

# Chapter 716

## 1977 REPLACEMENT PART

### Mutual Savings Banks

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## CROSS REFERENCES

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## ORGANIZATION OF MUTUAL SAVINGS BANKS

716.010 [Repealed by 1973 c 797 §428]

**716.020 Use of words "mutual savings" restricted.** (1) A savings bank organized under the provisions of this chapter shall use the word "mutual" in its corporate name.

(2) A person shall not use the words "mutual savings" as part of a name under which business of any kind is transacted unless organized under this chapter.

[Amended by 1973 c.797 §344]

**716.024 Sections of Bank Act applicable to savings banks.** The following sections in the Bank Act and any applicable penalties apply to savings banks: ORS 707.005, 707.010, 707.170, 707.180, 707.320, 707.330, 707.340, 707.430, 707.660, 707.670, 707.675, 707.700 to 707.730, 708.025, 708.026, 708.088, subsection (2) of 708.205, ORS 708.212, 708.215, 708.225, 708.250, 708.265, 708.385, 708.395, 708.410, 708.415, 708.445, 708.480, 708.500, 708.506, 708.520, 708.525, 708.715, 708.720 and 708.980.

[1973 c.797 §345; 1975 c 544 §44; 1977 c 555 §15]

**716.028 Application for authority to organize; fee; contents.** Any number of persons, not less than five, citizens of the United States and residents of this state, desiring to organize a savings bank shall, as prospective incorporators, first file an application with the superintendent for authority to organize a savings bank. The applicants shall pay to the superintendent at the time of their application a fee of \$2,500, no part of which will be refunded. The application shall be in duplicate on forms provided by the superintendent and shall be signed by the applicants and verified. The following information should be specified in the application:

(1) The corporate name.

(2) The proposed location.

(3) The name, occupation, residence and post-office address of each prospective incorporator.

(4) The names of the proposed active managers and directors.

(5) Evidence of the character, financial responsibility and ability of the prospective incorporators, directors and manager.

(6) Evidence of the advisability of granting the authority to organize.

(7) Any other information which the superintendent may require.

[1973 c.797 §346; 1977 c.135 §58]

716.030 [Repealed by 1973 c.797 §428]

**716.032 Investigation and ruling on application.** The superintendent shall investigate and rule on the application for authority to organize in the manner specified for institutions in ORS 707.080 and 707.145.

[1973 c 797 §347; 1977 c.135 §30]

**716.036 Time for filing articles of incorporation; paying fees.** Within 30 days after authority to organize has been granted, the prospective incorporators shall file articles of incorporation and pay to the superintendent the organization and filing fees required in ORS 716.110. If articles of incorporation are not filed within the time so specified, the authority to organize is void.

[1973 c.797 §348]

**716.040 Number and qualifications of incorporators; data supplied in articles of incorporation.** (1) Not less than five persons who are citizens of the United States and residents of this state may associate themselves by articles of incorporation to form a corporation to be known as a "mutual savings bank." The articles of incorporation shall be executed in duplicate, signed and verified by the incorporators and filed in the office of the superintendent.

(2) The articles of incorporation shall specify:

(a) The name by which the savings bank is to be known.

(b) The place where its business is to be transacted, naming the city or town and county.

(c) The name, occupation, residence and post-office address of each incorporator.

(d) The term of its existence, which may be perpetual.

(e) The sums which each incorporator will contribute in cash to the initial guaranty fund and the expense fund, as provided in ORS 716.060 and 716.070.

(f) The board of directors of the savings bank composed of not less than five incorporators, who shall serve until their successors are regularly elected and qualified.

(3) The articles of incorporation also may contain any lawful provisions for the regulation of the business, for the conduct of the

affairs of the savings bank or defining and regulating the powers of the directors.

[Amended by 1973 c.797 §349]

**716.050 Approval of articles; certificate of incorporation; filing.** (1) If the superintendent finds that the articles of incorporation conform to law, he shall, within 60 days after receiving the articles of incorporation and when all fees have been paid:

(a) Indorse on each of the duplicate originals the word "Filed," and the month, day and year of the filing.

(b) File one of the duplicate originals in his office.

(c) Issue a certificate of incorporation to which he shall affix the other duplicate original.

(2) The certificate of incorporation, with one of the duplicate originals affixed thereto shall be returned to the incorporators or their representative.

(3) Upon issuance of the certificate of incorporation, the corporate existence of a savings bank begins.

[Amended by 1973 c 797 §350]

**716.055 Creation of guaranty and expense funds.** Before a savings bank may conduct its business, its incorporators shall create:

(1) A guaranty fund, as provided in ORS 716.060, for the protection of its depositors against loss on its investments, and

(2) An expense fund, as provided in ORS 716.070, to pay the expense of organizing the savings bank and the operating expenses.

[1973 c 797 §351]

**716.060 Guaranty fund.** (1) The guaranty fund shall consist of payments in cash made by the original incorporators and of all sums credited to the guaranty fund as required by ORS 716.780.

(2) The incorporators shall deposit to the credit of the savings bank in cash as an initial guaranty fund an aggregate sum of at least \$5,000, which is the limit of their liability to that fund.

(3) Prior to the liquidation of the savings bank, the guaranty fund shall not be used except for losses and the prepayment of contributions made by incorporators or directors as provided in subsection (2) of ORS 716.800, until the fund, together with undivided profits, exceeds 25 percent of the amount due depositors.

(4) The amounts contributed to the guaranty fund by the incorporators shall not constitute a liability of the savings bank, except as provided in this chapter. Any loss sustained by the savings bank in excess of that portion of the guaranty fund created from earnings may be charged against the contributions pro rata.

