

CHAPTER 206.

LIFE INSURANCE.

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206.01 Life insurance; definitions. In any statute relating to life insurance, unless the context indicates otherwise, the following words and phrases shall be understood in the sense herein set forth and defined:

(1) The "amount at risk," in any policy year, is the difference between the sum insured in such policy year and the terminal reserve for such policy year.

(2) "Beneficiary," is the person in whose favor a policy is written.

(3) "Company," includes all corporations, associations, partnerships or individuals, engaged as principals in the business of life insurance, except fraternal benefit societies, as defined in section 208.01.

(4) "Deposit," is the terminal reserve on a policy, discounted to the beginning of the policy year at the rate of interest assumed.

(5) "Foreign company," is any company not organized or incorporated under the laws of this state.

(6) "Insured," is the person upon whose life the contract of insurance is written.

(7) "Mortality charge," is the provision at the beginning of the policy year for the mortality on account of such policy year, according to the table of mortality adopted and the rate of interest assumed.

(8) "Policy," is the contract issued by the company to the insured.

(9) "Policy anniversary," is any anniversary of the date of the policy, unless otherwise specified in the policy.

(10) "Policy year," is the year beginning with the date of the policy or any anniversary thereof, unless otherwise specified in the policy.

(11) "Premium," is the payment stipulated in the policy to be made by the insured to the company during any one policy year.

(12) The "reserve," at any time within the policy year is the deposit for such year improved at the assumed rate of interest to said time, together with the proportional unused part of the mortality charge for such year.

(13) The "sum insured," in any policy year is the value of the guaranteed payments and benefits stipulated to be made or granted if the policy should mature within such year.

(14) The "terminal reserve," is the reserve at the end of the policy year, and is the sum sufficient, with the net premiums coming due, to provide for the future mortality charges, and to mature the policy according to its terms, all computed upon the table of mortality adopted and the rate of interest assumed. [1933 c. 487 s. 192]

Note: In construing contracts such as life insurance policies words should be given common, not technical interpretations according to common and improved usage, unless inconsistent with the manifest intent. *Charette v. Prudential Ins. Co.*, 202 W 470, 232 NW 848.

206.02 Life companies. (1) **WHO MAY FORM.** Residents of this state, not less than nine, may form a life insurance corporation either with or without capital stock.

(2) **ARTICLES OF ORGANIZATION.** They shall sign and file in the office of the commissioner articles of organization stating: (a) That they associate for the purpose of forming a corporation to transact the business of insuring lives of persons, stating the kind of insurance; (b) the name of the corporation and the place where the principal office shall be located; (c) the capital stock, if any, the number of shares thereof and the amount of each share; (d) the designation of the general officers, and the number of directors, which shall not be less than seven; (e) the manner of electing directors, filling vacancies, and their terms of office; (f) the termination of its fiscal year; and (g) such other provisions, not inconsistent with law, as they may deem proper to be inserted therein.

(3) **CONDITIONS PRECEDENT TO DOING BUSINESS.** No such corporation shall transact any business of insurance until all the following conditions shall be complied with:

(a) If organized without capital stock, until at least two hundred persons shall have subscribed for not less than one thousand dollars of insurance each, and passed a prescribed medical examination, and shall have each paid one full annual premium in cash upon the insurance subscribed for, amounting in the aggregate to at least twenty thousand dollars. Or, in lieu of such subscriptions, the company holds a special guaranty fund of at least twenty-five thousand dollars in cash or invested as prescribed in section 206.34, to be used for no purpose other than the payment of death losses, until the largest policy in force, deducting reinsurance thereon in authorized companies, shall not exceed one-half of one per cent of the total insurance in force, deducting all reinsurance. The corporation may borrow sufficient to provide the guaranty fund and an additional sum to defray the expenses of organization not exceeding ten thousand dollars. The loan agreement shall provide that the principal and interest shall only be repaid from assets in excess of all other liabilities. The agreement shall also provide for interest at not exceeding eight per cent per annum and, after the release of the special guaranty fund, for payment of the principal in the discretion of the board of directors or at the times fixed in said agreement. Solicitation of such subscriptions may be made by agents holding a certificate of authority issued by the commissioner. Every application for such insurance shall state that the issuance of the policy is contingent upon the completion of the organization of the company.

(b) There shall have been paid to the commissioner in case of a nonstock corporation, a fee of one hundred dollars, and in case of a stock corporation, the fee required by section 180.02, prior to the issuing of the certificate of authority.

(c) A certificate shall have been made and filed by the commissioner setting forth that such corporation has complied with all the provisions of the law and is authorized to transact the business of life insurance.

(d) Every domestic stock life insurance company, as a condition precedent to license or relicense to transact business, shall file with the department of insurance a complete record of its stockholders, shares of stock and transfers (the form of such record to be prescribed by the commissioner), which record shall be subject only to official or judicial inspection, and no transfer of shares of stock shall release the stockholder of record from personal liability until notice of such transfer has been filed with the commissioner and such transfer entered in such record in the department of insurance.

(4) **RIGHT TO VOTE, HOLD OFFICE.** No holder of any certificates of stock issued in exchange or transfer of shares, or for any new shares, shall be allowed to vote or be elected a director or other officer, who must be a stockholder, until entry of the transfer, exchange or new issue of such stock certificates in the stockholders' record in the department is acknowledged by the commissioner.

(5) **VACANCIES IN BOARD, HOW FILLED.** All vacancies on the board of directors of any such life insurance company caused by or due to any sale, transfer or exchange of shares or certificates of the capital stock shall be filled by election at the regular meeting of the stockholders, or at a special meeting called for such purpose, of which special meeting not less than twenty days' notice shall be given to each stockholder and a copy of the call filed with the commissioner not less than fifteen days prior to the date of such election.

(6) **PROXY.** No stockholder shall, within one year from the date he became a stockholder of record, vote any shares not recorded in his name.

(7) **SALE OF COMPANY, CONTROL.** Whenever a majority but not all of the shares of the capital stock of a company are sold, the commissioner shall examine into the conditions and details of such transaction, and shall not authorize the recording of such transfer until all requirements of law have been complied with and the interests of the policyholders properly safeguarded; and whenever such sale involves the transfer or reinsurance of the business of the company, the policyholders of the company shall first be given an opportunity by a direct vote, under the supervision of the commissioner, to mutualize the company by the purchase of the shares of the capital stock by the company at the same price, before any transfer of shares of the capital stock shall be recorded by the commissioner, or a reinsurance of the business of the company permitted.

(8) **PENALTY.** Upon failure of any company to comply with the provisions of this section, the commissioner shall refuse to license or relicense it and shall revoke the license of the company, and such noncompliance shall subject the directors, and the stockholders of record of the stock transferred or exchanged or issued in violation of these provisions, to personal liability for any losses sustained by the company or its policyholders by reason of any violation of this section.

(9) **CHAPTER 180 APPLIES.** Chapter 180 of the statutes shall apply to life insurance corporations so far as the same is consistent with the provisions of the law relating specifically to life insurance companies.

(10) **ORGANIZATION OF NONSTOCK COMPANIES.** The signers of the articles of a non-stock corporation shall, subject to the approval of the commissioner, fix the time and place for the first meeting for the election of officers, which time and place shall be specified in the certificate of authority to do business, and shall give written notice thereof by mail to each subscriber for insurance at least twenty days prior to such meeting.

(11) **LICENSE AND FEES, CONDITIONS PRECEDENT.** No life insurance corporation shall do business in this state, nor shall any person act as its agent in receiving or procuring applications for life insurance except as provided in subsection (3), or in any manner aid in transacting such business for any such corporation until it shall have first procured a license therefor from said commissioner and have paid the license fee required by section 76.34. [1933 c. 487 s. 193]

Revisor's Note, 1933: The first proviso in (10) is invalid. *Terral v. Burke Const. Co.*, 257 US 529 (overruling *Doyle v. Insurance Co.*, 94 US 538). The second proviso is a duplication of 201.43. The subject of 206.02 (3) (b) is chiefly and perhaps wholly covered by 201.11, 201.14 and 201.17. Section 206.02

(3) (b) was created by chapter 39, Laws 1909, and 201.11 was created by chapter 460, Laws 1909. Chapter 39 was a slight amendment whereas chapter 460 was a new enactment of a general scheme of insurance. Subsection (5) is made general. (Bill No. 50 S, s. 193)

206.03 Disability insurance. Any domestic life insurance company authorized by its charter or articles to write disability insurance may issue policies therefor either independently of or in conjunction with its life or endowment insurance policies; but no disability benefits except total and permanent disability benefits may be incorporated in its life or endowment insurance policies. When the total and permanent disability benefits are contained in or issued in conjunction with its life or endowment insurance policies and when accidental death benefits are contained in separate policies issued in conjunction with such life or endowment policies and valued under the provisions of subsection (3) of section 206.24, then subsection (10) of section 206.20 and section 204.31 except the proviso in paragraph (b) of subsection (10) shall not apply. Any foreign life insurance company may be licensed to transact such business, if authorized so to do by its charter or articles of organization and by the state in which it is incorporated. [1933 c. 236 s. 2; 1933 c. 487 s. 194]

Revisor's Note, 1933: The first part is a repetition of 201.05 (2) (b) and later it conflicts with 201.05 (3). The licensing of foreign companies is covered by 201.38 (new 201.32). "By complying with this section" is now meaningless. See chapter 104, Laws 1903. (Bill No. 50 S, s. 194)

An insured who failed to make proof of disability until after the disability had ceased was not entitled to total disability benefits under life policies which required proof to be furnished that the disability "has been continuous since its beginning;" such requirement meaning that the proof must be furnished while such disability exists.

