Commissioner defined.
67A.231	Deposit of funds; investment; limitations.		

## TOWNSHIP MUTUAL FIRE INSURANCE COMPANIES

**67A.01 NUMBER OF MEMBERS REQUIRED, PROPERTY AND TERRITORY.**

It shall be lawful for any number of persons, not less than 25, residing in adjoining townships in this state, who shall collectively own property worth at least \$50,000, to form themselves into a corporation for mutual insurance against loss or damage by the perils listed in section 67A.13. Any such company shall operate in no more than 150 adjoining townships in the aggregate at the same time; provided, that when any such company confines its operations to one county it may transact business in the whole thereof by so providing in its certificate of incorporation, and provided further that in case of merger of two or more companies having contiguous territories, the surviving company in the merger shall have the right to transact business in the entire territory of the merged companies, but the territory of the surviving company in the merger shall not be larger than 250 townships.

**History:** 1967 c 395 art 8 s 1; 1971 c 135 s 1; 1975 c 15 s 1

**67A.02 CERTIFICATE OF INCORPORATION.**

Subdivision 1. **Contents.** The persons who desire to form a township mutual fire insurance company, as defined in section 67A.01, shall make, sign, and acknowledge before some officer competent to take acknowledgments of deeds a certificate of incorporation which shall specify:

- (1) The name;
- (2) The location of the principal office;
- (3) The general nature of the business;
- (4) The territory in which it desires to transact business;
- (5) Who may become members;
- (6) Source from which the corporate funds shall be derived;
- (7) The class of property it desires to insure;

- (8) In what board its management shall be vested;
- (9) The date of its annual meeting; and
- (10) The corporate existence.

It may contain any other lawful provision defining and regulating the powers or business of the corporation, its officers, directors, and members.

**Subd. 2. Approval of commissioner required; filing.** The certificate of every such corporation shall be presented to the commissioner for approval and, on approving the same, the commissioner shall endorse thereon the approval and the certificate shall then be filed in the commissioner's office and recorded in a book kept therein for that purpose. Upon the approval of the certificate and the filing of the same with the commissioner, the corporate organization of the incorporation shall be complete.

**History:** 1967 c 395 art 8 s 2; 1986 c 444

### 67A.03 CORPORATE EXISTENCE.

The corporate existence of any township mutual fire insurance company heretofore or hereafter organized may be made perpetual by so providing in its articles of incorporation.

**History:** 1967 c 395 art 8 s 3; 1975 c 15 s 2

### 67A.04 AMENDMENTS TO CERTIFICATE OF INCORPORATION.

The certificate of incorporation of any township mutual fire insurance company may be amended in respect to any matter which the original certificate of incorporation might lawfully have contained, or which is authorized by the provisions of sections 67A.01 to 67A.26, by the adoption of a resolution, specifying the proposed amendment, at the regular meeting, or a special meeting called for that expressly stated purpose, by a majority vote of its members present and voting; or by a majority vote of its entire board of directors, within one year after having been thereby duly authorized by a specific resolution duly adopted at such meeting of the members, and by causing the resolution to be embraced in a certificate duly executed by its president and secretary under the corporate seal of the company, if it have one, and approved, filed, and recorded in the manner prescribed by such sections for the approval, filing, and recording of the original certificate.

**History:** 1967 c 395 art 8 s 4

### 67A.05 BYLAWS.

**Subdivision 1. Bylaws required.** The first board of directors shall adopt bylaws, which shall remain effective until and except as amended by the members at any regular or special meeting called therefor.

**Subd. 2. Filing of bylaws and amendments thereto.** Every township mutual fire insurance company doing business within this state shall be subject to the requirements of section 72A.061, subdivision 2, as to amendments or additions to its bylaws.

**History:** 1967 c 395 art 8 s 5; 1987 c 337 s 110

### 67A.06 POWERS OF CORPORATION.

Every corporation formed under the provisions of sections 67A.01 to 67A.26, shall have power:

- (1) to have succession by its corporate name for the time stated in its certificate of incorporation;
- (2) to sue and be sued in any court;
- (3) to have and use a common seal and alter the same at pleasure;
- (4) to acquire, by purchase or otherwise, and to hold, enjoy, improve, lease, encumber, and convey all real and personal property necessary for the purpose of its organization, subject to such limitations as may be imposed by law or by its articles of incorporation;
- (5) to elect or appoint in such manner as it may determine all necessary or proper officers, agents, boards, and committees, fix their compensation, and define their powers and duties;

(6) to make and amend consistently with law bylaws providing for the management of its property and the regulation and government of its affairs;

(7) to wind up and liquidate its business in the manner provided by chapter 60B; and

(8) to indemnify certain persons against expenses and liabilities as provided in section 300.083. In applying section 300.083 for this purpose, the term "members" shall be substituted for the terms "shareholders" and "stockholders."

