

Application for Purchase and/or Assumption

The purchase and/or assumption of part or all of another depository institution are subject to the requirements of Section 401(2)(q) of the Michigan Credit Union Act of 2003 et al. Requests for regulatory approval are to be made in accordance with the requirements below and are subject to the applicable sections of the Michigan Credit Union Act.

The information contained on Pages 1 and 2 of this form is available for public inspection, examination, or copying pursuant to the provisions of the Freedom of Information Act, PA 442 of 1976, MCL 15.231 et seq.

Acquiring Credit Union Information

Name of Credit Union		
Street Address		City, Village or Township
County	State	Zip Code
Name of Liaison	Title of Liaison	Telephone Number
Email Address		

Signature of Person(s) Authorized to Submit this Application

Signature	Name and Title
Signature	Name and Title

Transferring Institution Information

Name of Institution		
Street Address		City, Village or Township
County	State	Zip Code
Name of Liaison	Title of Liaison	Telephone No.
Email Address		

Please summarize your request below:

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Signature of Person(s) Authorized to Submit this Application

Signature	Name and Title
Signature	Name and Title

Application for Purchase and/or Assumption

The following information will be utilized to evaluate the safety and soundness of the request and is provided subject to Section 207 of the Michigan Credit Union Act of 2003; MCL 490.207. The information provided under this Section will be kept confidential and privileged and is not subject to discovery or any request under the Freedom of Information Act, 1976 PA 442, MCL 15.231 et seq.

Please submit the following information addressed to the Director of the Department of Insurance and Financial Services (DIFS):

- Copy of the Board resolution of each participating institution, including any holding companies, which authorizes the person(s) to sign the purchase and/or assumption plan (Plan) documents and to submit the application to the regulatory authority, certified by the Board Presiding Officer and Secretary of the respective institution.
- Copy of the Board resolution of each participating institution, including any holding companies, which approved the Plan, certified by the Board Presiding Officer and Secretary of the respective institution. If applicable, the acquiring credit union should include in the Board minutes any resolution to incorporate the transferring depository institution's existing customers into the acquiring credit union's Field of Membership. **Provide copies of the applicable board minutes.**
- Current month-end financial statement for each Plan participant.
- Current month-end delinquent loan **summary** for each Plan participant.
- Current analysis of the allowance for loan and lease losses (ALLL).
- Pro forma statement of condition for the combined financial entity.
- Valuations of the entity being acquired.
- Copy of the Plan with original signatures of the authorized representatives of the constituent institution. When developing a Plan, some of the topics to be considered should include, as appropriate:
 - a. Terms and conditions of the Plan
 - warranties or representations by the respective parties
 - provision for amendment or termination
 - procedures/provisions if the Plan is not consummated
 - facts or events which could cause cancellation
 - resulting field of membership of the acquiring credit union
 - b. The desired effective date for the completion of the transaction.
 - c. Responsibilities of the respective parties
 - d. Approval of the regulatory agencies is required
 - e. Converting customers of the transferring institution into members.
 - f. Disposition of the employees of the transferring institution and their benefit packages

- g. Disposition of the office site(s) of the transferring institution
 - h. Changes to be made in the acquiring CU's board of directors and/or management
 - i. Will the transferring institution be liquidated upon execution of the Plan?
 - j. Recognition of the acquiring credit union's bylaws and amendments thereto
 - k. Material or substantive change in the operation of the acquiring credit union
 - l. Reduction of excess capital of the transferring institution through a loan interest rebate and/or special dividend to its customers.
 - m. Identify each potential nonconforming activity and provide a schedule and method for terminating each activity.
- Copy of any agreements with senior management of the transferring institution and/or any other supplemental agreements related to the Plan.
 - Statement of any amendment to the certificate of organization of the acquiring credit union affected by the Plan.

DIFS will not accept an incomplete application. The complete corporate name of each institution, including any holding companies, must be used in the application and Plan documents. The application must be filed with original signatures where applicable. A duplicate of the application materials must be filed with the National Credit Union Administration (NCUA), Alexandria, Virginia and any other applicable regulatory authorities.

Complete responses to all applicable questions will expedite processing of the application. The Director will consider the application with respect to the general business of the financial institutions and the applicable state and federal statutes. The Director will issue a written decision on the application. If the application is approved, the acquiring credit union may be responsible for any prorated operating fee(s) assessed to the transferring institution(s). The operating fee payment may be due prior to final documents being issued by DIFS.

A completed application and supporting information should be mailed to:

DIFS OFFICE OF CREDIT UNIONS
ATTENTION: CORPORATE ACTIVITIES AND RISK ASSESSMENT
P.O. BOX 30220
LANSING, MI 48909-7720

Or fax to: **517-284-8846**
Or email to: DIFS-OCU@michigan.gov

If sending via email, please ensure the file is secured and encrypted prior to sending. Any questions pertaining to the completion of this application should be directed to Corporate Activities and Risk Assessment, telephone 517-284-8822.