

## CHAPTER 37

### INTERSTATE BRANCHING, MERGERS, CONSOLIDATIONS AND ACQUISITIONS

#### §371. Applicability of chapter; fees

**1. Applicability.** The provisions of this chapter govern de novo establishment of interstate branches, interstate combinations and interstate branch acquisitions undertaken by a financial institution, out-of-state financial institution, federal association or national bank.

[PL 1995, c. 628, §20 (NEW).]

**2. Fees.** An application or notice required under this chapter is not complete unless accompanied by a fee payable to the Treasurer of State to be credited and used as provided in section 214. The superintendent shall establish the amount of the fee according to the requirements of section 373; the fee may not exceed \$2,500.

[PL 1995, c. 628, §20 (NEW).]

#### SECTION HISTORY

PL 1995, c. 628, §20 (NEW).

#### §372. Definitions

As used in this chapter, unless the context otherwise indicates, the following terms have the following meanings. [PL 1995, c. 628, §20 (NEW).]

**1. De novo branch.** "De novo branch" means a branch of a financial institution, out-of-state financial institution, federal association or national bank, that is originally established by the financial institution as a branch and does not become a branch of that financial institution as a result of the acquisition by the financial institution of a financial institution or the acquisition of a branch of a financial institution or through the conversion, merger or consolidation with that institution or branch.

[PL 1995, c. 628, §20 (NEW).]

**2. Interstate branch acquisition.** "Interstate branch acquisition" means the purchase of one or more branches of a financial institution, out-of-state financial institution, federal association or national bank whose home state is different from the home state of the acquiring financial institution, out-of-state financial institution, federal association or national bank and the transfer of any branches so acquired into branches of the acquiring financial institution, out-of-state financial institution, federal association or national bank.

[PL 1995, c. 628, §20 (NEW).]

**3. Interstate combination.** "Interstate combination" means the merger, acquisition or consolidation of financial institutions, out-of-state financial institutions, federal associations or national banks, that have different home states when the branches of the acquired financial institution, out-of-state financial institution, federal association, or national bank become branches of the resulting financial institution, out-of-state financial institution, federal association or national bank.

[PL 1995, c. 628, §20 (NEW).]

#### SECTION HISTORY

PL 1995, c. 628, §20 (NEW).

#### §373. Interstate combinations, branch acquisitions and de novo establishments

**1. Authority.** Interstate combinations are expressly authorized subject to the provisions of this chapter. Interstate branch acquisition and establishment of de novo branches are expressly authorized subject to the provisions of this chapter; however, the law of jurisdiction of any out-of-state financial

institution, federal association or national bank proposing to establish or acquire one or more branches in this State must expressly authorize, under conditions no more restrictive than those imposed by the laws of this State as determined by the superintendent, the financial institution, federal association or national bank whose home state is this State to engage in interstate branch acquisition or establishment of de novo branches in that state.

[PL 1995, c. 628, §20 (NEW); PL 1995, c. 628, §38 (AFF).]

**2. Application requirements.** When the resulting financial institution of any interstate combination, interstate branch acquisition or de novo branch establishment is a financial institution organized under the laws of this State, that financial institution must obtain prior approval of the superintendent before participating in the transaction. The application for the superintendent's approval must be filed in the form and manner prescribed by the superintendent in accordance with this chapter and chapters 33 and 35, as applicable. The superintendent shall approve or disapprove an application under this section in accordance with the requirements of section 252 and the superintendent may condition approval of the application, as necessary, to conform with the criteria set forth in section 253. [PL 1995, c. 628, §20 (NEW).]

**3. Notice requirements.** When the resulting financial institution of any interstate combination, branch acquisition or de novo branch establishment is an out-of-state financial institution, federal association or national bank with a home state that is not this State, that out-of-state financial institution, federal association or national bank must provide prior notice to the superintendent before participating in the transaction. Notice to the superintendent must:

- A. Be in a form and contain that information prescribed by the superintendent, including, but not limited to, proof of compliance with this chapter, as applicable; [PL 1995, c. 628, §20 (NEW).]
- B. Be provided no later than 3 days after the date of filing an application for that transaction with the appropriate state or federal regulatory agency; [PL 1995, c. 628, §20 (NEW).]
- C. Include a copy of any application filed with the appropriate state or federal regulatory agency; and [PL 1995, c. 628, §20 (NEW).]
- D. Include payment of the fee pursuant to section 371. [PL 1995, c. 628, §20 (NEW).]

