



WISCONSIN LEGISLATIVE COUNCIL RULES CLEARINGHOUSE

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CLEARINGHOUSE RULE 04-001

Comments

[NOTE: All citations to “Manual” in the comments below are to the Administrative Rules Procedures Manual, prepared by the Revisor of Statutes Bureau and the Legislative Council Staff, dated October 2002.]

1. Statutory Authority

Section DFI-Bkg 17.04 (1) exempts interim banks from the requirements of s. 221.0205, Stats., regarding the establishment of a paid-in capital account and contingent fund. What statutory authority exists for the rule?

2. Form, Style and Placement in Administrative Code

a. The reference to applicable forms should be shown as a note somewhere in ch. DFI-Bkg 17. Preferably, for the use of the reader, a note describing how a copy of a form may be obtained should be inserted after each section of the chapter that refers to a form.

b. In s. DFI-Bkg 17.04 (1), the phrase “shall not be” should be replaced by the phrase “is not.”

5. Clarity, Grammar, Punctuation and Use of Plain Language

a. In s. DFI-Bkg 17.01 (4), the comma at the end of the sentence should be removed.

b. In s. DFI-Bkg 17.04 (1), it is unclear what the phrase “...following approval of the articles of incorporation...” accomplishes in the sentence. Is it merely a timeline: the articles must be approved and then the bank may be incorporated? If so, sub. (1) should be rewritten to read: “Following approval of the articles of incorporation, an interim bank may...”

c. In s. DFI-Bkg 17.04 (3), should “...total assets structure...” be replaced by “...total asset structure...”?

d. Section DFI-Bkg 17.04 (4) would be clearer if rewritten to read: “If the interim bank is the surviving charter in the merger or consolidation, and the total assets of the interim bank significantly exceed the assets of the existing bank prior to its merger or consolidation, the capital stock of the interim bank....”

e. In s. DFI-Bkg 17.06, the timeline of events seems contradictory. Section DFI-Bkg 17.06 assumes that a shareholder vote on the merger or consolidation has taken place and requires those who voted against the merger or consolidation to receive notice of the division’s approval of the application. After the approval of the application, s. DFI-Bkg 17.07 requires the applicant to file copies of the articles of incorporation with the division. However, s. DFI-Bkg 17.08 (1) (a) requires the notice of the meeting to vote on the merger or consolidation to be dated after the division approves the articles of incorporation.

f. In s. DFI-Bkg 17.08 (1) (a), “Copies of notices...” should be changed to “Copies of the notices....” In addition, for consistency, “...vote on the merger” should be “...vote on the merger or consolidation...” [See also sub. (1) (b).] Finally, should “...dated after...” be changed to “...sent after...”?