[Amended by 1973 c.797 §352]

**716.070 Expense fund.** (1) The incorporators shall create an expense fund by depositing to the credit of the savings bank in cash not less than the sum of \$5,000. They shall also enter into an agreement or undertaking with the superintendent as trustee for the depositors with the savings bank to make further contributions in cash to the expense fund of the savings bank as may be necessary to pay the operating expenses until the savings bank can pay them from its earnings, in addition to the dividends as declared and credited to its depositors. The agreement or undertaking shall fix the liability of the incorporators jointly and severally for a reasonable amount as approved or determined by the superintendent. In addition to the undertaking of the incorporators, the superintendent may require a surety bond executed by a corporation authorized to transact, within this state, the business of surety. The agreement or undertaking and security shall be filed in the office of the superintendent.

(2) The amounts contributed to the expense fund of the savings bank by the incorporators is not a liability of the savings bank except as provided in ORS 716.800.

[Amended by 1973 c 797 §353]

**716.080 Issuance of charter.** (1) The superintendent shall examine into the condition of a savings bank when the savings bank files with the superintendent:

(a) A copy of its articles of incorporation, as required by ORS 716.040;

(b) A list of incorporators, showing name, address, sums paid into the guaranty and expense fund, sworn to by the president or cashier;

(c) The sworn statement of an officer that all requirements of law have been complied with;

(d) A list of the directors and officers elected; and

(e) The oaths of office of the directors and officers of the savings bank.

(2) If, upon examination, the superintendent determines that the savings bank has

complied with the requirements of ORS 716.028 to 716.070, the superintendent shall issue to the savings bank, under his hand and official seal, a charter to do a savings bank business.

[Amended by 1973 c.797 §354]

**716.090 Appeal of refusal to grant authority to organize.** If the superintendent refuses to grant authority to organize to a savings bank, the applicants may appeal the decision to any court of appropriate jurisdiction.

[Amended by 1973 c.797 §355; 1975 c.544 §44a]

**716.100 Effect of failure to complete organization.** If a savings bank fails to pay its guaranty and expense funds, complete its organization and received from the superintendent a charter within one year after the date of filing its articles of incorporation, the savings bank shall cease to exist and the articles of incorporation are void, unless the superintendent extends the time for one additional year.

[Amended by 1973 c.797 §356]

**716.110 Organization fee; annual license fee.** (1) An organization fee of \$500 shall be paid by the incorporators.

(2) A savings bank shall pay an annual license fee as prescribed by the superintendent to a maximum of \$200.

(3) The organization fee and the annual license fee shall be paid to the superintendent.

[Amended by 1959 c.185 §14, 1973 c.797 §357]

**716.120 Conditions precedent to transaction of business.** A savings bank shall not transact any business, except as incidental or necessary to its organization, until:

(1) It has received its charter from the superintendent; and

(2) The superintendent is satisfied that the incorporators have made the deposit of the:

(a) Initial guaranty fund required by ORS 716.060.

(b) Expense fund required by ORS 716.070, and, if the superintendent so requires, have entered into the agreement or undertaking with the superintendent and filed the agreement and the security therefor as prescribed in ORS 716.070.

[Amended by 1973 c.797 §358]

**716.130** [Repealed by 1973 c.797 §428]

## DIRECTORS AND OFFICERS

### 716.205 Salaries of certain directors.

(1) Subject to the written approval of the superintendent, the board of directors of a savings bank may fix the fee to be paid directors who are not acting as officers or employees of the savings bank.

(2) An attorney for a savings bank, although he is a director thereof, may receive a reasonable compensation for his professional services.

[1973 c.797 §359]

**716.210 Number and qualifications of directors.** (1) The board of directors of a savings bank shall manage and control the affairs of the savings bank. The board shall consist of not less than five members.

(2) A person shall not be a director of a savings bank if he:

(a) Has been adjudicated a bankrupt, taken the benefit of any insolvency law or made a general assignment for the benefit of creditors within the 10 years immediately prior to his election as a director.

(b) Has allowed a judgment recovered against him for a sum of money to remain unsatisfied of record or unsecured on appeal for a period of more than three months.

(c) Is a director, officer or employe of any other savings bank.

(3) A person shall not be a director of a savings bank solely by reason of his holding public office.

(4) Each director shall be a citizen of the United States. At least two-thirds of the directors shall be residents of this state at the time of their election and during their continuance in office.

(5) A person is not eligible for initial election as director after September 9, 1971, who is 70 years of age or more and a person who is elected as director after that date shall not continue to serve as director after he has reached his 75th birthday.

[Amended by 1961 c.278 §1; 1971 c.219 §1, 1973 c.797 §360]

**716.220** [Repealed by 1973 c.797 §428]

**716.230** [Repealed by 1973 c.797 §428]

**716.240** [Repealed by 1973 c.797 §428]

**716.250** [Repealed by 1973 c.797 §428]

**716.260** [Amended by 1957 c.169 §1; 1969 c.211 §1, repealed by 1973 c.797 §428]

**716.270 Increase or reduction of number of directors.** (1) Subject to the written approval of the superintendent, the board of directors of a savings bank may, at any regular meeting, by an affirmative vote of three-fourths of the directors, by resolution incorporated in its bylaws, increase or reduce the number of directors named in the original charter or certificate of incorporation.

(2) The number may be reduced or increased to a number designated in the resolution not less than five.

(3) A reduction shall be effected by omissions to fill vacancies occurring in the board when the guaranty fund remains intact and unimpaired.

[Amended by 1973 c.797 §361]

**716.280 Prohibited acts by officers and directors.** (1) A director of a savings bank shall not:

(a) Have any interest, direct or indirect, in the gains or profits of the savings bank, except to receive dividends upon deposits by him and the amounts contributed by him to the guaranty and expense funds.

(b) Become a member of the board of directors of an institution or national bank, of which board enough other directors of the savings bank are members to constitute with him a majority of the board of directors of the savings bank.