Bushnell v. Mutual Life Ins. Co., 219 W 243, 262 NW 591.

The courts, in determining whether prostration satisfies a policy requirement that death or bodily injury be effected solely through external, violent, and accidental cause, make no distinction between sunstroke and heat prostration. Within such a policy requirement, injuries resulting from heat prostration or sunstroke are not only accidentally effected but are produced by "accidental means." *O'Connell v. New York Life Ins. Co.*, 220 W 61, 264 NW 253; *Hruzek v. Old Line Life Ins. Co.*, 221 W 279, 265 NW 566.

206.04 Mutuals, elections, electors, eligibility, vacancies, proxies. (1) At every general election of directors or trustees in any domestic mutual life insurance company,

every policyholder whose insurance shall have been in force one year, shall be entitled to one vote for each director or trustee to be elected, and in case of a contested election, but not otherwise, may cast all such votes for one candidate or distribute them among the number as he may elect. But if a policy shall have been assigned more than six months prior to the election by an assignment absolute on its face to an assignee other than the insurer, the assignee shall be deemed to be a policyholder entitled to vote as aforesaid; provided, his signature, either attested by the assignor or duly acknowledged, shall have been filed at the home office of the company. Any policyholder entitled to vote at any election shall be qualified to fill any office to be voted for at any such election. General elections shall be held at intervals of not more than two years. At each such election not less than one-fourth of the directors or trustees provided for in the charter or articles shall be elected. No appointment or selection of a director or trustee to fill a vacancy other than when made by general election shall extend beyond the next general election.

(2) All elections shall be held at the home office, and the polls shall be open from ten o'clock in the forenoon until four o'clock in the afternoon, after which time no ballot shall be received. Policyholders may vote in person or may transmit their ballots to the company by messenger or by mail, but no voting by proxy shall be allowed at any election or upon any question. Notice of such election shall be published once in each week for four successive weeks immediately preceding the date fixed therefor in at least two newspapers of general circulation in this state, one published at the city of Madison, and one at the place where the home office of the company is located. [1933 c. 487 s. 195]

Revisor's Note, 1933: "Acknowledged" means acknowledged before an officer, 370.01 (38). The assignment specified is made the only exception to a policyholder's right to vote. That does away with the need of re-

peating when he can vote. In (2) the addition is to make sure that the prohibition of proxies is as broad as in 206.03 (5). (Bill No. 50 S, s. 195)

206.05 Mutuals, nominating directors, penalties. (1) Not more than ninety nor less than sixty days prior to any general election by any mutual company, the directors or trustees shall appoint three voters, who are not directors or trustees, as inspectors of election, who shall be paid by the company, and such directors or trustees shall suggest a candidate for every office to be filled at the ensuing election, and shall file with the commissioner a certificate thereof, giving the names, occupations and addresses of such inspectors and nominees.

(2) Any officer, director, trustee, agent or employe of such company, who shall directly or indirectly nominate or assist or encourage the nomination of any candidate for the office of director or trustee other than those on the administration ticket, or who shall use or expend any of the property or funds of the company in promoting the election of any person, except as authorized in this section, shall be guilty of a misdemeanor.

(3) One hundred or more voters of such company may suggest candidates for the offices to be filled, by filing with the commissioner and with the secretary of the company, not more than ninety nor less than sixty days prior to such election, a certificate signed and acknowledged by them, giving the names, occupations and addresses of their candidates, together with a statement signed by said candidates that they will accept office if elected.

(4) In case of the death or resignation or incapacity of any candidate, a majority of the board of directors, or trustees, or a majority of the persons suggesting the name of such nominee may suggest a candidate in his place, by filing prior to the day set for the election a certificate like that required for the original nomination. If such certificate be filed more than fifty days prior to the election, the name of such substituted candidate shall be on the ballot.

(5) On each certificate of nomination there shall be placed after the name of each candidate the words "for a full term" or "for unexpired term of . . . years, or . . ." (naming the director or trustee to fill whose unexpired term such person is nominated). [1933 c. 487 s. 196; 1935 c. 180]

206.06 Mutuals, validity of votes. (1) No vote shall be counted if cast for any person other than one who was nominated as provided in section 206.05.

(2) All votes shall be by ballot and no ballot shall be counted unless signed by a policyholder qualified to vote and sealed in an envelope addressed to the company, marked "Ballot for Directors (or Trustees)," and having no other mark thereon. Opposite the name of each candidate on the ballot shall be stated the term for which such candidate has been nominated.

(3) Any question submitted to the policyholders shall be voted upon at the general election, and a separate ballot shall be furnished the policyholders by mail or otherwise,

with the ballots containing the names of candidates for directors or trustees. Such separate ballot shall state the question concisely and contain space for voting, thus:

FOR AGAINST

(4) Ballots and envelopes for inclosing the same shall be supplied by the company and furnished to any policyholder applying therefor by mail or otherwise. Voted ballots may be sent to the company at its home office by messenger or by mail or may be delivered to the inspectors personally at any time before the closing of the polls, and shall be canvassed and preserved and the result certified and reported by the inspectors in the same manner as votes for directors or trustees. [1933 c. 487 s. 197]

206.07 Mutuals, elections, ticket, instructions, voting. (1) In case no nomination other than by the directors or trustees shall have been made, the ballot for directors or trustees may be in such form as the directors or trustees or a committee thereof shall prescribe, and shall be ready for delivery to policyholders not less than ten days prior to the election.

(2) In case any independent nomination shall have been made the company shall, not less than fifteen nor more than fifty days prior to the election, mail in a sealed envelope, to each policyholder entitled to vote at his last known post-office address, a return envelope addressed to the home office and marked "Ballot for Directors (or Trustees)," together with a ballot which shall be substantially in the following form:

BALLOT FOR ELECTION OF DIRECTORS (OR TRUSTEES).

For (name of company home office, post-office address).

To succeed the directors or trustees whose terms expire as follows:

.....

INSTRUCTIONS TO POLICYHOLDERS.

The policyholder is entitled irrespective of the number of policies and amount of insurance held by him to one vote for each of the directors or trustees to be elected, and where there is a contest may cast all such votes for one candidate or distribute them among the candidates as he may elect. Votes shall be indicated by a numeral placed after the name of the person voted for, thus "John Doe, farmer, Madison, Wisconsin, for a full term (1)." No fractional vote shall be recognized. On any ballot recording a greater number of votes than authorized only the first votes will be counted. The ballot shall specify the number of a policy held by the voter, shall be signed by him, and his signature attested by a subscribing witness, and shall be inclosed in a sealed envelope marked on the address side, "Ballots for Directors (or Trustees)," addressed to said company at its home office without any mark or designation to indicate the identity of the voter, and delivered before four P. M. . . . , 19 . . . , at the home office of the company by mail or messenger or in person.

Directors' Nominations.		Independent Nominations.	
John Doe, farmer, Madison, Wis., for a full term-----	Vote here	Richard Doe, banker, Milwaukee, Wis., for a full term---	Vote here
William Smith, merchant, Chicago, Ill., for unexpired term of ----- years-----		John Doe, lawyer, New York, N. Y., for unexpired term of ----- years of -----	

Attested -----
 P. O. Address -----

Signed by -----
 P. O. Address -----
 Policy No. -----

(3) If any question is to be submitted to the policyholders at such election a ballot for voting thereon shall also be inclosed, but no other paper or matter shall be inclosed. Specimen ballots and envelopes shall be filed with the commissioner before being used. [1933 c. 487 s. 198]

Revisor's Note, 1933: Sections 206.06 and 206.07 conflict as to voting. Section 206.06 allows a messenger to deliver ballots; that is retained. See 206.08 (3). (Bill No. 50 S, s. 198)

206.08 Mutuals, elections, canvass, preservation of ballots, penalties. (1) All ballot envelopes received at the home office before the polls are closed and marked substantially as "Ballot for Directors (or Trustees)" shall be delivered to the inspectors of election and the ballots therein canvassed.