**History:** 1967 c 395 art 8 s 6; 1969 c 708 s 63; 1975 c 15 s 3; 1979 c 152 s 1; 1987 c 337 s 111; 1987 c 384 art 2 s 1; 1989 c 209 art 2 s 1

#### **67A.07 PRINCIPAL OFFICE.**

The principal office of a township mutual fire insurance company shall be located in a township or in a city in a township in which the company is authorized to do business.

**History:** 1967 c 395 art 8 s 7; 1973 c 123 art 5 s 7; 1975 c 15 s 4

#### **67A.08 BOARD OF DIRECTORS.**

Each company shall choose of its members no less than five, and not more than nine, directors to manage the affairs of the company, who shall hold their office for such period as may be fixed by the bylaws of the company, not exceeding three years, and until their successors are elected and qualified.

**History:** 1967 c 395 art 8 s 8

#### **67A.09 OFFICERS.**

Subdivision 1. **How elected or chosen.** The directors shall choose one of their number as president, one as vice-president, and one as secretary; they shall also choose a treasurer, who need not be a member of the board, but must be a member of the company. They may also choose a manager, who need not be a member of the board, and need not be a member of the company. The offices of secretary and treasurer may be held by the same person.

The board of directors may appoint other officers as it deems necessary for the conduct of business.

Subd. 2. **Officers, bond.** The officers and employees of the company shall give such bond to the company in such sum as the directors shall determine.

**History:** 1967 c 395 art 8 s 9; 1975 c 15 s 5; 1989 c 130 s 1

#### **67A.10 RIGHTS OF CERTAIN MEMBERS.**

Nonresidents owning property in the territory where any such company is authorized to do business may become a member with all the rights thereof except eligibility to office.

**History:** 1967 c 395 art 8 s 10; 1975 c 15 s 6

#### **67A.11 ANNUAL MEETING.**

Subdivision 1. **Date and fiscal year.** The annual meeting of every such company shall be held before July first in each year, and the fiscal year of the company shall be from the first day of January through the thirty-first day of the following December.

Subd. 2. **Annual report.** A full report of the business of the company for the previous fiscal year shall be presented at the annual meeting.

Subd. 3. **Annual statement.** (a) On or before March first, following the end of each fiscal year, the president and the secretary shall file with the commissioner a verified statement of the entire business and condition of the company, which statement shall contain such data and information in reference to the business of the preceding fiscal year as shall be required by the commissioner.

(b) On or before March 1 of each year, the president and secretary shall also file with the commissioner of revenue a copy of the verified statement required by paragraph (a). Failure to file the statement on or before March 1 will subject the company to a penalty of \$10 a day up to a maximum of \$200.

Subd. 4. **Other statements may be required by commissioner.** The commissioner may at other times require any further statement that the commissioner may deem necessary to be made relating to the business of the company.

Subd. 5. **Fees.** Fees to be paid as listed in section 60A.14.

**History:** 1967 c 395 art 8 s 11; 1975 c 15 s 7,8; 1977 c 244 s 1; 1986 c 444; 1987 c 268 art 2 s 18; 1987 c 329 s 21

#### 67A.12 APPLICATIONS.

Subdivision 1. **Who may accept.** The president, secretary, treasurer, or chosen manager may accept all applications and sign and issue policies, agreeing in the name of the company to pay all losses and damages, not exceeding the sums named in the policies, sustained by reason of the perils named, for the term therein specified.

Subd. 2. **Binders.** Every application for insurance made to any authorized officer or agent, until refused by the proper officer, shall be of the same force and effect as a regularly issued policy and contract of insurance, and from the time of its receipt by an officer or agent, the property specified in the application shall be deemed insured in the same manner and to the same extent as if covered by a regular policy issued according to law and the regulations of the company.

Subd. 3. [Repealed, 1975 c 15 s 22]

Subd. 4. **Policy fee, premium and assessment.** Before the delivery of any policy, the company may collect regular cash premium and policy fee and shall take the written agreement of the insured of even date therewith, which shall be embodied in the application, to pay a pro rata share of losses or damages sustained by any member.

Subd. 5. **Term of policy.** The term of policies issued by township mutual fire insurance companies shall not exceed five years.

**History:** 1967 c 395 art 8 s 12; 1975 c 15 s 9; 1986 c 444; 1989 c 130 s 2

#### 67A.13 TYPES OF INSURANCE AUTHORIZED.

A township mutual fire insurance company shall insure only against loss or damage by fire, lightning, explosion, flood, earthquake, theft, vandalism, collapse, upset, overturn, collision, riot, riot attending a strike, civil commotion, aircraft, vehicles, smoke, breakage of glass, weight of ice, snow or sleet, freezing, leakage of water or other substance, electrical power interruption or electrical breakdown from any cause, and as to livestock against loss or damage by electrocution by electrical currents artificially generated, attack by dogs or wild animals, drowning, accidental shooting, loading or unloading, or collision or overturn of conveyances, and consequential losses as a result of damage from any of the perils listed except public liability.

**History:** 1967 c 395 art 8 s 13; 1975 c 15 s 10

#### 67A.14 INSURABLE PROPERTY.

Subdivision 1. **Kinds of property.** (a) Township mutual fire insurance companies may insure qualified property. Qualified property means dwellings, household goods, appurtenant structures, farm buildings, farm personal property, churches, church personal property, county fair buildings, community and township meeting halls and their usual contents.