(2) A director or an officer of a savings bank shall not:

(a) For himself or as agent or partner of another, directly or indirectly use any of the funds or deposits held by the savings bank except to make current and necessary payments authorized by the board of directors.

(b) Receive directly or indirectly and retain for his own use any commission on or benefit from any loan made by the savings bank, or any pay or emolument for services rendered to any borrower from the savings bank in connection with the loan, except his regular salary.

(c) Become an indorser, surety or guarantor, or in any manner an obligor, for any loan made by the savings bank.

(d) For himself or as agent or partner of another, directly or indirectly borrow any of the funds or deposits held by the savings bank, or become the owner of real property upon which the savings bank holds a mortgage. A loan to or a purchase by a corporation in which he is a stockholder to the amount of 15 percent of the total outstanding stock, or in

which he and other directors of the savings bank hold stock to the amount of 25 percent of the total outstanding stock, is a loan to or a purchase by the director within the meaning of this subsection except when the loan to or purchase by the corporation occurs without his knowledge or against his protest.

[Amended by 1973 c.797 §362]

**716.285 Loans to directors, officers and employes; conditions; report to board of directors.** (1) A savings bank may loan its funds to directors, officers and employes of the savings bank if:

(a) The combined obligations of directors, officers and employes of the savings bank do not exceed 50 percent of its surplus and guaranty fund.

(b) The obligations of any employe or of any officer actively engaged in the management of the savings bank do not exceed five percent of its surplus and guaranty fund.

(c) The obligations of an employe or of an officer who is actively engaged in the management of the savings bank in excess of \$5,000 are fully secured by good collateral.

(2) The limitations of paragraphs (a) and (b) of subsection (1) of this section do not apply to loans to directors, officers and employes of a savings bank if the loan is secured by an assignment of a deposit account described in ORS 708.355.

(3) Officers of the savings bank shall report all loans to directors, officers and employes to the board of directors at its next regular meeting after the loan is made.

(4) A loan to a copartnership, association or corporation in which an officer, director or employe of the savings bank is a partner, officer or director, or in which the aggregate stock owned or controlled by any one or more than one of the officers, directors or employes of the savings bank is 20 percent or more of its outstanding capital shall be reported to the board of directors the same as for a loan to an officer, director or employe.

(5) Obligations negotiated in another name for the benefit or use of any person shall be included in the obligations of the person.

[1975 c 544 §51]

**716.290 Examination of bank by directors; audit.** (1) The directors of every savings bank shall annually appoint an examining committee of not less than three directors who are not officers of the savings bank. The examining committee shall examine and study the report of each examination made by

the savings bank's supervisory authorities and report to the board of directors within 60 days after receipt of the report relative to criticisms and suggestions contained in the report and comment on any matter relative to the affairs of the savings bank which in its judgment should be known to the directors. The report shall be recorded in the minute book of the savings bank and a certified copy transmitted to the superintendent within five days thereafter.

(2) The board of directors of a savings bank shall employ competent persons approved by the superintendent to make an annual audit of the savings bank, and the report of the audit shall be submitted to the board of directors and made a part of the minutes of the next regular meeting of the board. A copy of the report shall be transmitted to the superintendent.

[Amended by 1973 c.797 §363]

**716.295 Determination of general fitness of examining committee and auditors by superintendent.** The superintendent may investigate the honesty and general fitness of persons named to the examining committee under subsection (1) of ORS 716.290, or named to make an audit of a savings bank under subsection (2) of ORS 716.290. He may disapprove any such person for any reason, including one or more of the reasons stated in subsection (1) of ORS 707.145.

[1977 c 135 §32]

**716.300** [Repealed by 1973 c 797 §428]

**716.310** [Repealed by 1973 c 797 §428]

**716.320 Removal, vacation and forfeiture of director's office.** (1) By the affirmative vote of three-fourths of the directors at any regular meeting, a board member may be removed from office if:

(a) His conduct and habits are of such character as to be injurious to the savings bank;

(b) A written copy of the charges made against him has been served upon him personally, and upon the superintendent, at least two weeks before the meeting; and

(c) The vote of the directors by ayes and noes is entered in the record of the minutes of the meeting.

(2) The office of a director of a savings bank immediately becomes vacant if he:

(a) Fails to complete the official oath.

(b) Becomes disqualified for any of the reasons specified in subsection (2) of ORS 716.210.

(c) Has failed to attend the regular meetings of the board of directors, or to perform any of his duties as director, for a period of six successive months, unless excused by the board for the failure.

(d) Wilfully violates any of the provisions of ORS 716.280.

(3) A director who has forfeited or vacated his office is not eligible to reelection unless the forfeiture or vacancy occurred solely by reason of his:

(a) Failure to complete the oath;

(b) Neglect of his official duties as prescribed in paragraph (c) of subsection (2) of this section; or

(c) Disqualification through becoming a nonresident, a director, officer, clerk or other employe of another savings bank or a director of an institution or national bank under the circumstances specified in paragraph (b) of subsection (1) of ORS 716.280, and the disqualification has been removed.

[Amended by 1961 c 278 §2, 1973 c.797 §364]

**716.330 Filling vacancies.** A vacancy in the board of directors shall be filled by the board as soon as practicable, at a regular meeting of the board.

[Amended by 1973 c.797 §365]

## AUTHORIZED INVESTMENTS

**716.410 Limitations on investments.** Subject to the restrictions specified in ORS 716.420 to 716.590, a savings bank may invest the moneys deposited in the savings bank, the sums credited to the guaranty fund, the surplus and undivided profits of the savings bank and the income derived from its investments in the property and securities, and no others, specified in ORS 716.420 to 716.590.

[Amended by 1973 c.797 §366]

**716.420 Investments in United States securities or obligations.** A savings bank may invest the funds mentioned in ORS 716.410:

(1) In the bonds or obligations specified in subsection (1) of ORS 708.388.