(2) Any person concealing or withholding, or participating in the concealment or withholding from the inspectors, or opening or being privy to the opening of any such envelope containing such ballot, except as authorized by law, shall be guilty of a misdemeanor.

(3) All ballots voted shall be received by the inspectors subject to verification and ascertainment of the validity thereof, and of the qualification of the voters, and immediately upon the closing of the polls the inspectors shall proceed to canvass the votes. The canvass shall proceed from day to day until completed. Any nominee may be present during the casting and canvass of the votes. All ballots and envelopes received by said inspectors shall immediately upon completion of the canvass be placed in sealed packages and preserved by them for four months from the date of the election.

(4) The person receiving the highest number of votes for a full term shall be elected for a full term, and the person receiving the highest number of votes for each unexpired term shall be elected for such unexpired term. In case two or more persons shall receive the same number of votes, for the same office, the inspectors shall decide the election by lot. [*Stats. 1931 s. 206.10; 1933 c. 487 s. 199, 200*]

Revisor's Note, 1933: Prohibition of proxies is in 206.04 (2); certification of the result is in 206.09. (Bill No. 50 S, s. 199)

206.09 Mutuals, election reported to secretary and commissioner. The inspectors shall at the conclusion of the canvass sign and file with the secretary of the company and the commissioner certificates of the result of the election, stating the names of all persons for whom votes have been cast for a full term and the number cast for each, and also the names of the persons for whom votes have been cast for each unexpired term and the number of votes cast for each such person; and their decision in case of a tie vote. [*1933 c. 487 s. 201*]

Revisor's Note, 1933: The "tie vote" is covered by 206.08 (4) (old 206.10). Bill No. 50 S s. 201)

206.10 [*Renumbered section 206.08 sub. (4) by 1933 c. 487 s. 200*]

206.11 Mailing ballot not to validate policy. Mailing a ballot to any person shall not be construed as an admission of the validity of any policy, or that such person was a policyholder; and no such mailing shall be competent evidence in any action or proceeding in which the question of the validity of any policy or of any claim under it is involved. [*1933 c. 487 s. 202*]

206.12 Mutuals, quarterly meetings; forfeit for absence. The trustees or directors of every domestic mutual life insurance company shall hold regular meetings at least once each quarter upon such dates as shall be designated in its charter or articles or by-laws. Any trustee or director who shall be absent from three consecutive meetings shall forfeit his office and shall be ineligible to office for six months. [*1933 c. 487 s. 203*]

206.13 Participating policies. (1) No mutual life insurance company and no stock life insurance company issuing any participating policies, shall issue any participating policies in this state which do not, by their terms, give to the holders thereof full right to participate annually in the surplus accumulations from the participating business of such company, as provided by law of this state.

(2) This section shall not apply to paid-up or temporary and pure endowment insurance issued or granted in exchange for lapsed or surrendered policies or to annuities.

(3) Any company which issues both participating and nonparticipating policies, and keeps separate accounts between the two classes, may be licensed; provided, it shall, before being licensed, file with the commissioner an agreement that, in consideration of being permitted to issue both participating and nonparticipating policies, the accounts of each class will be kept separate, and that no part of the funds accumulated or belonging to the participating class shall ever be voluntarily transferred to the nonparticipating class, except such as the existing charter of the company may require. [*1933 c. 487 s. 204*]

206.14 Foreign companies; license requirements. (1) Every stock company doing life insurance business on the participating plan shall, when applying to do business in this state, and before any license shall be issued, file with the commissioner a statement under oath of the president and secretary, stating: (a) The amount of the unassigned surplus of such company; (b) the amount of said surplus or the interest or right therein belonging to the policyholders; (c) the amount of such surplus or the interest or right therein belonging to the stockholders; (d) the method of ascertainment and the action de-

termining the rights of such policyholders and stockholders respectively; (e) the agreement of the company that such method shall not be changed so as to affect policies issued thereunder.

(2) No license shall be issued to any such stock company until the commissioner is satisfied that the rights of such policyholders are fully and legally determined. Action by the commissioner denying such authority to transact business in this state shall be subject to review by the courts. [1931 c. 409; 1933 c. 487 s. 205]

206.15 Mutual life companies; salary maximum. No domestic life insurance company transacting a mutual or participating business shall incur or expend in any one year for any salary, compensation or emolument to any officer, trustee, director or salaried employe of such company, either directly or indirectly, any sum in excess of twenty-five thousand dollars, unless in each case such greater sum shall be fixed by the unanimous vote of the board of trustees or directors at any regular meeting thereof, or unless a greater maximum shall have been fixed by a majority vote of the policyholders voting at any regular election of directors. Notice of the submission of such question shall be given by mail to each policyholder at the same time as the notice of election is required to be given. [1933 c. 487 s. 206]

206.16 License conditions. No license shall be issued to any life insurance company until it has complied with all the laws of this state, nor until the commissioner is satisfied that its assets are properly and safely secured and exceed its liabilities, valuing its policies as provided by section 206.20. [1933 c. 487 s. 207]

206.17 Policies; prerequisites; approval of form. (1) No policy of life or disability insurance as defined in subsections (3) and (4) of section 201.04 shall be issued or delivered in this state until the commissioner has approved the same or until there has been filed with him at least thirty days: (a) The form of such policy; (b) a copy of any table of rates or statement of benefits furnished to agents or to insureds or to the public in this state; (c) in case of life insurance, a separate statement on the basis of one thousand dollars of insurance for each age at which policies are to be issued, showing for each year the premium and the reserve; provided, that the reserve need not be extended beyond the first twenty policy years, until such policies have been in force for twenty years, and provided further that the reserve for annuity provisions contained in continuous income or survivorship contracts need not be shown; and the value at the end of each policy year of all benefits promised upon surrender, lapse, or any change in the policy, except that such value need not be extended beyond the first twenty years.

(2) In lieu of including the reserve in such statement, and with the approval of the commissioner, a reference may be made to any book or document on file with and approved by the commissioner containing such figures. If any such statement for any age shall not, as to such reserve, refer to figures so on file with the commissioner, but shall give figures which do not correspond therewith, the company filing the same shall pay the commissioner for verifying its figures a fee of ten dollars for each age for which such statement shall fail to so correspond.

(3) No policy shall be issued or delivered after an order of disapproval by the commissioner giving reasons for the disapproval thereof, or of the form or statement required to be filed, and notice thereof shall have been given to the company. [1933 c. 487 s. 208]

206.18 Policy, contents, exception. (1) No policy (other than a policy of industrial insurance where the premiums are payable monthly or oftener) shall be issued or delivered in this state, unless it contains in substance the following provisions:

Provision 1, specifying the table of mortality and rate of interest and method upon which the reserve on such policy is to be computed; provided, that the method may be omitted if the policy be on the net level premium basis, and when no method is specified the policy shall be presumed to be on the net level premium basis.

Provision 2, specifying separately the premium charged for any benefit promised in the policy other than life or endowment insurance. Any company, required by the laws of the state wherein it is organized to issue a standard form of policy, may omit provisions 1 and 2 from its policy, and insert the same in the application, if a copy thereof shall be attached to the policy when issued.

Provision 3, that upon the nonpayment of any premium when due, after payment of premiums for (insert a number not exceeding three) full years, the same shall be paid by being charged as a loan against the policy at the same rate of interest as therein specified for other policy loans. Such loan shall be payable at any time at the option of the insured, and shall become due and payable only when the total of all loans and interest shall equal the reserve less the surrender charge specified in the policy. In such case each premium receipt shall show the total indebtedness on such policy to the company at the date of such receipt.

Provision 4, that upon the nonpayment of any premium when due, after payment of premiums for (insert a number not exceeding three) full years, the insured shall be granted, as specified in the policy, either extended insurance or paid-up insurance, the net single premium on which, computed on the mortality and interest assumptions of the policy, shall at any time equal the reserve less the surrender charge specified therein, and less any existing indebtedness to the company on or secured by the policy.

Provisions 3 and 4 shall not be required in term insurance of twenty years or less, and either may be automatic, and either may be omitted. The reserve to be used for calculating the benefits after the nonpayment of any premium when due, may exclude the reserve held by the company to provide for total and permanent disability benefits. [1933 c. 487 s. 209]

206.19 Insolvent company, discontinue business, forfeiture. Whenever the assets of any life insurance company shall not equal its liabilities, the commissioner shall give notice to such company and its agents to discontinue issuing policies within this state until such time as its assets have become equal to its liabilities. Any officer or agent who, after such notice has been given, issues or delivers a policy on behalf of such company before a new certificate of authority is issued shall forfeit for each offense not less than one hundred dollars nor more than one thousand dollars. [1933 c. 487 s. 210]

206.20 Valuation of policies; basis; method; certification. (1) Every life insurance company doing business or having policies in force in this state shall hold reserve funds properly and safely secured to cover its liability thereon (over and above all other liabilities), which reserves shall be determined as in this section provided.