(b) Township mutual fire insurance companies may extend coverage to include an insured's secondary property if the township mutual fire insurance company covers qualified property belonging to the insured. Secondary property means any real or personal property that is not considered qualified property for a township mutual fire insurance company to cover under this chapter. The maximum amount of coverage that a township mutual fire insurance company may write for secondary property is 25 percent of the total limit of liability of the policy issued to an insured covering the qualified property.

Subd. 2. [Repealed, 1975 c 15 s 22]

Subd. 3. [Repealed, 1975 c 15 s 22]

Subd. 4. [Repealed, 1975 c 15 s 22]

**Subd. 5. What may not be insured; property outside designated territory; exceptions.** (a) No township mutual insurance company shall insure any property in cities of the first or second class.

(b) If by annexation or other growth in population a city, town, township or unorganized territory or any portion thereof is reclassified into a city of the second class, a township mutual insurance company may continue to do business in that portion of the city in which it was authorized to do business prior to the reclassification.

(c) A township mutual insurance company may insure any real or personal property, including qualified or secondary property, subject to the limitations in subdivision 1, paragraph (b), located outside of the limits of the territory in which the company is authorized by its certificate or articles of incorporation to transact business, if the company is already covering qualified property belonging to the insured, inside the limits of the company's territory.

(d) A township mutual fire insurance company may insure property temporarily outside of the authorized territory of the township mutual insurance company.

**Subd. 6.** [Repealed, 1975 c 15 s 22]

**Subd. 7. Amount of insurable risk.** No township mutual insurance company shall insure or reinsure a single risk or hazard in a larger sum than the greater of \$3,000, or one tenth of its net assets plus two tenths of a mill of its insurance in force; provided that no portion of any such risk or hazard which shall have been reinsured, as authorized by the laws of this state, shall be included in determining the limitation of risk prescribed by this subdivision.

**History:** 1967 c 395 art 8 s 14; 1971 c 133 s 1; 1971 c 187 s 1; 1973 c 123 art 5 s 7; 1975 c 15 s 11,12; 1977 c 244 s 2,3; 1981 c 136 s 1; 1989 c 130 s 3,4

#### 67A.15 CLASSIFICATION OF PROPERTY.

Every such company may classify property insured under different rates, corresponding as nearly as possible to the greater or less risk from fire by reason of location or construction, and issue its policies in accordance with these differences.

**History:** 1967 c 395 art 8 s 15

**67A.16** [Repealed, 1975 c 15 s 22]

#### 67A.161 ARBITRATION OF DISPUTED LOSSES.

If a township mutual fire insurance company and an insured fail to agree on the actual cash value of an item or amount of a loss, on written demand by either party, the insured and the company shall each, within 20 days of the demand, select a competent and disinterested appraiser and notify the other party of the appraiser's identity. If either party fails to select an appraiser within the time provided, the presiding judge of the district court in the county in which the loss occurred shall appoint an appraiser to represent that party. The appointment shall be made upon application to the court by the party not failing to make the required selection and upon five days written notice to the other party. The appraisers appointed pursuant to this section shall make a good faith effort to select a competent and disinterested umpire. If the appraisers fail to agree upon an umpire within 15 days of their appointment, the presiding judge of the district court in the county in which the loss occurred shall appoint an umpire upon application by either party and five days written notice to the other party. The appraisers shall appraise the loss, stating separately actual value and loss to each item. If the appraisers fail to agree, they shall submit their differences to the umpire, whose decision shall control to the extent of the differences between the appraisers. An award in writing, approved by the appraisers or by an appraiser and the umpire, upon being filed with the company shall be conclusive evidence of the actual value and loss to an item. An appraiser shall be paid by the party represented, and the expenses of the appraisal and the umpire shall be paid in equal shares by the two parties.

**History:** 1975 c 15 s 13; 1986 c 444

#### 67A.17 ASSESSMENTS.

**Subdivision 1. Determination.** When any loss shall be ascertained which exceeds in amount the cash funds of the company, the secretary, or, in the secretary's absence, the presi-

dent, shall convene the directors, who shall levy an assessment upon each policyholder for the proportionate amount to be paid to cover this excess; or the company may borrow not to exceed two mills on each dollar of insurance written by it and then in force, and from this fund pay these losses, and afterwards levy assessments to pay the loans.

If the fund for the payment of expenses is insufficient, the amount of the deficiency may be added to any assessment.

**Subd. 1a. Advance premiums or assessments.** The directors of a company may collect an advance premium or an assessment for the purpose of maintaining surplus funds in its treasury to be used in payment of losses or expenses.

**Subd. 2. Secretary's duties.** It shall be the duty of the secretary or chosen manager, after the assessment is completed, to immediately notify every person composing the company, by letter sent to the person's usual post office address, of the amount of the loss, and the sum due as the person's share thereof, and of the time when and to whom the payment is to be made, but this time shall not be less than 60, nor more than 90, days from the date of the notice, and every person designated to receive this money may demand and receive two percent in addition to the amount due on the assessment, as aforesaid, for fees in receiving and paying over the same.