(2) Subject to a limitation of five percent of the assets of the savings bank, in the bonds specified in subsection (2) of ORS 708.388.

[Amended by 1959 c.185 §12; 1961 c.157 §1, 1963 c 407 §1; 1971 c 219 §2; 1973 c.797 §367]

**716.430** [Repealed by 1959 c.185 §15]

**716.440** [Repealed by 1959 c.185 §10 (716 441 enacted in lieu of 716 440)]

**716.441 Investments in equipment trust bonds.** (1) A savings bank may invest the funds mentioned in ORS 716.410 in equipment trust certificates that are, at the time of purchase, rated in one of the three highest grades by a recognized investment service organization that has been engaged regularly and continuously for a period of not less than 10 years in rating bonds.

(2) Not more than 15 percent of the assets of a savings bank may be invested under this section and not more than three percent of its assets may be invested in any one corporation. [1959 c 185 §11 (enacted in lieu of 716.440); 1973 c.797 §368]

**716.450 Investments in certain notes, contracts and loans.** A savings bank may invest the funds mentioned in ORS 716.410:

(1) In the notes of any person, with a pledge as collateral of securities or personal property which are eligible for investment under ORS 716.410 to 716.590 and have an actual cash market value at least 25 percent greater than the amount of the loan.

(2) In the obligations of any person secured by an assignment of a life insurance policy, having a cash surrender value of not less than 100 percent of the amount of the obligations, plus an amount equal to one annual premium on the insurance policy.

(3) In loans, secured or unsecured, insured or guaranteed in part or in full by the United States or any instrumentality thereof, or by this state or instrumentality thereof, or for which a conditional guarantee has been issued. The limitations prescribed by ORS 716.552 to 716.574 shall not apply to loans made under this subsection but, the aggregate amount of loans made under this subsection and ORS 716.552 shall not exceed 85 percent of the assets of any savings bank.

(4) In loans secured by the obligations specified under paragraphs (a) to (c) of subsection (1) of ORS 708.345.

(5) In commercial paper with a maturity of 180 days or less, subject to a limitation of one percent of the total assets of the savings bank for each obligor.

(6) In loans, including retail instalment contracts and other loans supported by security agreements, and mortgages and deeds of trust secured by real estate, that are not otherwise eligible for investment by a savings

bank when the loans are for home or property repairs, alterations, appliances, improvements or additions, home furnishing, for installation of underground utilities, for educational purposes, for mobile homes used or to be used for permanent or semipermanent housing or for any other nonbusiness purpose, if:

(a) The application for the loan states that the proceeds are to be used for one of the purposes listed in this subsection.

(b) The loans evidenced by a note or other obligation made pursuant to this subsection to any one individual do not exceed one percent of the assets of the savings bank and the aggregate amount of such loans do not exceed 20 percent of the assets of the savings bank.

(7) Subsection (5) of this section shall not be construed to permit a savings bank to make loans on or for inventory of articles held for sale as merchandise, except mobile homes.

[Amended by 1963 c.393 §1; 1969 c.211 §2; 1971 c.219 §3; 1973 c.797 §369; 1975 c.544 §47; 1977 c.135 §33]

**716.460 Investments in demand notes secured by time and savings accounts.** A savings bank may invest the funds mentioned in ORS 716.410 in promissory notes made payable on demand to the order of the savings bank, secured by the pledge and assignment of a time or savings account which is fully or partially federally insured as collateral security for the payment of the notes. The loan shall not exceed 100 percent of the balance due the owner of the time or savings account.

[Amended by 1961 c.239 §1; 1973 c.797 §370]

**716.470** [Amended by 1959 c.185 §13; 1961 c.277 §1, 1965 c 215 §1; 1967 c.198 §1, 1969 c 211 §3, 1971 c 219 §4, 1973 c 797 §371, renumbered 716.552]

**716.480** [Amended by 1973 c 797 §373; renumbered 716.578]

**716.490** [Amended by 1973 c 797 §374, renumbered 716.582]

**716.500** [Amended by 1973 c.797 §375, renumbered 716 584]

**716.510** [Repealed by 1973 c.797 §428]

**716.520 Investments in banker's acceptances, bills of exchange, savings or time accounts.** (1) A savings bank may invest the funds mentioned in ORS 716.410 in:

(a) Bankers' acceptances and bills of exchange of the kind and maturities made eligible by law for rediscount with Federal Reserve Banks, if they are accepted by an institution or a national bank.

(b) Bills of exchange drawn by the seller on the purchaser of goods and accepted by the

purchaser, if they are of the kind and maturities made eligible by law for rediscount with Federal Reserve Banks and are indorsed by a national bank or an institution.

(c) Savings or time accounts insured in part or wholly by an agency of the Federal Government.

(2) Not more than 20 percent of the assets of a savings bank may be invested in the acceptances mentioned in subsection (1) of this section. Not more than five percent of the aggregate credited to the depositors of a savings bank may be invested in the acceptances of or deposited with an institution or a national bank of which a director of the savings bank is a director. The aggregate amount of the liability of an institution or a national bank to a savings bank, whether as principal or indorser, for acceptances held by the savings bank and deposits made with it, may not exceed 25 percent of the paid-up capital and surplus of the institution or national bank.

[Amended by 1973 c 797 §376]

**716.530 Investments in corporate bonds, notes and debentures.** A savings bank may invest the funds mentioned in ORS 716.410 in the bonds, notes and debentures of any corporation incorporated under the laws of and operating in any state of the United States, which are rated at the time of purchase under authority of this section in one of the four highest grades by a recognized service organization that has been regularly engaged for a period of 10 years or more in rating or grading bonds. However, not more than one percent of the assets of the savings bank shall be invested in bonds, notes and debentures of any one corporation, and not more than 12 percent of the assets shall be invested under this section.