(2) Policies issued by a domestic company after the year 1909 shall be valued according to the expense charges assumed, the table of mortality adopted, and the rate of interest assumed.

(3) Policies issued by a foreign company after the year 1909 may be valued the same as those of domestic companies; provided, the aggregate liability shall not be less than that resulting from a valuation under the laws of the state or country where the company is incorporated.

(4) Policies issued before the year 1910 on any plan not providing in every year for full net level premium reserves may be valued upon such plan and on the basis of either the American Experience or the Actuaries Table of Mortality, and at a rate of interest not higher than that assumed nor higher than four and one-half per cent per annum.

(5) Policies for which no other method of valuation is provided shall be valued on a net level premium reserve basis computed on either the American Experience or Actuaries Table of Mortality and at a rate of interest for policies issued before the year 1910 not higher than that assumed nor higher than four and one-half per cent per annum, and for policies issued after the year 1909, not higher than that assumed nor higher than four per cent per annum.

(6) Policies mentioned in subsections (3), (4) and (5) may be valued to require aggregate reserves in excess of those required by said subsections, but not greater than such as would result from valuing the same on the basis of the table of mortality adopted with interest at 2 per cent per annum.

(7) The table of mortality adopted, if other than the American Experience, the Actuaries or the American Experience Select Table of Mortality, shall not exhibit at any age a lower death rate than that shown at the corresponding age and duration by the British Offices Select O (M) Mortality Table; and the rate of interest assumed in computing the premiums and reserves shall not be less than 2, nor more than 4 per cent per annum.

(8) Said American Experience Select Table is deducted by calculating the rates of mortality according to the following percentages of the rates shown by the American Experience Table of Mortality: First year of insurance fifty per cent thereof, second year of insurance sixty-five per cent thereof, third year of insurance seventy-five per cent thereof, fourth year of insurance eighty-five per cent thereof, fifth year of insurance ninety-five per cent thereof, and for each year thereafter one hundred per cent thereof.

(9) The commissioner may vary the standards of interest and mortality in the case of corporations of foreign countries as to contracts issued outside of the United States; and in cases of invalid lives and other extra hazards; and may value policies in groups and use approximate averages for fractions of a year.

(10) The reserves for total and permanent disability provisions in policies of life or endowment insurance shall be calculated on the basis of Hunter's Disability Table, or on any table based upon disability experience approved by the commissioner with interest at not exceeding three and one-half per cent per annum; but the reserve in any policy year shall not be less than the proportional unused part of the net annual premium calculated by such table for the disability benefit.

(11) The reserve for accidental death benefits contained in or issued in conjunction with life insurance policies shall be on any basis approved by the commissioner; provided, that in no case shall the reserve be less than the proportional unused part of the net annual premium for such benefits.

(12) If the premium charge for insurance is less than the net premium required according to the table of mortality adopted and the rate of interest assumed, the company shall be charged with the present value of an annuity, the amount of which shall equal the deficiency by reason of the premium charged being less than the net premium required.

(13) If the premium stipulated in any policy shall provide for an expense charge exceeding in any year the provision for expenses in such year the valuation shall include a liability computed on the basis of the excess of such expense charge.

(14) The valuation annually made and accepted by the insurance department of any other state or country of policies of a company located therein, if such valuation shall be certified as true and correct by the insurance commissioner or like officer of such state or country, shall be accepted by the commissioner of this state, for the year for which such valuation shall be certified; provided, that the aggregate liability so determined shall not be less than the liability resulting from a valuation made under the laws of this state.

(15) The valuation by the department of commerce and labor of the United States, of policies of a foreign company, if conforming to the aforesaid provisions as to valuation by the commissioners or like officers of such other states, shall be received and accepted in like manner.

(16) Except as otherwise provided in this section, the commissioner shall annually make valuations of all outstanding policies, additions thereto, and other obligations of every company mentioned in subsection (1).

(17) The commissioner shall annually, upon the request of any domestic company, without additional charge or expense to it, make one additional valuation of its policies according to such standard as it shall specify. Any valuation made by him shall, upon request, be certified to the commissioner or like officer of any other state or country.

(18) All valuations made by the commissioner shall be tabulated and preserved as a part of the records of the department for six years. Each valuation shall indicate the tables of mortality used, the rates of interest assumed, and the method of computation employed. [*Stats. 1931 s. 206.20, 206.23; 1933 c. 487 s. 211; 1941 c. 329*]

Revisor's Note, 1933: The phrase "except as hereafter provided" in (d) of 206.20 is needless and seems to contradict what immediately precedes it. Subsections (7) and (8) are derived from 206.23. That section was created by chapter 209, Laws 1909, and relates to companies of foreign countries. Section 206.20, there amended, prescribes a general rule for valuing life policies. It seems proper that all valuation provisions should be brought together and harmonized. Hence 206.23 is consolidated with 206.20. The law is not changed. The parenthesis in 206.23 is understood to be a definition of the American Experience Select Table of Mortality and that definition is retained in (8). (Bill No. 50 S, s. 211)
A policy which is ambiguous will be construed favorably to insured. *Charette v. Prudential Ins. Co., 202 W 470, 232 NW 848.*

206.21 Valuation fee. Every life insurance company shall pay to the commissioner for the valuation of its policies made by him one cent on every one thousand dollars insured. [*1933 c. 487 s. 212*]

206.22 Alien companies; deposit. Every life insurance company, organized under the laws of any foreign country, shall as one of the conditions of renewal of its license, invest, and at all times keep invested, the aggregate net value of policies written in this state or on the lives of its residents, in securities authorized under the laws of this state, and deposit such aggregate amount in such securities at their book value with the state treasurer; the company depositing such securities shall have the right to receive the income thereof, and to exchange the same for like securities of like value, and may withdraw such deposit when the commissioner shall certify that all liability arising under such policies has been satisfied, and that there is no further necessity for such deposit. [*1933 c. 487 s. 213*]

206.23 [*Renumbered section 206.20 by 1933 c. 487 s. 211*]

206.24 Valuation of industrial policies; annuities; accident and disability; exceptions. (1) Policies of industrial insurance on which the premiums are payable monthly or oftener shall be valued to produce reserves not less than those computed on the "Standard Industrial Mortality Table" and the "Substandard Industrial Mortality Table," with interest at three and one-half per centum per annum.

(2) Annuities shall be valued to produce reserves not less than those computed on "McClintock's Tables of Mortality Among Annuitants," with interest at three and one-half per centum per annum; any table not exhibiting at any age a higher death rate than that shown at the corresponding age and duration by the "British Offices Annuity Table 1893," may be used. Annuities granted in any policy of life insurance may be valued in

like manner, except that annuities deferred for ten years or more may be valued on the table used for computing the premiums.

(3) This section shall not apply to any policies issued prior to 1907. [1933 c. 487 s. 214]

Revisor's Note, 1933: Subsection (1) speaks of "industrial insurance." No such insurance is named in 201.04, and that section enumerates all legal kinds; 201.05 (2). This kind should be defined some place, probably in 201.04. Only verbal changes. The provision for total disability supplemental to life insurance is transferred to 206.20 (11). (Bill No. 50 S, s. 214)

206.25 Assessment life companies. No life insurance company which transacts business in this state shall issue policies, the performance of which is contingent upon the payment of assessments or calls made upon its members. [Stats. 1931 s. 207.03; 1933 c. 487 s. 216]

206.26 Premium limit; expense charge. (1) No foreign life insurance company shall issue or deliver any policy in this state, and no domestic life insurance company shall issue or deliver any policy, wherein the premium stipulated to be paid shall exceed the sum of:

(a) The net premium which will mature the policy according to its terms (exclusive of the amount mentioned in paragraph (b)) computed on the basis of the table of mortality adopted and the rate of interest assumed, in accordance with section 206.20; and

(b) An amount (for expenses and contingencies) the present value of which over the premium paying period will be equal to one-third of the net single premium on a whole life policy insuring the same sum and issued at the same age, such value and such single premium to be computed according to the American Experience Table of Mortality with interest at 3 per cent per annum.