**Subd. 3. Member subject to suit and directors' liability.** Suits at law may be brought against any member of the company who refuses or neglects to pay any assessment. The articles may eliminate or limit a director's personal liability to the company or its members for monetary damages for breach of fiduciary duty as a director. The articles shall not eliminate or limit the liability of a director:

- (1) for breach of loyalty to the company or its members;
- (2) for acts or omissions made in bad faith or with intentional misconduct or knowing violation of law;
- (3) for transactions from which the director derived an improper personal benefit; or
- (4) for acts or omissions occurring before the date that the provisions in the articles eliminating or limiting liability become effective.

**History:** 1967 c 395 art 8 s 17; 1975 c 15 s 14; 1986 c 444; 1989 c 130 s 5,6

#### 67A.18 TERMINATION.

**Subdivision 1. By member.** Any member may terminate membership in the company by giving written notice or returning the member's policy to the secretary and paying the withdrawing member's share of all existing claims.

**Subd. 2. By company.** The company may annul and cancel any policy after giving not less than ten days written notice to the insured by registered or certified mail to the last known address of the insured and to any mortgagee to whom the policy is made payable.

**Subd. 3.** [Repealed, 1975 c 15 s 22]

**History:** 1967 c 395 art 8 s 18; 1975 c 15 s 15,16; 1986 c 444

#### 67A.19 JOINT OR PARTIAL RISKS.

Township mutual fire insurance companies may issue joint or partial risk policies in conjunction with adjoining companies of the same class and, in this case, they are not confined to the townships in which they are otherwise authorized to do business; but no such insurance of a joint or partial risk shall be valid or binding upon the company insuring the same until approved by all the companies holding prior policies on the property so insured, and the total amount of the joint insurance on any one piece of property shall in no case exceed the total percentage of its value for which the property is insurable by the company.

**History:** 1967 c 395 art 8 s 19; 1975 c 15 s 17

#### 67A.191 COMBINATION POLICIES.

**Subdivision 1. Farm risks.** A township mutual fire insurance company may issue an insurance policy for qualified property as defined in section 67A.14, subdivision 1, in combination with a policy issued by an insurer authorized to sell property and casualty insurance

in this state. Except as provided in subdivision 2, the portions of the combination policy issued by a township mutual insurance company are excluded from all provisions of the insurance laws of this state as provided in section 67A.25, subdivision 2.

Subd. 2. **Homeowner's risks.** A township mutual fire insurance company may issue policies for homeowner's insurance as defined in section 65A.27, subdivision 4, only in combination with a policy issued by an insurer authorized to sell property and casualty insurance in this state. All portions of the combination policy providing homeowner's insurance, including those issued by a township mutual insurance company, shall be subject to the provisions of chapter 65A.

**History:** 1994 c 564 s 1

#### 67A.20 REINSURANCE.

Subdivision 1. **Among themselves.** Township mutual fire insurance companies may enter into reinsurance agreements with other township mutual fire insurance companies and reinsure a portion of any risk with these companies. In these cases they shall not be confined to the territory in which they are writing direct business.

Subd. 2. **With reinsurance association.** Any township mutual fire insurance company may become a member of a reinsurance association, such as provided for under sections 67A.40 to 67A.44, for the purpose of reinsuring any part or all of any risk or risks written by it.

**History:** 1967 c 395 art 8 s 20

#### 67A.21 CONSOLIDATION, MERGER.

Two or more township mutual fire insurance companies which have been or may hereafter be authorized to transact the business of insurance upon insurable property as herein authorized may consolidate or merge as provided herein.

To effect this consolidation or merger, it shall be necessary:

(1) That the board of directors or managing body of each of the corporations pass a resolution to the effect that the consolidation or merger is advisable and containing the proposed name of the corporation, as consolidated or merged, its principal office, and the names of its first board of directors and officers;

(2) That a special meeting of the policyholders of each of the corporations shall be held, a notice of which meeting shall be mailed to each of the policyholders thereof at least 30 days prior to the holding thereof, and which notice shall embody the resolution adopted by the board of directors, as provided in clause (1);

(3) That a majority of the policyholders of each of the corporations present or represented at these special meetings shall, by resolution, approve and ratify the action of the directors, as provided for in clause (1); and

(4) That the proceedings and resolutions be filed with, and approved of by, the commissioner.

When full copies of these proceedings have been filed with the commissioner, which copies shall be certified by the president and secretary of the respective corporations and duly verified by these officers, and approved of by the commissioner, the consolidation or merger of these corporations shall be deemed to be complete, and the company so continuing the business shall be deemed to have fully assumed all of the obligations, liabilities, and risks and to be the owner of all the assets of the companies so consolidating or merging.

If this consolidation or merger is made under any new name, the filing of these proceedings and the approval of same by the commissioner shall be sufficient to constitute the consolidated or merged company a corporation, with all the powers and privileges, and subject to all the limitations, of a township mutual fire insurance company under the laws of this state.