[Amended by 1969 c 211 §4, 1971 c 219 §5, 1973 c.797 §377; 1977 c.135 §34]

**716.535 Investments in common stock of federally chartered corporation providing secondary mortgage sale markets and Federal Home Loan Bank.** A savings bank may invest the funds mentioned in ORS 716.410 in the common stock of:

(1) Any federally chartered corporation that is chartered for the purpose of providing secondary markets for the sale of mortgages by savings banks.

(2) The Federal Home Loan Bank.

[1975 c.544 §46]

**716.540 Investments in obligations of reconstruction and development banks.** Subject to a limitation of five percent of the assets of a savings bank for each of the following types of investments, a savings bank may invest the funds mentioned in ORS 716.410 in obligations issued or guaranteed by the International Bank for Reconstruction and Development, the Inter-American Development Bank and Asian Development Bank.

[1959 c 185 §2; 1973 c.797 §378]

**716.542** [1963 c.408 §1; repealed by 1973 c 797 §428]

**716.543** [1973 c.638 §2; repealed by 1975 c 544 §62]

**716.545 Investments in bonds of Dominion of Canada.** A savings bank may invest the funds mentioned in ORS 716.410 in bonds issued by the Dominion of Canada for which the faith of the Dominion of Canada is pledged, or bonds issued or guaranteed by a province of the Dominion of Canada. Such investments may be made only if:

(1) The interest and principal of such bonds is payable in the United States, or with exchange to a city in the United States, in lawful money of the United States or its equivalent; and

(2) The bonds at the time of purchase pursuant to the authority of this section are rated in one of the four highest grades by a rating organization recognized in the United States that has been regularly engaged for a period of 10 years or more in rating or grading bonds.

[1959 c 185 §3, 1977 c 135 §35]

**716.550** [1959 c 185 §4; repealed by 1973 c 797 §428]

**716.552 Investments in notes or bonds secured by real estate mortgages or trust deeds.** (1) A savings bank may invest the funds mentioned in ORS 716.410 in notes or bonds secured by mortgage or deed of trust upon improved unencumbered real estate if the investment in the notes or bonds, plus taxes not due and bonded indebtedness for public improvements not due, does not exceed:

(a) Eighty percent of the appraised value for a term not longer than 20 years, and the loan is secured by an amortized mortgage, deed of trust or other similar instrument under the terms of which the instalment payments are sufficient to amortize 30 percent or more of the principal of the loan for a period of not more than 20 years; or

(b) Ninety-five percent of the appraised value for a term not longer than 30 years if the loan is secured by an amortized mortgage, deed of trust or other similar instrument

under the terms of which the instalment payments are sufficient to amortize the entire principal of the loan within the period ending on the date of its maturity.

(2) That portion of the loan exceeding 80 percent of the appraised value shall be insured against loss by an insurance company authorized to do business in the State of Oregon.

(3) If the proceeds of any loan are to be used to finance the construction of a building on the real estate, the term of the loan may exceed the term specified in subsection (1) of this section by the time required to complete the construction but not exceeding 24 months and amortization will not be required during the construction period.

[Formerly 716.470]

**716.554 Participating in investments in notes or bonds secured by real estate mortgages or trust deeds.** (1) In participation with other mortgagees, a savings bank may invest the funds mentioned in ORS 716.410 in notes or bonds secured by mortgage or deed of trust:

(a) Upon improved, unencumbered real estate; and

(b) If the notes or bonds are for funds for the construction of buildings and the improvements appurtenant thereto, upon improved or unimproved, unencumbered real estate.

(2) Subsection (1) of this section applies if the investment is not made in a mortgage or deed of trust which is junior or subordinate to any other part interest and if the aggregate amount of all part interests in a mortgage or deed of trust does not exceed the limitations specified in ORS 716.552 to 716.574. If the interest of the savings bank in the loan does not exceed 80 percent of the appraised value and the interest of the other mortgagee in the loan is junior and subordinate to the interest of the savings bank, the aggregate amount of all part interests in the mortgage or deed of trust may not exceed 90 percent of the appraised value of the real estate.

(3) An agreement setting forth the manner in which the participating mortgagees shall administer the mortgage and acquired real estate, if any, shall be executed on behalf of each of the mortgagees by two of their authorized officers.

[1973 c.797 §371a, 1977 c.135 §36]

**716.555** [1959 c.185 §5; repealed by 1973 c.797 §428]

**716.556 Investment in loans secured by pledged notes or bonds.** A savings bank may invest in loans secured by pledge of the notes or bonds specified in ORS 716.552, if the notes or bonds pledged as collateral are at least 25 percent more than the loans which they secure.

[1973 c.797 §371b]

**716.558 Investment in notes or bonds secured by mortgages or trust deeds on real property leases.** A savings bank may invest the funds mentioned in ORS 716.410, in notes or bonds secured by mortgage or deed of trust upon leasehold estates in real property, if:

(1) The term of the loan does not exceed 30 years or 85 percent of the unexpired term of the lease, whichever is the shorter period;

(2) The amount of the loan does not exceed 95 percent of the appraised value of the leasehold estate;

(3) That portion of the loan exceeding 80 percent of the appraised value shall be insured against loss by an insurance company authorized to do business in the State of Oregon;

(4) The loan is conditioned for payment in instalments sufficient to amortize the entire principal within the period ending on the date of its maturity;

(5) The lease is binding upon the owners of the fee title to the leased premises, in full force and free from default; and

(6) The lease authorizes the lessee to mortgage the leasehold estate.