(2) The amount provided for expenses and contingencies, otherwise designated as the "expense charge," for any policy year shall not exceed in the first year the sum of the maximum level provision for expenses and contingencies for such year permitted for the policy in question under paragraph (b) (not, however, to exceed the actual level loading contained in the premium on such policy), the excess of the first year's premium over the largest subsequent annual premium on the policy, and the net level premium computed for a twenty annual premium payment life policy insuring the same sum and issued at the same age and upon the table of mortality adopted and rate of interest assumed, less the mortality charge computed on the basis of no reserve for such year; provided, the first year's expense charge on any policy, other than a term policy, shall not exceed the difference between the premium and the said mortality charge, and in case of a term policy shall not exceed the difference between the premium and the mortality charge for such year computed according to the American Select Table of Mortality.

(3) The expense charge in any one of the four succeeding years shall not exceed one and one-half times the amount which would be available under a level distribution of the maximum provision under paragraph (b), over the premium paying period of the policy, computed upon the American Experience Table of Mortality with interest at three per centum per annum.

(4) The expense charge in any year after the fifth year shall not exceed the amount which would be available under a level distribution of the remainder of the maximum provision under paragraph (b), over the premium paying period of the policy, computed according to the American Experience Table of Mortality with interest at three per centum per annum.

(5) The foregoing limitation permits the addition to any premium payable in installments during the year of a sum not exceeding six per centum of the corresponding annual premium.

(6) The foregoing expense charges may be used irrespective of the method of loading or valuation adopted by the company.

(7) This section shall not apply to policies of industrial insurance. [1933 c. 487 s. 217; 1941 c. 329]

206.27 Life insurance companies to report expense charges and expenses annually; forms. Every foreign life insurance company doing business in this state or having in force any policies issued in this state, and every domestic life insurance company, shall, beginning with the first day of March, 1916, and on the first day of March each year thereafter, make a report in writing to the commissioner of insurance in such form as he may require, of the expense charges and expenses on all business transacted during the calendar year preceding, excluding industrial business, if any, stating:

(1) For the first year of insurance: (a) The total expense charges provided for the first year of insurance as defined in section 206.26; and (b) the actual expenses for (1) commissions on first year's premiums, (2) advances to agents, (3) the expenses of medical examinations and inspections of risks less the savings on mortality, and (4) the due

proportion of all other expenses, properly chargeable to first year's business, exclusive of investment expenses, taxes, fees and licenses, which said other expenses shall be classified to show separately agency supervision, home office expenses and other items; provided, that in case a company make direct payment for agency supervision or the conduct of branch offices, or any part thereof, by salaries or otherwise instead of exclusively by commissions, a deduction may be made from such other expenses, corresponding to the smaller renewal commissions payable by such company, and the apportionment made by the company under this subsection shall be final, unless written notice of disapproval shall be given to the company by the commissioner of insurance within sixty days after the report is filed.

(2) For the total business: (c) The total expense charges becoming available during the calendar year, and (d) the total expenses, less expenses of medical examinations and inspections of risks not exceeding savings on mortality, and also less fees, licenses, taxes and investment expenses. [1933 c. 487 s. 218]

Revisor's Note, 1933: The legislature by chapter 124, Laws 1927, repealed 206.49, Stats. 1925, which went into great detail as to what should be included in the annual reports of insurance companies; and adopted

(by creating 201.50) the policy of leaving the commissioner to determine these matters. In keeping with that policy 206.27 should be repealed. (Bill No. 50 S, s. 218)

206.28 First year expenses; application of sections limited. (1) Sections 206.28 to 206.32 shall not apply to stock corporations, issuing and representing themselves as issuing nonparticipating policies exclusively, nor to industrial policies.

(2) No company mentioned in section 206.27, shall incur or expend or permit any person, firm or corporation to incur or expend on its behalf, or under any agreement with it, during any calendar year, for the purposes specified in subdivision (b), in section 206.27, an amount exceeding in the aggregate the total expense charges specified in subdivision (a), in section 206.27. [Stats. 1931 s. 206.28, 206.33; 1933 c. 487 s. 219, 220]

206.29 Total business; expenses not to exceed expense charges. No company mentioned in section 206.27 shall in any calendar year make or incur any expense, or permit any expenses to be made or incurred on its behalf or under any agreement with it, for all purposes (exclusive of such expenses for medical examinations and inspections of risks as are actually paid from the gains on mortality and of such investment expenses, taxes, fees and licenses as are actually paid from the savings on interest and the contingency reserve), in an amount exceeding in the aggregate the total expense charges specified in subdivision (c) in section 206.27. [1933 c. 487 s. 221]

206.30 Agents; commissions and advances; limitation. No company mentioned in section 206.27 shall in any calendar year, on account of any policy, make or incur any expense or permit any expense to be made or incurred on its behalf or under any agreement with it for commissions and advances to agents, greater than the expense charge becoming available on such policy in such calendar year. [1933 c. 487 s. 222]

206.31 Compensation of agents. No such company, nor any person, firm or corporation on its behalf, or under any agreements with it, shall pay or allow to any agent, broker or other person, firm or corporation, for procuring an application for life insurance, for collecting any premium thereon or for any other service performed in connection therewith, any compensation other than that which has been determined in advance. [1933 c. 487 s. 223]

206.32 Bonuses and cumulative compensation prohibited; exception. All bonuses, prizes and awards and all increased or additional compensations of every sort, based upon any contingency, are prohibited. This does not prohibit the institution of competition among agents and the awarding of tokens of small intrinsic value, given not as compensation but as a recognition of merit. A statement of the value of each such token of greater value than ten dollars and of the total amount expended within and without this state in any such competition shall be filed with each annual statement. Any company may condition renewal commissions, or compensation after the first insurance year, upon the efficiency of service of the agent, or upon the amount and quality of the business renewed under his supervision. No such competition shall be instituted, or any such conditions imposed on renewal commissions or compensation, affecting any business written in this state, unless the full plan has first been filed with the commissioner. [1933 c. 487 s. 224]

206.33 Discriminations. (1) No life insurance company shall make or permit any distinction or discrimination between insureds of the same class and equal expectation of life in the amount or payment of premiums or in any return of premium, dividends or other advantages.

(2) Every insurance company, and its officers or agents, shall, upon written demand by the commissioner, furnish him the forms of all insurance policies and of any other pa-

pers pertaining to any contract of insurance, issued or used or authorized to be issued or used by said company or by its representatives in or about the business of life insurance. Upon the failure of such company or its agents to fully comply with such demand, within fifteen days after the service of the same, the commissioner shall revoke the authority of such company, or the license of such agent. Service of such demand upon an agent within this state or mailing the same registered and addressed to the home office of such company shall be sufficient service.

(3) No evidence of any violation of the provisions of this section or section 201.53 shall be received in any action brought against the company upon any policy after the death of the insured. [*Stats. 1931 s. 207.01 (1), (7), (10); 1933 c. 487 s. 225*]

206.34 Investments of domestic life insurance companies. (1) Every life insurance company organized under the laws of this state may invest its assets as follows:

(a) In the lawfully authorized bonds or other evidences of indebtedness which shall be the direct obligation of the United States or of any state of the United States, or of the District of Columbia, or of the Dominion of Canada, or of any province or city thereof.

(b) In the lawfully authorized bonds or other evidences of indebtedness of any county, city, town, village or school district; or of any other governmental or civil division having a population of 5,000 or more, within the United States or the District of Columbia which shall be a direct obligation of the county, city, town, village or school district or other governmental or civil division issuing the same.

(bm) In lawfully authorized bonds or other evidences of indebtedness payable from and adequately secured by revenues specifically pledged therefor of the United States or of any state of the United States, or of a commission, board or other instrumentality of one or more of them.

(bn) In the lawfully authorized evidences of indebtedness of a municipally owned public utility of this state created pursuant to section 3 of article XI of the constitution, if the net book value of the property pledged as security for such bonds has been established or approved by the public service commission and the total issue of such bonds does not exceed fifty per cent of the net book value of the property pledged as security therefor. In lawfully authorized bonds or other evidences of indebtedness payable from revenues of a public utility or railroad owned by or held for the benefit of any state, county, city, town, village or other governmental subdivision or subdivisions within the United States or in the District of Columbia having a population of five thousand or more, provided such bonds or other evidences of indebtedness are adequately secured by mortgage or lien on the property of the said utility or railroad; or by specific pledge of revenues, provided the resolutions or ordinances adopted by the governing body of such state, county, city, town, village or other governmental subdivision or subdivisions, authorizing the issuance of such bonds or other evidences of indebtedness and pledging revenues, shall require that during the life of the bonds or other evidences of indebtedness, rates, fees, tolls or charges fixed, maintained and collected together with any other revenues pledged shall at all times be such as will produce revenues sufficient to pay all expenses of operation and maintenance of such undertaking and the principal of such bonds or other evidences of indebtedness when due and interest thereon pursuant to applicable laws of the state or states permitting or requiring the fixing, maintenance and collection of rates, fees, tolls or charges in such amounts.