**History:** 1967 c 395 art 8 s 21; 1975 c 15 s 18; 1986 c 444

**67A.22** [Repealed, 1975 c 15 s 22]

**67A.23** [Repealed, 1981 c 127 s 3]

**67A.231 DEPOSIT OF FUNDS; INVESTMENT; LIMITATIONS.**

The directors of any township mutual insurance company may authorize the treasurer to invest any of its funds and accumulations in:

(a) Bonds, notes, mortgages, or other obligations guaranteed by the full faith and credit of the United States of America and those for which the credit of the United States is pledged to pay principal, interest or dividends, including United States agency and instrumentality bonds, debentures, or obligations;

(b) Bonds, notes, evidence of indebtedness, or other public authority obligations guaranteed by this state;

(c) Bonds, notes, evidence of the indebtedness or other obligations guaranteed by the full faith and credit of any county, municipality, school district, or other duly authorized political subdivision of this state;

(d) Bonds or other interest bearing obligations, payable from revenues, provided that the bonds or other interest bearing obligations are at the time of purchase rated among the highest four quality categories used by a nationally recognized rating agency for rating the quality of similar bonds or other interest bearing obligations, and are not rated lower by any other such agency; or obligations of a United States agency or instrumentality that have been rated in one of the two highest categories established by the Securities Valuation Office of the National Association of Insurance Commissioners. A company may not invest more than 20 percent of its admitted assets in the obligations of any one corporation. This is not applicable to bonds or other interest bearing obligations in default as to principal;

(e) Investments in the obligations stated in paragraphs (a), (b), (c), and (d), may be made either directly or in the form of securities of, or other interests in, an investment company registered under the Federal Investment Company Act of 1940. Investment company shares authorized pursuant to this subdivision shall not exceed 20 percent of the company's surplus. These obligations must be carried at the lower of cost or market on the annual statement filed with the commissioner and adjusted to market on an annual basis;

(f) Loans upon improved and unencumbered real property in this state worth at least twice the amount loaned thereon, not including buildings, unless insured by property insurance policies payable to and held by the security holder;

(g) Real estate, including land, buildings and fixtures, located in this state and used primarily as home office space for the insurance company;

(h) Demand or time deposits or savings accounts in federally insured depositories located in this state to the extent that the deposit or investment is insured by the Federal Deposit Insurance Corporation, Federal Savings and Loan Corporation, or the National Credit Union Administration;

(i) Guarantee fund certificates of a mutual insurer which reinsures the business of the township mutual insurance company. The commissioner may by rule limit the amount of guarantee fund certificates which the township mutual insurance company may purchase and this limit may be a function of the size of the township mutual insurance company; and

(j) Up to \$1,500 in stock of an insurer which issues directors and officers liability insurance to township mutual insurance company directors and officers.

**History:** 1981 c 127 s 1; 1987 c 337 s 112; 1995 c 214 s 16

**67A.24 [Repealed, 1981 c 127 s 3]****67A.241 RECORDKEEPING; EXAMINATION; REMEDIES.**

**Subdivision 1. Recordkeeping.** The commissioner may prescribe a basis upon which a township mutual insurance company shall maintain its records which shall reflect the true financial condition of the company.

**Subd. 2. External examination of company records and accounts.** (a) The board of directors of every township mutual insurance company shall, at least once every three years, cause the records and accounts of the company to be examined by an independent public accountant, auditor, or person who has been certified by the society of financial examiners. The examination shall cover the financial and business affairs including the treatment of members and claimants of the company during the previous three years ending December 31.



(b) A written summary report of the pertinent results of the examination shall immediately be filed with each member of the board of directors following completion of the examination. A complete examination report shall be filed with the board of directors and the commissioner within 60 days following completion of the examination.

(c) The accountant, auditor, or certified financial examiner conducting or supervising the examination must have a minimum of five years' experience in public accounting or examining the financial records or statements of financial institutions and shall not be an officer or employee of the company being examined. The examiner must not be directly involved in maintaining the records being examined, but may advise or counsel management in record keeping, accounting, or management procedures.

**Subd. 3. Examination by commissioner.** The commissioner, with due cause based upon information disclosed in any statement or report or upon information from any examination conducted under this section or when requested by five or more members, shall make an examination of the financial and business affairs of any township mutual fire insurance company doing business within this state. The company examined shall pay the actual expenses of the person or persons making the examination and the fees prescribed in section 60A.03, subdivision 5.

**Subd. 4. Remedies.** When, after examination by the commissioner or independent public accountant, auditor, or certified financial examiner, the commissioner is satisfied that a township mutual insurance company has failed to comply with provisions of sections 67A.01 to 67A.26; is exceeding its power; is not carrying out its contracts in good faith; is transacting business fraudulently; or is in such condition as to render further proceedings hazardous to the public or to its policyholders, the commissioner may take action deemed necessary or proceed under the provisions of chapter 60B.

