

## **Captive Insurance Company Redomestication Procedures**

### **NOTICE**

- (a) Any foreign or alien captive insurance company may become a District of Columbia domestic captive insurance company by filing the following documents.
- (1) A District of Columbia **captive insurance company application** that complies with all of its requirements relating to the organization and licensing of a District of Columbia domestic captive insurance company of the same type, except where indicated below.
  - (2) The Captive insurance company shall file its corporate or other organizational documents in the District of Columbia by filing **Articles of Redomestication** with the Commissioner, which shall comply with the laws of the District of Columbia.
  - (3) The **Articles of Redomestication** shall include the following minimum information:
    - (A) Name of the corporation;
    - (B) Date of incorporation and state or country of incorporation;
    - (C) Street address of the principal office in the District of Columbia;
    - (D) The purpose(s) of the corporation;
    - (E) The amount and number of authorized shares, par value, classes, and voting rights;
    - (F) Names and addresses of the corporation's initial directors, officers, incorporators, and registered agent;
    - (G) A statement of the duration of the existence of the corporation;
    - (H) A statement that the corporation is moving its domicile from its present state or country to the District of Columbia;

- (I) A statement that the Articles of Redomestication shall become effective upon filing, and that the corporation shall be subject to the laws of the District of Columbia; and
- (4) A captive insurer shall also file with the Commissioner a statement indicating that copies of the original articles of incorporation or other organizational document, and any amendments certified by the proper officer of the state or country under the laws of which the corporation was incorporated or organized are attached. If any of these documents are in a foreign language, a translation under oath of the translator shall accompany these documents.
- (5) The **Feasibility study** requirement may be satisfied by providing a feasibility study, or a copy of the captive insurer's most recent opinion as to the adequacy of the captive insurance company's loss reserves and loss expense reserves. The opinion shall have been prepared not more than one (1) year prior to the submission of the Articles of Redomestication. The individual who certifies the adequacy of reserves shall be a qualified Fellow of the Casualty Actuarial Society, a member in good standing of the American Academy of Actuaries, or an individual who has demonstrated his competence in loss reserve evaluation to the Commissioner.
- (6) The **Business Plan** requirement may be satisfied by the submission of the captive insurance company's current business plan in lieu of the preparation of a new business plan, provided the business plan is accompanied by a written statement signed by a senior officer of the captive insurer verifying that it is the current business plan of the applicant.
- (7) A captive insurer shall file its most recent **annual audited financial statements**, if applicable, which shall not have been prepared more than one year prior to the submission of the Articles of Redomestication. A captive insurer that has been in existence for less than five (5) years shall file its most recent annual audited financial statements or five (5) year **pro-forma financial statements**.
- (8) A **Certificate of Good Standing** for both the articles of incorporation or other organizational documents, and the certificate of authority with a copy of the articles of incorporation or other organizational documents, and the certificate of authority attached. The Certificate of Good Standing shall be duly authenticated by the proper officer of the state or country under the laws of which the foreign or alien captive insurance company is domiciled; provided that the certificate shall be dated not earlier than thirty (30) days prior to the filing of the Articles of Redomestication; and provided further that if the certificate of good standing is in a foreign language, a translation under oath of the translator shall accompany the certificate;
- (b) The domestic captive insurance company shall be entitled to the necessary or appropriate certificates and licenses to do business in the District of Columbia, and shall be subject to the authority and jurisdiction of the District of Columbia. No captive insurance company

redomesticating into the District need merge, consolidate, transfer assets, or otherwise engage in any other reorganization, other than as specified in this notice.

- (c) Upon redomestication in accordance with this notice, the foreign or alien captive insurance company shall become a domestic captive insurance company organized under the laws of the District, and shall have all the rights, privileges, immunities, and powers and be subject to all applicable laws, duties, and liabilities of a domestic captive insurance company of the same type. The domestic captive insurance company shall possess all rights that it had prior to the redomestication to the extent permitted by the laws of the District of Columbia, and shall be responsible and liable for all the liabilities and obligations that it was subject to prior to the redomestication. All outstanding policies of the captive insurance company shall remain in full force and effect. The captive insurance company's initial date of incorporation or organization shall continue uninterrupted after its redomestication to the District of Columbia.
- (d) A captive insurance company redomesticating out of the District shall file a written statement with the Commissioner indicating its desire to redomesticate out of the District of Columbia, the reasons in support of redomestication, and a detailed statement addressing how the captive insurer will continue to satisfy its liabilities and obligations.