(c) In loans secured by mortgages upon unincumbered and wholly or partly improved real property in any state of the United States, or in the District of Columbia; provided that real property shall not be deemed to be incumbered within the meaning of this section by reason of the existence of unpaid assessments and taxes not delinquent, mineral, oil or timber rights, easements or rights of way for public highways, private roads, railroads, telegraph, telephone, electric light and power lines, drains, sewers or other similar easements or rights of way, liens for service and maintenance of water rights when not delinquent, party wall agreements, building restrictions, or other restrictive covenants or conditions, with or without a reversionary clause, or leases under which rents or profits are reserved to the owner; and provided, further, that no such loan shall exceed 50 per cent of the then fair market value, including buildings, if any, mortgaged to secure the same; and provided, further, that if the value of the buildings constitutes any part of the security, such buildings must be kept insured to an amount which, together with one-half the value of the land, shall equal or exceed the loan, and the policy or policies of insurance thereon be assigned or made payable to and held by or for the benefit of the company as collateral to such loan, except that loans not exceeding 60 per cent of such value may be made when secured by mortgages providing for complete amortization within 15 years by equal periodical principal payments, provided that any such mortgage may provide for a reduction in the amount of such periodical payments after the principal has been reduced to 50 per cent of such value. The foregoing limitations and restrictions

shall not apply to real estate loans which are insured under the provisions of Title II of the national housing act by the federal housing administration or to real estate loans made under the provisions of chapter 219.

(d) In bonds or other evidences of indebtedness of terminal, belt line, and railroad companies in the United States or Canada, adequately secured by mortgage or pledge of property of the corporation issuing them, or held in trust for its use or benefit, or by adequate collateral so secured; provided, no default in payment of interest thereon has occurred within three years of the date of the investment therein, or since issuance if such bonds were issued less than three years prior to the date of investment therein, and that the issue thereof has been approved by the proper public authority, if such approval was required by law at the time of issue.

(e) In bonds or other evidences of indebtedness of any public utility, including any transportation company, telegraph or telephone company, or company engaged in furnishing, directly or indirectly, electricity, gas, heat, light, power or water, to the public in a municipality or municipalities or other governmental divisions in the United States or Canada having a population of five thousand or more, which bonds or evidences of indebtedness are adequately secured by mortgage on, or pledge of, the owned and used property and franchises of the company issuing them, or held in trust for its use and benefit, or by adequate collateral so secured, and the issue of which has been approved by the proper public authority, if such approval was required by law at the time of issue; and provided that the company issuing such bonds or evidences of indebtedness has not defaulted in the payment of interest upon any of its bonds or evidences of indebtedness at any time during three years prior to the date of investment therein.

(ec) In evidences of indebtedness of any public utility, including any transportation company, telegraph or telephone company, or company engaged in furnishing, directly or indirectly, electricity, gas, heat, light, power or water to the public in a municipality or municipalities or other governmental divisions in the United States or Canada having a population of five thousand or more, in addition to those mentioned in paragraph (e) of this subsection, if the net earnings of the issuing company available for fixed charges for a test period of three fiscal years next preceding the date of investment by the insurance company, shall have averaged per year not less than one and one-half times its average annual fixed charges applicable to such period, and the issue of which has been approved by the proper public authority, if such approval was required by law at the time of issue; and provided that the company issuing such evidences of indebtedness has not defaulted in the payment of interest upon any of its bonds, or other evidences of indebtedness at any time during three years prior to the date of investment therein, or since issuance, if issued less than three years prior to the date of investment therein.

(ee) In bonds or other evidences of indebtedness of any solvent company organized under the laws of the United States or the laws of any state (in addition to those mentioned in subsections (d) and (e) and other than bonds of corporations organized for the sole purpose of holding stock in other corporations) which bonds or other evidences of indebtedness are adequately secured by mortgage on, or pledge of, the owned and used or useful property of the company issuing them, or held in trust for its use and benefit, or by adequate collateral so secured, and the issue of which has been approved by the proper public authority, if such approval was required by law at the time of issue; provided that no insurance company shall invest in any one such issue of bonds or other evidences of indebtedness in excess of two per cent of the admitted assets of the insurance company; provided further that the company issuing such bonds or other evidences of indebtedness has not defaulted in the payment of principal or interest upon any of its bonds or other evidences of indebtedness at any time during five years prior to the date of investment therein, or since issuance, if issued less than five years prior to the date of investment therein.

(em) In evidences of indebtedness of any solvent company organized under the laws of the United States or the laws of any state thereof (in addition to those mentioned in paragraphs (d), (e), and (ec) of this subsection, and other than evidences of indebtedness of corporations organized for the sole purpose of holding securities of other corporations), if the net earnings of the issuing company available for fixed charges for a test period of three fiscal years next preceding the date of investment by the insurance company shall have averaged per year not less than two times its average annual fixed charges applicable to such period, and the issue of which has been approved by the proper public authority if such approval was required by law at the time of issue; provided that no insurance company shall invest in any one issue of such evidences of indebtedness in excess of one-half of one per centum of its admitted assets; provided further that the company issuing such evidences of indebtedness has not defaulted in the payment of principal or interest upon any of its bonds, or other evidences of indebtedness at any time during five years prior to the date of investment therein, or since issuance, if issued less than five years

prior to the date of investment therein. The aggregate of any company's investments in securities mentioned in this subsection shall not exceed five per cent of such company's admitted assets.

(en) "Net earnings available for fixed charges" as used in paragraphs (ec) and (em) of this subsection, shall mean net income after allowance for operating and maintenance expenses, depreciation and depletion, and taxes, other than federal and state income taxes, but excluding extraordinary nonrecurring items of income or expense appearing in the regular financial statement of the issuing company.

(eo) "Fixed charges" as used in paragraphs (ec) and (em) of this subsection, shall include interest on all bonds and other evidences of indebtedness, and amortization of debt discount.

(ep) In applying tests of "net earnings available for fixed charges" under paragraphs (ec) and (em) of this subsection to an issuing company, whether or not in legal existence during the whole of the test period, which has during the test period acquired the assets of any other company by purchase, merger, consolidation or otherwise substantially as an entirety, net earnings available for fixed charges of such predecessor or constituent company for such portion of the test period as preceded acquisition, may be included in the net earnings of the issuing company, in accordance with consolidated earnings statement covering such period and giving effect to all fixed charges immediately after such acquisition.

(f) In the mortgage bonds of the farm loan banks authorized under the federal farm loan act, and in obligations secured by mortgages or trust deeds authorized in subdivision (c) of this section.

(ff) In equipment securities evidencing rights to receive partial payments agreed to be made upon any contract of leasing or conditional sale of rolling stock for use by companies operating railroads in the United States or the Dominion of Canada, the issue of which has been approved by the proper public authority, if such approval was required by law at the time of issue.

(g) In loans upon collateral security of any of the foregoing securities, not exceeding ninety per cent of the market value of such securities.

(h) In loans upon the security of its own policies to an amount which shall be adequately secured thereby and shall not in any case exceed the surrender value specified in the policy.

(i) In evidence of indebtedness not hereinbefore specifically authorized, provided the same are eligible for discount, rediscount, purchase or sale by federal reserve banks or other hereafter created governmental agency having similar powers and functions; provided further that such investments shall not at any time exceed one-third of its unapportioned surplus or contingency reserve as defined in section 206.36, as shown by the last annual statement of such corporation filed with the commissioner of insurance as provided in section 201.50, and that no such investment shall be made by a company that has not unassigned surplus to the amount of one million dollars.

(j) In interest-bearing notes of any building and loan association organized under the laws of this state and in any bonds or other securities of any building and loan finance corporation organized under the laws of this state.

(2) (a) No life insurance company organized under the laws of this state shall invest more than ten per cent of its admitted assets in the securities of any one corporation.

(c) No domestic life insurance company shall make any investment not authorized by law; provided, however, that nothing in this section shall be construed as prohibiting a company from taking any action deemed necessary or expedient for the protection of investments made by it or from accepting in good faith, to protect its interests, securities or property not herein mentioned in payment of or to secure debts due to it. [1931 c. 34; 1933 c. 107; 1933 c. 162 s. 2; 1933 c. 487 s. 226; 1935 c. 260, 357; 1937 c. 221; 1939 c. 141; 1941 c. 50]

Note: Under (1) (c), Stats. 1935, state annuity and investment board may make though such corporation has defaulted on bond payments within past five years. Such loan secured by mortgage on real property loan is not prohibited by (1) (cc). 26 Atty. Gen. 318.