**History:** 1981 c 127 s 2; 1984 c 592 s 63; 1986 c 444

#### **67A.25 REFERENCE TO LAWS 1909, CHAPTER 411.**

**Subdivision 1. What companies may come under Laws 1909, chapter 411.** Any township mutual fire insurance company heretofore organized may exercise, after the passage of Laws 1909, chapter 411, all of the rights conferred thereby that are within the powers and privileges of its certificate or articles of incorporation, or it may be reincorporated thereunder. No such company already organized shall be required to reincorporate thereunder in order to avail itself of the privileges thereof.

Every township mutual fire insurance company now doing business in this state shall have the right to continue transacting such business until the first day of March succeeding the passage thereof; and the commissioner, if satisfied that the company is transacting its business in accordance therewith, shall on the first day of each succeeding June issue a license to the company authorizing it to transact business until the May 31 following the date of the license.

**Subd. 2. Application of Laws 1909, chapter 411.** Except as therein provided, all township mutual fire insurance companies heretofore or hereafter organized in this state shall be governed by Laws 1909, chapter 411, as amended, and excluded from all provisions of the insurance laws of this state, not only in governmental relations with the state, but for every other purpose, and no law heretofore or hereafter passed shall apply to the company unless it shall be expressly designated in the law that it is applicable to township mutual fire insurance companies.

**History:** 1967 c 395 art 8 s 25; 1Sp1985 c 10 s 70; 1986 c 444

#### **67A.26 PENALTIES.**

**Subdivision 1. Fraudulent statements.** Any person, officer, or member who shall knowingly or willfully make any false or fraudulent statement or representation in reference to any application for membership under sections 67A.01 to 67A.26, or any false or fraudulent statement as to the transactions or condition of the company of which the person is a member or officer, shall be guilty of a misdemeanor.

Subd. 2. **Noncompliance by officers or employees.** Any officer of any such company, or employee thereof, who shall neglect or refuse to comply with, or violates any of the provisions of sections 67A.01 to 67A.26, shall be guilty of a misdemeanor.

**History:** 1967 c 395 art 8 s 26; 1971 c 23 s 8,9; 1986 c 444

### FARMERS MUTUAL FIRE INSURANCE COMPANIES

#### 67A.27 SCOPE.

Sections 67A.27 to 67A.39 are limited to such companies as are now in existence. No such companies shall hereafter be formed.

**History:** 1967 c 395 art 8 s 27

#### 67A.28 NUMBER OF MEMBERS AND PROPERTY REQUIRED, TERRITORY AND TYPES OF INSURANCE.

The incorporators of a farmers mutual fire insurance company shall not be less than 25 in number and owning in the aggregate movable farm property worth at least \$50,000, located anywhere in this state. Such company may insure like property anywhere in this state against the perils of fire, lightning, explosion, earthquake, theft, vandalism, collapse of bridges, upset, overturn, collision, riot, riot attending a strike, civil commotion, aircraft, vehicles, smoke, breakage of glass, weight of ice, snow or sleet, freezing, leakage of water or other substance, electrical power interruption or electrical breakdown from any cause, and as to livestock against loss or damage by electrocution by electrical currents artificially generated, attack by dogs or wild animals, drowning, accidental shooting, loading or unloading, collapse of buildings or straw or hay stacks, or collision or overturn of conveyances, and consequential losses as a result of damage from any of the perils listed except public liability.

**History:** 1967 c 395 art 8 s 28; 1971 c 522 s 1

#### 67A.29 GOVERNMENT.

Subdivision 1. **Board of directors and officers.** Every company so formed shall choose of their number not less than five, nor more than nine, directors to manage the affairs of the company, who shall hold their office for such period as may be fixed by the bylaws of the company not exceeding three years and until their successors are elected and have qualified; and these directors shall choose one of their number president, one vice-president, and one secretary; they shall choose a treasurer, who may or may not be a member of the board, but shall be a member of the company. The articles of incorporation of the company may provide that the president, the vice-president, the secretary, and the treasurer may be chosen by the direct vote of the members at the annual meeting. In this case, the election of these persons as president, vice-president, and secretary shall constitute them members of the board of directors and the remaining members of the board shall be elected as provided in subdivision 1.

Subd. 2. **Officers, bond.** The officers and employees of the company shall give bond to the company in such sum as the directors shall determine.

Subd. 3. **Investments.** The directors may authorize the treasurer to loan on first real estate securities such sums of money on hand as they may determine, or to deposit any or all sums of money on hand in such banks as they may designate.

**History:** 1967 c 395 art 8 s 29; 1975 c 15 s 20; 1986 c 444

#### 67A.30 APPLICATIONS AND BINDERS.

Subdivision 1. **Acceptance.** The president and the secretary of the company may accept all applications and sign and issue policies agreeing, in the name of the company, to pay all losses and damages, not exceeding the sums named in the policies, sustained to property authorized to be insured in section 67A.31 for the term therein specified, and every application

for insurance made to any authorized officer or agent, until refused by the proper officer, shall be of the same force and effect as a regularly issued policy and contract of insurance and, from the time of its receipt by an officer or agent, the property specified in the application shall be deemed insured in the same manner and to the same extent as if covered by a regular policy issued according to law and the regulations of the company.