[1973 c.797 §371c]

**716.560** [1959 c.185 §6; repealed by 1973 c.797 §428]

**716.562 Investment in notes or bonds secured by mortgages or trust deeds to finance building construction and improvement.** (1) A savings bank may invest the funds mentioned in ORS 716.410 in notes or bonds secured by a mortgage, deed of trust or similar instrument to finance the construction of buildings and improvements appurtenant thereto, if:

(a) The mortgage, deed of trust or other instrument constitutes a first lien on the real property where the building and improvements are being or are to be constructed;

(b) The loan matures in not to exceed 60 months; and

(c) The loan does not exceed 80 percent of appraised value of the real estate and the

buildings and improvements to be constructed on the real estate.

(2) Before making the investment authorized in subsection (1) of this section, the savings bank shall require sufficient guarantee from the contractor, builder or owner for the completion of the construction in accordance with the plans and specifications and within the estimated contract price for the construction. Moneys under this subsection shall be advanced from time to time during the progress of construction upon a certificate of estimate to be furnished by the architect, contractor, builder or superintendent in charge of construction or the owner.

[1973 c.797 §371d; 1977 c.135 §37]

**716.564 Investment in notes or bonds secured by mortgages or trust deeds to finance real estate development.** A savings bank may invest the funds mentioned in ORS 716.410 in notes or bonds secured by a mortgage, deed of trust or other instrument for the purpose of financing the acquisition and development of land for primarily commercial, industrial or residential usage in an amount not to exceed 80 percent of the appraised value of the land as of the completion of the development of the land into building lots or sites ready for construction. Each loan shall be repayable within a period of not more than 10 years and the interest thereon shall be payable at least semiannually. When any portion of the security is released from the lien of the mortgage, deed of trust or other instrument, the principal amount of the loan shall be reduced in an amount at least in such proportion as the released portion bears to the total property secured by the loan. A loan made under this section may not exceed a sum equal to 80 percent of the appraised value of the land remaining after a release of portions thereof. A loan may be made on real estate which is to be improved with the developments to be paid for from the proceeds of the loan if the proceeds will be used for that purpose. The loans made under this section shall not exceed five percent of the assets of the savings bank.

[1973 c.797 §371e]

**716.565** [1959 c.185 §7; repealed by 1973 c.797 §428]

**716.566 Documents to be furnished by borrower in real estate loans; exclusion of certain interests in determining first lien.** (1) In loans upon real property, the borrower shall furnish the savings bank with:

(a) A note or bond secured by a first mortgage or deed of trust on the real estate upon

which the loan is made; except the mortgage or deed of trust need not constitute a first lien if:

(A) The amount of the loan and all loans having priority over the loan do not exceed the limitations under this section;

(B) The borrower is required to pay to the savings bank the full amount of all instalments becoming due on the prior liens before their due date, and in default thereof the savings bank is authorized to advance the amount of the instalment and add the amount advanced to the amount of the loan; and

(C) A default under the terms of any of the prior liens constitutes a default under the mortgage held by the savings bank.

(b) A policy of title insurance issued by a reliable title insurance company authorized to insure titles within the state in which the property is situated. Except as provided in paragraph (a) of this subsection, the title insurance shall show that the mortgage or deed of trust is a first lien.

(2) A lien may be subsequent to taxes not due and bonded indebtedness for public improvements not due and still be a first lien within the meaning of this section.

[1973 c.797 §371f]

**716.568 Requirements of loan secured by mortgage, trust deed or other instrument on real estate.** If a loan is secured by mortgage, deed of trust or other similar instrument on real estate:

(1) The real estate subject to the mortgage, deed of trust or other instrument, except land development loans, must be improved to the extent that the net annual income from the real estate or reasonable annual rental value of the real estate, in the condition existing at the time of making the loan or upon the completion of the improvements from the proceeds of the loan, is sufficient to pay the annual instalments accruing on the loan, in addition to taxes and insurance and all accruing charges and expenses.

(2) The mortgage, deed of trust or other instrument shall contain provisions requiring the maintenance of insurance on the buildings on the premises to the reasonable amount as stipulated in the mortgage, deed of trust or other instrument. The policy shall be payable, in case of loss, to the savings bank and shall be deposited with the savings bank except where the savings bank's interest is insured under a blanket policy of insurance.

[1973 c.797 §371g]

716.570 [1959 c.185 §8; repealed by 1973 c.797 §428]

**716.572 Mortgage loan applications; conditions for granting loan; manner of holding mortgages and trust deeds.** (1) An application for a mortgage loan or renewal or extension of a mortgage loan shall be written and show the date, name of the applicant, amount of loan requested and the security offered.

(2) A mortgage loan shall be granted only upon the written report of at least two members of the board of investment of the savings bank certifying on the application, according to their best judgment, the value of the property to be mortgaged and recommending the loan. The application and written report shall be filed and preserved with the savings bank's records.

(3) Every mortgage and deed of trust and every assignment of a mortgage taken or held by a savings bank shall be held in its own name and immediately recorded in the office of the proper officer of the county in which the mortgaged property is located.

[1973 c.797 §371h]

**716.574 Purchase of contract of sale of real estate as loan; determining appraised value; conditions for purchase of contracts.** (1) The purchase of a bona fide contract covering a sale of real estate is a loan on real estate within the meaning of ORS 716.552 to 716.574.

(2) The appraised value of real estate covered by the contract shall be determined as of the date of the purchase of the contract.

(3) A savings bank may acquire contracts covering a sale of real estate if all other requirements of ORS 716.552 to 716.574 are satisfied.

[1973 c.797 §371i]

716.575 [1959 c.185 §9; repealed by 1973 c.797 §428]

**716.576 Limitation on investments under ORS 716.552 to 716.574.** Not more than 75 percent of the assets of a savings bank may be invested under ORS 716.552 to 716.574.

[1973 c.797 §372]

**716.578 Purchase of notes secured by real estate from third persons.** A savings bank may take and hold by purchase and assignment from third persons notes, bonds, mortgages and deeds of trust eligible for investment under ORS 716.552 to 716.574.