The superintendent shall provide written response within 30 days of receipt of the notice. If the superintendent finds that the interstate combination, acquisition or establishment does not comply with applicable state law, including, but not limited to, the conditions and requirements of this chapter, the superintendent may file an objection with the appropriate state or federal regulatory agency that has primary responsibility for the applicant. In addition, if the superintendent finds that an interstate combination, branch acquisition or de novo establishment would be adverse to the public interest, the superintendent may bring an action in the name of the State pursuant to chapter 24. The Maine charter of the participating financial institution terminates automatically upon completion of an interstate combination done in conformity with this subsection that results in an out-of-state financial institution, federal association or national bank.

[PL 2021, c. 508, §9 (AMD).]

## SECTION HISTORY

PL 1995, c. 628, §20 (NEW). PL 1995, c. 628, §38 (AFF). PL 2021, c. 508, §9 (AMD).

### §374. Authority for expedited transactions

Notwithstanding any other provision of law, or any charter, certificate of organization, articles of association, articles of incorporation or bylaw of any participating institution, the superintendent may order that an interstate combination or branch acquisition pursuant to section 373, subsection 1 become effective immediately, if the superintendent determines that the action is necessary for the protection of depositors, shareholders or the public. A person aggrieved by an interstate combination or branch

acquisition pursuant to this section is entitled to judicial review of the superintendent's order in accordance with Title 5, chapter 375, subchapter VII. [PL 1995, c. 628, §20 (NEW).]

#### SECTION HISTORY

PL 1995, c. 628, §20 (NEW).

#### §375. Applicable concentration limits

Any interstate combination or branch acquisition authorized pursuant to this chapter is subject to the deposit concentration limitations set forth in section 241, subsection 10. [PL 1995, c. 628, §20 (NEW).]

#### SECTION HISTORY

PL 1995, c. 628, §20 (NEW).

#### §376. Activities of interstate branches

**1. Branches of financial institutions organized under the laws of this State.** Pursuant to this chapter, a financial institution organized under the laws of this State that establishes and operates a branch in another state may conduct any activity at that branch that is permissible for a financial institution organized under the laws of the "host state" as defined in section 131, subsection 20-B. The financial institution shall provide prior written notice of the branch activity to the superintendent if the activity is not permissible in this State.

[PL 1995, c. 628, §20 (NEW).]

**2. Branches of out-of-state financial institutions.** The laws of this State, including, but not limited to, the laws regarding consumer protection, fair lending and establishment of intrastate branches, apply to any state branch of an out-of-state financial institution, federal association or national bank to the same extent as those laws apply to a state branch of a financial institution organized under the laws of this State. An out-of-state financial institution that maintains, or seeks to establish and maintain, a branch in this State pursuant to this chapter may not conduct any activity at that branch that is not permissible for a financial institution organized under the laws of this State.

[PL 1995, c. 628, §20 (NEW).]

**3. Commercial activity prohibited.** An out-of-state financial institution may not establish or maintain a branch in this State within 1.5 miles of any location of an affiliate where the affiliate engages in commercial activity.

[PL 2007, c. 69, §3 (NEW).]

#### SECTION HISTORY

PL 1995, c. 628, §20 (NEW). PL 2007, c. 69, §3 (AMD).

#### §377. Corporate filing requirements

**1. Applicability of Title 13-C.** An out-of-state financial institution, federal association or national bank with a home state other than this State that seeks to establish and operate a branch in this State as the result of an interstate combination, branch acquisition or de novo establishment pursuant to this chapter shall comply with the filing requirements for foreign corporations under Title 13-C. The approval of the filing of an out-of-state financial institution, federal association or national bank by the Secretary of State does not authorize the operation of a branch in this State by an out-of-state financial institution, federal association or national bank until the notice required pursuant to subsection 2 has been filed.

[RR 2001, c. 2, Pt. B, §13 (COR); RR 2001, c. 2, Pt. B, §58 (AFF).]

**2. Notice to the superintendent required.** An out-of-state financial institution, federal association or national bank is not authorized to do business in this State pursuant to this chapter until

copies of the documents filed with the Secretary of State pursuant to Title 13-C have been received by the superintendent.

[RR 2001, c. 2, Pt. B, §13 (COR); RR 2001, c. 2, Pt. B, §58 (AFF).]

**SECTION HISTORY**

PL 1995, c. 628, §20 (NEW). RR 2001, c. 2, §B13 (COR). RR 2001, c. 2, §B58 (AFF).

**§378. Effective date**

This chapter takes effect January 1, 1997. [PL 1995, c. 628, §20 (NEW).]

**SECTION HISTORY**

PL 1995, c. 628, §20 (NEW).

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