Subd. 2. [Repealed, 1975 c 15 s 22]

Subd. 3. **Cash premium and agreement to assessment.** Before the delivery of any policy the company shall collect the regular cash premium and policy fee and take the written agreement of the insured, of even date therewith, which shall be embodied in the application, to pay a pro rata share of losses or damages sustained by any member. The same shall be kept on file with the secretary.

**History:** 1967 c 395 art 8 s 30; 1986 c 444

### 67A.31 INSURABLE PROPERTY.

Subdivision 1. **Insurable property in rural areas.** Farmers mutual fire insurance companies may insure dwellings and their contents, farm buildings and their contents, livestock, farm machinery, automobiles, country store buildings and the household goods therein, threshing machines, farm produce anywhere on the premises, churches and their contents, school houses and their contents, society and town halls and their contents, country blacksmith shops and country garages and their contents, country locker plants and their contents, parsonages and their contents and the barns and contents used in connection therewith, creameries, cheese factories and their equipment and contents and respective operators' dwelling houses and contents and barns and contents used in connection therewith.

Subd. 2. **Insurable property in cities.** They may also insure churches and dwellings, together with the usual outbuildings and the usual contents of both those dwellings and churches and outbuildings, in any city except a city of the first or second class.

Subd. 3. **County poor farm.** They may also insure any county poor farm together with contents and such personal property as is used in connection therewith, and which real property, contents and personal property are situated in the county wherein these farmers mutual fire insurance companies are operating; provided, when at a duly called special or annual meeting of the policyholders it shall be duly decided by them by a majority vote to do so.

Subd. 4. **County fair buildings.** Any such company is hereby authorized to insure county fair buildings whether the same are situated either within or without the limits of a duly incorporated city.

Subd. 5. **What may not be insured; property outside designated territory.** No farmers mutual fire insurance company shall insure any property except that specifically authorized under this section nor any such property outside of the state of Minnesota, except personal property temporarily outside of the authorized territory.

Subd. 6. **What may not be insured; exceptions.** Otherwise than as herein provided, no such company shall insure any property within the limits of any city except that located upon lands actually used for farming or gardening purposes.

**History:** 1967 c 395 art 8 s 31; 1973 c 123 art 5 s 7; 1975 c 15 s 21

### 67A.32 POLICY TERM.

The term of policies issued by farmers mutual fire insurance companies shall not exceed five years.

**History:** 1967 c 395 art 8 s 32

67A.33 [Repealed, 1975 c 15 s 22]

### 67A.34 CLASSIFICATION OF PROPERTY.

Every such company may classify property insured under different rates, corresponding as nearly as possible to the greater or less risk from fire by reason of location or construction, and issue its policies in accordance with such differences.

**History:** 1967 c 395 art 8 s 34

**67A.35 NONRESIDENT MEMBERS.**

Nonresidents owning property in the state of Minnesota may become members, with all rights except eligibility to office.

**History:** 1967 c 395 art 8 s 35

**67A.36 LOSSES.**

Subdivision 1. **Procedure in case of loss.** Every member sustaining loss or damage by named perils shall immediately notify the secretary, who, if the claim exceeds \$300, may forthwith convene the directors. The directors shall appoint a committee of three members, of which the secretary shall be one, to ascertain the amount of the loss, with authority to examine witnesses, to whom the secretary is hereby authorized to administer oaths. When the bylaws so provide, the secretary may act in place of, and with all the authority of, the committee; and when the claim does not exceed \$300, the loss may be ascertained by the president and secretary, or either, with like authority.

Subd. 2. **Arbitration.** If the parties cannot agree upon the damages, the insured may apply to a judge of the district court of the county, who may appoint three disinterested persons, who shall make an award which shall be final, and deliver the same to the company.

Subd. 3. **Assessments.** When any loss shall be ascertained which exceeds in amount the cash funds of the company, the secretary, or, in the secretary's absence, the president, shall convene the directors, who shall levy an assessment upon each policyholder for the proportionate amount to be paid to cover this excess; or the company may borrow not to exceed two mills on each dollar of insurance written by it and then in force, and from that fund pay these losses, and afterwards levy assessments to pay the loans. If the fund for the payment of expenses is insufficient, the amount of the deficiency may be added to any assessment.

**History:** 1967 c 395 art 8 s 36; 1986 c 444

**67A.37 TERMINATION OF MEMBERSHIP.**

Subdivision 1. **By member.** Membership may be terminated at any time by giving written notice to the secretary and paying the withdrawing members' share of all existing claims.

Subd. 2. **By company.** Membership may also be terminated by the annulment of any policy by a majority of the directors and written notice thereof to the holder.

Subd. 3. **Record.** In either case the secretary shall record the same in a separate book.

**History:** 1967 c 395 art 8 s 37

**67A.38 ANNUAL MEETING.**

The annual meeting shall be held before July first each year and the annual report shall then be read in full and within 30 days thereafter filed with the commissioner.