[Formerly 716.480]

**716.582 When real estate mortgage is first mortgage and lien.** A real estate mortgage is a first mortgage and lien within the meaning of ORS 716.410 to 716.590, notwithstanding that at the time the mortgage is taken the real estate mortgaged is subject to a lease or leases or nondelinquent taxes, city liens or other special assessments if:

(1) In case of a lease, the mortgage expressly pledges the rents and profits of the real estate to the mortgagee, and two qualified appraisers determine that the lease is advantageous to the owner of the real estate; or

(2) In case of nondelinquent taxes, city liens or other special assessments, the total sum of the encumbrances added to the amount of the loan does not exceed the limits specified in ORS 716.552 to 716.574.

[Formerly 716.490]

**716.584 Limitations on single loans on real estate; exceptions.** (1) If deposits are less than \$1 million, a single loan on real estate shall not exceed \$10,000. When deposits exceed \$1 million but are less than \$2 million, a single loan on real estate shall not exceed two and one-half percent of the deposits. When deposits exceed \$2 million, a single loan on real estate shall not exceed two percent of the savings bank's deposit liability.

(2) A loan may exceed the limitations prescribed in subsection (1) of this section if the borrower furnishes the savings bank with a copy of an agreement entered into with a financially responsible person wherein the person agrees to refinance or repurchase, without recourse, the entire loan:

(a) Upon completion of the construction, if the loan is a construction loan; or

(b) Within six months from the date of the loan, if the loan is not a construction loan.

[Formerly 716.500]

**716.586 Credit card transactions.** (1) A savings bank may issue and honor credit cards for the purpose of making loans to one or more persons. The loans shall be made by the means determined by the board of investment of the savings bank including, but not limited to, the means of paying to or for the account of a party the amount of a sales slip, voucher or other evidence of a transaction in which goods or services are sold or cash advanced to the party in reliance on a credit card issued by the savings bank.

(2) The savings bank may advance cash to a person holding a credit card issued by the

savings bank or any other person who, directly or indirectly, has agreed to pay to or for the account of the savings bank the amount of cash advanced by it in reliance on credit cards issued by the other person.

(3) Credit cards, loans, advances and documents used in connection with the use of credit cards shall be in the form and upon the terms and conditions prescribed by the board of investment of the savings bank, including, but not limited to, terms and conditions as to revocation, rates of interest and other charges, maturity dates and security, if any.

(4) A savings bank may become a stockholder, member of, or otherwise affiliated with, an organization that, in the opinion of the board of directors of the savings bank, will enable the savings bank to exercise fully the powers granted under this section.

[1973 c.797 §375a]

**716.588 Investments in certain corporate capital stocks; conditions; restrictions on corporate indebtedness.** (1) A savings bank may invest the funds mentioned in ORS 716.410 in the capital stock of a corporation organized under the laws of this state if:

(a) All of the capital stock of the corporation is owned by one or more savings banks organized under the laws of this state;

(b) The activities of the corporation are performed directly or through one or more wholly owned subsidiaries, and consist only of one or more of the following:

(A) Originating, purchasing, selling and servicing education loans and loans and participations in loans secured by first liens upon real estate and mobile homes, including brokerage and warehousing of loans;

(B) Making any investment which would be an authorized investment of a savings bank organized under the laws of this state;

(C) Performing services for savings banks organized under the laws of this state; or

(D) Making investments in unimproved real estate for the purpose of prompt development and subdivision.

(c) The aggregate outstanding investment in the capital stock, obligations, or other securities of service corporations and subsidiaries thereof, including all loans, secured and unsecured, to the service corporations or any subsidiaries thereof and to joint ventures of the service corporation or subsidiaries, whether or not the savings bank is a stockholder in the service corporation, do not exceed one

percent of the savings bank's assets. For the purpose of this subsection the term "aggregate outstanding investment" means the sum of the amounts paid for the acquisition of capital stock or securities and amounts invested in obligations of service corporations, less amounts received from the sale of capital stock or securities of service corporations and amounts paid to the savings bank to retire obligations of service corporations; and

(d) The corporation executes and files with the superintendent a written agreement in the form prescribed by the superintendent that the corporation will permit and pay the cost of examinations and audits by the superintendent as he considers necessary.

(2) If one of the savings banks holds more than 40 percent of the stock, the corporation, including any subsidiary, shall not incur or have outstanding at any time debts in excess of the following limitations:

(a) In the case of an unsecured debt other than to a holder of its capital stock, the lesser of an amount equal to one percent of the assets of the holder or holders of its capital stock or to the investment in the stock, obligations or other securities of the corporation by the holder or holders of its capital stock, excluding secured debts owed by the corporation to the holder or holders; and

(b) In the case of a secured debt, other than to a holder of its capital stock, the lesser of an amount equal to four percent of the assets of the holder or holders of its capital stock or four times the investment in the stock obligations or other securities of the corporation by the holder or holders of its capital stock excluding secured debts owed by the corporation to the holder or holders.

[1973 c.797 §375b]

**716.590 Miscellaneous investments; conditions.** A savings bank may invest the funds mentioned in ORS 716.410 in investments which do not qualify under any of the provisions of ORS 716.420 to 716.590, however an investment shall not be made under this section:

(1) If the amount of the investment exceeds one percent of the assets of the savings bank or 10 percent of the total amount of its guaranty fund, undivided profits and unallocated reserves, whichever is less;

(2) If the aggregate amount of all the investments exceeds or by the making of the investment will exceed two percent of its assets or 20 percent of the total amount of its

guaranty fund, undivided profits and unallocated reserves, whichever is less; or

(3) In the equity securities of any one issuer if the aggregate amount invested by the savings bank under this section together with the amount invested in the equity securities of the issuer under any other provision of law exceeds or by the making of the investment will exceed the limitations under subsections (1) and (2) of this section.