206.35 Life insurance investments; amortization valuation authorized. All bonds or other evidences of debt having a fixed term and rate held by a life insurance company or fraternal benefit society authorized to do business in this state may, if amply secured and not in default as to principal or interest or both, be valued as follows: If purchased at par, at the par value; if purchased above or below par, on the basis of the purchase price adjusted so as to bring the value to par at maturity and so as to yield in the meantime the effective rate of interest at which the purchase was made; provided that the purchase price shall in no case be taken at a higher figure than the actual market value at the

time of purchase; and, provided further, that the commissioner of insurance shall have full discretion in determining the method of calculating values according to the foregoing rule, and the values found by him in accordance with such method shall be final and binding, provided, also, that any such corporation may return such bonds or other evidence of debt at their market value or their book value, but in no event at an aggregate value exceeding the aggregate of the values calculated according to the foregoing rule. [1933 c. 141; 1933 c. 487 s. 227; 1933 c. 489 s. 29]

206.355 Valuation of bonds held by fraternal societies. Any bond or other evidence of debt having a fixed term and rate, amply secured and not in default as to principal or interest, which has been acquired by a society mentioned in section 206.35 in substitution for other securities valued as therein provided may, with the approval of the commissioner of insurance after there shall have been filed with him a detailed description of the transfer, including a verified copy of the recommendation of any investment authority relied upon and a statement of the reasons for the transfer, be considered to have been acquired at a cost not in excess of the amortized value of the securities disposed of as reported in the last previous annual statement of the society making the exchange. [1933 c. 183]

206.36 Surplus returned on participating policies. Every life insurance company doing business in this state, in which policyholders are entitled to share in the surplus, shall annually ascertain the surplus over required reserves and other liabilities. After setting aside such contingency reserve as may be deemed necessary, making provision for the payment of authorized dividends upon the capital stock, and such sums as are required to be held for account of deferred dividend policies, the remaining surplus shall be equitably apportioned and returned as a refund on participating policies entitled to share therein; provided, that if a refund is declared payable on the first or second anniversary of the policy, the refund may be conditioned on the payment of the succeeding year's premium. [1933 c. 487 s. 228]

Revisor's Note, 1933: This section is a companion to 206.13. (Bill No. 50 S, s. 228)

206.37 [Repealed by 1927 c. 148 s. 1]

206.38 Consolidation. (1) **LIMITATION.** No company organized under the laws of this state to do the business of life, accident or health insurance, either on the stock, mutual stipulated premium, assessment, or fraternal plan, shall consolidate with any other company, or reinsure its risks, or any part thereof with any other company, or assume or reinsure the whole of, or any portion of the risks of any other company, except as herein-after provided; but nothing herein contained shall prevent any such company, organized on the stock or mutual plan, from reinsuring a fractional part of any single risk.

(2) **PETITION TO COMMISSIONER.** When any such company shall propose to consolidate with any other company, or to enter into any contract of reinsurance, it shall present its petition to the commissioner, setting forth the terms and conditions of such proposed consolidation or reinsurance, and paying for approval thereof.

(3) **NOTICE TO POLICYHOLDERS.** The commissioner shall thereupon issue an order fixing the time and place of hearing and requiring notice to be given by mail to each policyholder of such company, of such petition, and of the time and place at which hearing thereon will be held, and the publication of said notice in at least two newspapers, once in each week, for at least two weeks before the time appointed for the hearing.

(4) **REINSURANCE; NOTICE; HEARING.** In lieu of the foregoing proceeding, any disability insurance company may consolidate and enter into a contract of reinsurance with any other company by filing with the commissioner a copy of such contract and all papers relating thereto, which consolidation and reinsurance shall take effect upon such filing and the mailing of a notice thereof, to each policyholder so reinsured. Provided, that if the holders of not less than five per cent of such policies so reinsured shall within thirty days thereafter file a petition with the commissioner for a hearing on the question of such reinsurance, the commissioner shall, and without such petition may, order a hearing, notice of which shall be given by the company by mail to each policyholder so reinsured at least ten days before such hearing, and thereupon proceedings shall be had as provided in subsections (5) and (6).

(5) **COMMISSION TO HEAR PETITION.** The governor, or some resident of the state to be appointed by him, the attorney-general, and the commissioner shall constitute a commission to hear and determine upon every petition under this section. At the time and place fixed originally or by adjournment, the commission shall proceed with the hearing, and may make or order such examination into the affairs and condition of said company as it may deem proper. The commissioner shall have the power to summon and compel the attendance and testimony of witnesses and the production of books and papers before said commission. Any policyholder or stockholder of the company or companies so petition-

ing may appear and be heard. Said commission, if satisfied that the interest of the policyholders are properly protected, and that no reasonable objection exists thereto, may authorize the proposed consolidation or reinsurance, or may modify the terms and conditions thereof as may seem best for the interests of the policyholders, and said commission may make such order with reference to the distribution and disposition of the surplus assets of any such company, as shall be just and equitable to the policyholders. Such consolidation or reinsurance shall require the approval of all the members of said commission, and it shall be the duty of said commission to guard the interests of the policyholders. Their decision shall be in writing and signed by them.

(6) **EXPENSES; COMPENSATION PROHIBITED.** All expenses and costs incident to proceedings under this section shall be paid by the companies petitioning or effecting such reinsurance, and an itemized statement of the expenses and costs shall be filed in the department with the decision of the commission. Provided, that in the discretion of the commission the petitioners under subsection (4) may be ordered to pay all or a part of such expenses and costs. No officer of any such company, except as fully expressed in the contract of reinsurance, and no member of said commission, or employe of the state, shall receive any compensation, or gratuity, directly or indirectly, for aiding, promoting or assisting in such consolidation or reinsurance.

(7) **PENALTY.** Any officer or stockholder of any such company, or any member of such commission or employe of the state, violating or consenting to the violation of the provisions of this section, shall be punished by a fine of not less than ten thousand dollars and by imprisonment for not less than one year, nor more than ten years. [*Stats. 1931 s. 207.06 to 207.12; 1933 c. 487 s. 230 to 236*]

206.39 Life company as trustee. Any life insurance company doing business in this state may hold the proceeds of any policy issued by it under a trust or other agreement upon such terms and restrictions as to revocation by the policyholder and control by the beneficiary and with such exemptions from the claims of creditors of the beneficiary as shall have been agreed to in writing by such company and the policyholder. The company may hold said proceeds as a part of its general corporate assets. [*Stats. 1931 s. 207.13; 1933 c. 487 s. 237*]

206.40 [*Repealed by 1927 c. 148 s. 1*]

206.40 Retirement plan for agents. Any life insurance company organized under general law or special act of this state, doing business in this state, may establish retirement plans for agents on an actuarial basis approved by the insurance department. [*1941 c. 153*]

206.41 Agent's license, revocation. Upon written notice by a licensed life insurance company of its appointment of an agent, the commissioner shall, if he is satisfied that the appointee is trustworthy and reliable and intends to hold himself out in good faith as a life insurance agent, issue to him a license which shall state that the company is licensed in this state, and that the person named therein is the agent of the company in this state for the transaction of its authorized business. Such notice shall be upon a form furnished by the commissioner, and shall be accompanied by the affidavit of the appointee which shall give his name, age, residence, occupation, his occupation for the five years next preceding the date of the notice, and such other information as the commissioner may require. Such license shall be executed in triplicate; one copy thereof shall be filed in the office of the commissioner and one copy shall be sent to such agent and one copy to the company. The commissioner may at any time for cause shown and after a hearing determine any person so appointed to be untrustworthy and unreliable to act as such agent, and revoke such license and notify both the company and the agent of such revocation. Unless revoked by the commissioner, or unless the company by written notice to the commissioner cancels the agent's authority to act for it, such license and any other license issued to an agent or any renewal thereof shall expire on the first day of May next, after its issue. Any license may be renewed for succeeding years upon application from such company upon a form furnished by the commissioner. While such license remains in force a foreign company shall be bound by the acts of the agent within his apparent authority. Any agent whose license shall be revoked by the commissioner for withholding or converting to his own use premiums collected, or discounting a note taken in payment of a premium before the issuance and delivery of the policy to the insured, or for misrepresentation of the conditions, privileges or benefits of a policy, or the financial or other condition of a company, or for wilfully and with intent to deceive misrepresenting the condition of any applicant as an insurance risk, or for twisting, or for violation of the insurance laws of this state, shall be barred for a period of not less than six months nor more than three years, as the commissioner shall determine, from being again licensed. [*Stats. 1931 s. 209.04 (7); 1933 c. 144 s. 3; 1933 c. 487 s. 239; 1933 c. 489 s. 30*]

Revisor's Note, 1933: The expiration of the agent's license is covered by 209.04 (3). (Bill No. 50 S, s. 239)

206.42 to 206.44 [*Repealed by 1927 c. 148 s. 1*]

206.45 Life policy applications; holders' demand for copies. (1) Every person within the state holding a policy of insurance issued by any life insurance company doing business in this state, shall be furnished by such company with a copy of the application upon which policy was issued, upon demand made for such copy by the holder of such policy or by any person upon whose life such policy was issued.