**History:** 1967 c 395 art 8 s 38

**67A.39 EMERGENCY FUND.**

The directors of any such company may collect, by advance assessment and maintain in its treasury an emergency fund, not exceeding two mills on a dollar of the total amount of insurance in force, to be used in payment of losses and for other purposes for which assessments may be used.

**History:** 1967 c 395 art 8 s 39

**MUTUAL REINSURANCE OR  
GUARANTY ASSOCIATIONS****67A.40 ORGANIZATION AND POWERS.**

Subdivision 1. **Organization and purpose.** Not less than six duly licensed township mutual fire insurance companies or farmers mutual fire insurance companies may organize a

mutual association for the purpose of reinsuring any part or all of any risk or risks, written by any of the member companies.

**Subd. 2. Articles of incorporation, contents and filing.** The incorporation of this association shall be effected by filing with the commissioner and with the secretary of state a certificate of incorporation duly executed and acknowledged by the companies forming the association, these companies having been first duly authorized, by resolution duly adopted at a regular annual meeting, or at a special meeting called for that purpose, which certificate shall state, in substance, such facts as are required to be stated in certificates of incorporation by the general corporation laws of this state and shall have first been approved by the commissioner.

**Subd. 3. Corporate powers.** In addition to the powers conferred by sections 67A.40 to 67A.44, every such association shall have the power to reinsure any part or all of any risk or risks assumed by it, and every such association shall have the corporate powers which are granted to corporations under the general corporation laws of this state. Any such association having a surplus of at least \$300,000 may, at any regular meeting or at a special meeting called for that purpose, transform itself into a mutual insurance company by amending its articles of incorporation to provide for the doing of one or more of the kinds of business specified in section 60A.06, subdivision 1, clauses (1) to (14). Such transformed company shall be subject to the general corporation laws contained in chapter 300, and subject to the conditions and restrictions as to the kinds of insurance which may be combined by a like stock insurance company and to all restrictions contained in the laws of this state with reference to general mutual insurance companies transacting the same kinds of business. The bylaws may also provide for voting rights to be based on one vote for each policyholder, plus one vote for each \$100 of premium paid within 12 months prior to the meeting at which the votes are cast.

**Subd. 4. Perpetual existence.** The corporate existence of any such association may be made perpetual by so providing in its articles of incorporation.

**Subd. 5. Directors.** The directors of the association shall be chosen from the officers of its members.

**Subd. 6. Bylaws.** The board of directors at its first meeting shall adopt bylaws, which shall be filed with the commissioner and shall not be effective until approved by the commissioner.

**History:** 1967 c 395 art 8 s 40; 1969 c 7 s 28; 1986 c 444

#### **67A.41 PREMIUMS AND ASSESSMENTS.**

Member companies of any such association shall each year pay to the treasurer thereof such assessments as shall be fixed or authorized by the board of directors of the association, which assessments shall be based upon the amount of insurance of each of its member companies during the calendar year ending December 31st next preceding. The individual members of the member companies shall be subject to assessment in case the funds of the member companies are insufficient to pay any assessment made by the association to the same extent and in the same manner as though the assessment by the association were to cover a loss for which the member company was liable.

**History:** 1967 c 395 art 8 s 41

#### **67A.42 WITHDRAWAL BY MEMBERS.**

Any member of the association may withdraw from membership upon giving 90 days' notice of its intention so to do when the withdrawal has been authorized by a majority vote of its members present and voting at a regular meeting or a special meeting called for that purpose. This withdrawal shall not in any way affect its liability to contribute to any losses or expenses which may have been incurred prior to the time of withdrawal.

**History:** 1967 c 395 art 8 s 42

#### **67A.43 COMMISSIONER OF COMMERCE.**

**Subdivision 1. To have supervision.** The certificate of incorporation and bylaws, forms of contracts and policies adopted or issued by every such association, and the general con-

duct of its affairs shall be subject to the general supervision and jurisdiction of the commissioner, and the commissioner, when requested by five or more members of the association, shall make an examination of the affairs thereof at the expense of the association. Farmers and township reinsurance or guaranty associations shall be subject to the provisions of chapter 60B.

**Subd. 2. Filing of annual statement and license required.** Every such association shall file with the commissioner the annual statement and procure the certificate of authority as required by law pertaining to insurance companies.

**Subd. 3.** [Repealed, 1987 c 337 s 131]

**History:** 1967 c 395 art 8 s 43; 1969 c 708 s 63; 1983 c 289 s 114 subd 1; 1984 c 655 art 1 s 92; 1986 c 444

## DEFINITIONS

### 67A.44 COMMISSIONER DEFINED.

As used in all parts of this chapter the word "commissioner" shall mean the commissioner of commerce of the state of Minnesota and, in the commissioner's absence or disability, a deputy or other person duly designated to act for the commissioner.

**History:** 1967 c 395 art 8 s 44; 1983 c 289 s 114 subd 1; 1984 c 655 art 1 s 92; 1986 c 444