(2) If such company wilfully neglect or fail for thirty days from the time of such demand, to furnish such person a copy of such application, it shall be forever barred from setting up by way of defense to any suit on such policy of insurance, any error, incorrectness, fraud or misrepresentation of the person making the same, or any mistake therein; and such application shall thereafter be taken and held, so far as the same may affect any claim under such policy, or any gain secured thereby, to be in all respects true and correct. [*1933 c. 487 s. 240*]

206.46 Life insurance; political contributions; statements precedent to license. As a condition precedent to a license to transact life insurance business, every company shall file with the commissioner a statement verified by its president and secretary, showing in detail, the consideration if any paid or contributed, directly or indirectly, or used or offered or agreed to be paid in aid of any political party or organization, or for and in aid of any corporation or other organization organized or maintained for political purposes or for or in aid of any candidates for public office or for nomination for such office, or for the reimbursement or indemnification of any person for property so used; the names and addresses of parties, companies or organizations to whom paid, the time and place of payment and amount paid and that such disbursements have been truly entered upon the books of the company, together with such other information in relation thereto as the commissioner may require. [*1933 c. 487 s. 241*]

206.47 Life companies; lobbying expenses; statements precedent to license. As a condition precedent to a license to transact life insurance business, every life insurance company shall file with the commissioner a statement verified by its president and secretary, showing in detail the bills opposed or promoted by it during the preceding year; the state in which such legislation was pending; the names and addresses of persons engaged as counsel or otherwise; the consideration paid each of them; the expenses of advertising, traveling, etc., and to whom paid; and that such disbursements and expenses have been truly entered upon the books of the company, together with such other information in relation thereto, as the commissioner may require. [*1933 c. 487 s. 242*]

206.48 Reports; gains and losses; unlicensed companies; penalties. (1) Every life insurance company shall include in the annual statement required by section 201.50 an exhibit of the gains and losses separately for its participating and nonparticipating business and its ordinary and industrial business, and separately as to each for the first year's business and for the total business of the company; provided, that this shall not require separate statement as to the first year's industrial business.

(2) Where a separate account of any items required on such statement shall not be kept as to the participating and nonparticipating or ordinary and industrial business of any company, such statement shall state what proportion of such items is apportioned to each.

(3) Any company heretofore licensed but not presently licensed, in lieu of filing the statement required by subsection (1), may file the annual statement required by the law in force during the last year such company was licensed. [*1933 c. 487 s. 243*]

206.49 Burial insurance. (1) Every person, association or corporation before engaging in the business of burial insurance shall comply with all of the laws of this state governing the organization, qualification and conduct of a legal reserve life insurance company, except that the amount of cash or securities deposited with the state treasurer by any such person, association or corporation shall be not less than ten thousand dollars, and if the maximum amount of all of the policies or certificates outstanding at the end of any year shall exceed twenty thousand dollars such deposit shall be increased five thousand dollars for each ten thousand dollars of certificates above twenty thousand dollars.

(2) Any person, association or corporation now engaged in the business of burial insurance of any kind whatever, by contract, by virtue of the provisions of any by-law or regulation of any such association or corporation, or otherwise, shall, within thirty days after the taking effect of this section comply with the provisions of subsection (1).

(3) All benefits in policies of burial insurance shall be payable in cash to the beneficiary. No person, firm, corporation or association engaged in the business of providing for the payment of the funeral, burial or other expenses of deceased members, or certificate holders therein or engaged in the business of providing any other kind of insurance

shall contract to pay or pay such insurance or its benefits or any part of either to any official undertaker or to any designated undertaker or undertaking concern or to any particular tradesman or business man, so as to deprive the representative or family of the deceased from, or in any way to control them in, procuring and purchasing such supplies and services, in the open market with the advantages of competition, unless expressly authorized by the laws of this state and all laws regulating such insurance or applicable thereto have been complied with.

(4) Any person, association or corporation violating any provision of this section shall be guilty of a misdemeanor and upon conviction shall be punished by a fine of not less than twenty dollars nor more than fifty dollars for each and every day that such violation continues, and it shall be the duty of the commissioner of insurance to proceed against such insurer under the provisions of section 200.08.

(5) "Burial insurance," as this term is used in this section, includes all contracts in which the insurer agrees to pay for any or all of the incidents of the burial of the body of a named person.

(6) This section shall not apply to fraternal organizations operating under the lodge system. [1931 c. 256; 1933 c. 322; 1933 c. 487 s. 243a]

206.50 [Expired March 1, 1935]

206.51 False pretenses, libel. (1) No life insurance company, and no officer or agent thereof, shall issue or circulate, or permit to be issued or circulated, any estimate, illustration, circular or statement misrepresenting the terms of any policy issued by it, or advantages promised thereby, or the dividends or share of surplus to be received thereon, or shall use any title of any policy or class of policies, misrepresenting the true nature thereof; or shall issue or circulate or permit to be issued or circulated, any statement, wilfully misrepresenting any other company, the nature or terms of its policies, its premium charge or dividends allowed or returned by such other company.

(2) No figures used in any statement or illustration of future dividends or of future net cost shall be issued or used by any company or agent, unless the same shall be a mathematical calculation based upon assumptions of the policy and dividend scale in actual use, nor unless each edition thereof shall be numbered serially and a copy thereof has been filed with the commissioner.

(4) This section shall apply to mutual benefit societies.

(5) Any officer or agent or deputy violating any of the provisions of this section shall be fined not less than twenty-five dollars nor more than three hundred dollars, or be imprisoned not exceeding six months. [Stats. 1931 s. 203.15; 1933 c. 487 s. 244; 1935 c. 214 s. 6; 1935 c. 463]

206.52 Trusts created by life insurance. Life insurance may be made payable to a trustee to be named as beneficiary in the policy and the proceeds of such insurance shall be paid to such trustee and be held and disposed of by the trustee as provided in a trust agreement or declaration of trust made by the insured during his lifetime; and the fact that the insured may reserve or have the right to borrow on the policy or to surrender the same shall not affect the validity of any such trust further than the amounts so borrowed or withdrawn are involved, and the remainder of the moneys due on such policy at the death of the insured shall go to the trustee to be handled and administered in accordance with the trust provisions. [1931 c. 173; Stats. 1931 s. 207.15; 1933 c. 487 s. 244a]

206.54 Age erroneously stated; effect on liability. If the age of the insured has been misstated in an application for a policy of life insurance and the error shall not have been adjusted during the lifetime of the insured the amount payable under the policy shall be such as the premium paid would have purchased at his correct age, except that if the insured at the time the insurance was applied for shall have been beyond the maximum age limit designated by the insurer, the insurer may, at its option, admit a minimum liability equal to the amount of premiums collected under the policy. This section shall apply to fraternal benefit societies. [Stats. 1931 s. 209.10; 1933 c. 487 s. 245]

206.55 Insurers to comply with law. No insurance company shall do any insurance business or make any guaranty, contract or pledge for the payment of annuities or endowments or money to the families or representatives of any policy or certificate holder, or the like, in this state or with any resident of this state except according to the conditions and restrictions of the statutes of this state. [Stats. 1931 s. 209.11; 1933 c. 487 s. 245a]

Note: Right to do business of insurance is a franchise for the unauthorized exercise of which, by either corporation or individual, action of quo warranto will lie. Existence of this legal remedy is inadequate to prevent irreparable injury to public rights, which would result from doing of wide-

spread business of insurance, pending determination of quo warranto action. Therefore equity will take jurisdiction and, having taken jurisdiction, will proceed to final determination of all questions necessary, including that of ultimate right, and will issue appropriate injunction. 21 Atty. Gen. 1123.

- 207.01 [*Renumbered section 201.53 by 1933 c. 487 s. 72; section 201.54 by 1933 c. 487 s. 73; section 206.33 by 1933 c. 487 s. 225*]
- 207.02 [*Renumbered section 201.58 by 1933 c. 487 s. 75*]
- 207.03 [*Renumbered section 206.25 by 1933 c. 487 s. 216*]
- 207.04 [*Repealed by 1933 c. 487 s. 229*]
- 207.06 to 207.12 [*Renumbered section 206.38 (1) to (7) by 1933 c. 487*]
- 207.13 [*Renumbered section 206.39 by 1933 c. 487 s. 237*]
- 207.15 [*Renumbered section 206.52 by 1933 c. 487 s. 244a*]