[1973 c.797 §375c]

**716.592 Pledging assets to secure public funds.** A savings bank may pledge its assets to secure public funds as provided under ORS chapter 295. For the purposes of this section, "public funds" has the meaning ascribed to it by subsection (6) of ORS 295.005.

[1973 c.288 §7]

**Note:** 716.592 was enacted into law by the Legislative Assembly and was added to or made a part of ORS chapter 716 but was not added to or made a part of any series therein by legislative action. See the Preface to Oregon Revised Statutes for further explanation.

### POWERS, DUTIES AND REGULATION OF MUTUAL SAVINGS BANKS

**716.600 General powers.** Except as otherwise provided in this chapter, ORS chapter 706 or the articles of incorporation of a savings bank, a savings bank shall have:

(1) The general powers granted to corporations by subsections (1), (2), (3), (8) and (10) to (17) of ORS 57.030;

(2) The powers granted to savings banks by ORS chapter 706 and this chapter; and

(3) All powers necessary or convenient to effect any or all of the purposes for which the corporation is organized or to perform any or all of the acts expressly or impliedly authorized or required under ORS chapter 706 or this chapter.

[1973 c.797 §379]

**716.610 Special powers.** A savings bank, subject to the restrictions and limitations contained in this chapter, may:

(1) Receive time deposits of money, without restriction, and demand deposits of money from individuals and nonprofit corporations.

(2) Exercise by its board of directors or authorized officers or agents, subject to law, all powers necessary to carry on the business of savings banks.

(3) Pay depositors when requested by them, by drafts upon deposits to the credit of the savings bank in any city in the United States, and charge current rates of exchange for the drafts.

(4) Borrow money, and pledge securities to secure the money borrowed, but any amount borrowed in excess of the guaranty fund and undivided profits shall first be approved in writing by the superintendent. The failure to obtain the approval of the superintendent shall not make an excess loan invalid as to the lender.

(5) Collect or protest promissory notes or bills of exchange owned by the savings bank or held by it as collateral, and charge the usual fees for the collection or protest.

(6) Sell gold or silver received in payment of interest or principal of obligations owned by the savings bank, or from depositors in the ordinary course of business.

(7) Become a member of the Federal Reserve Bank or the Federal Home Loan Bank of the district in which the savings bank is located.

(8) Conduct a trust business and exercise all the powers of a trust company as defined by ORS 709.150 upon compliance with the laws of this state relating to the regulations of a trust business.

[Amended by 1955 c.690 §1; 1957 c.167 §1; 1969 c.211 §5; 1971 c.219 §6, 1973 c.797 §380]

**716.616** [1973 c.797 §380a, repealed by 1975 c.291 §1]

**716.620** [Amended by 1969 c.211 §6, 1971 c.219 §7, repealed by 1973 c.797 §428]

**716.622 Account restrictions on savings banks.** A savings bank shall not offer negotiable orders of withdrawal which means checking savings accounts, until authority to offer negotiable orders of withdrawal is granted to banks or savings and loan associations doing business in this state.

[1973 c.797 §380b]

**716.626 Issuance of transferable certificates to contributors to guaranty or expense funds.** (1) A savings bank may issue transferable certificates showing the amounts contributed by any incorporator or director to the guaranty or expense funds of the savings bank.

(2) The certificate shall show that it does not constitute a liability of the savings bank, except as provided in ORS 716.800.

(3) A certificate shall not be transferred

by an incorporator or director without the prior written consent of the superintendent.  
[1973 c.797 §381]

**716.630 Real estate held for use as place of business.** (1) The cost of the land and buildings for the transaction of the business of a savings bank shall not exceed 50 percent of the guaranty fund and undivided profits account of the savings bank, except with the approval of the superintendent. The superintendent may approve an amount in excess of the limitation prescribed under this subsection if he finds that an excess amount is reasonably necessary for the operation of the business and does not adversely affect the public interest.

(2) Before the purchase of the property is made, or the erection of a building is started, the estimate of the cost of the property and completion of the building shall be submitted to and approved by the superintendent.  
[Amended by 1971 c.219 §8; 1973 c.797 §382]

**716.640** [Amended by 1957 c.161 §3, repealed by 1973 c.797 §428]

**716.645 Branch offices; CBCT facilities.** (1) A savings bank shall not establish a branch office without the approval of the superintendent.

(2) A savings bank having a guaranty fund of \$500,000 or more may apply to the superintendent for approval to establish a branch office. The application shall be accompanied by a fee of \$1,000, which is not refundable. Upon the filing of the application the superintendent shall investigate and examine the application in the manner required by ORS 716.080 for an application for an original charter.

(3) If the superintendent approves the application, he shall issue to the applicant a certificate to that effect, and if he denies approval, he shall notify the applicant in writing of his decision. The applicant may appeal the decision in the manner prescribed in ORS 707.150. An application shall not be approved for the establishment of a branch office at a location which would not be approved for a new savings bank.

(4) A savings bank may participate in the creation and operation of CBCT facilities in accordance with ORS 714.210 to 714.992.  
[1957 c.161 §2; 1973 c.797 §383; 1975 c.193 §12; 1977 c.135 §59]

**716.650** [Repealed by 1973 c.797 §428]

**716.660** [Amended by 1961 c.57 §2; repealed by 1973 c.797 §428]

**716.670 Deposit of funds in other banks.** A savings bank shall not deposit any of its funds with a savings bank, bank or national bank unless the latter has been:

(1) Approved by the superintendent; and

(2) Designated as a depository for the savings bank's funds by a vote of a majority of the directors of the savings bank, excluding any director who is an officer, director or trustee of the depository so designated.

[Amended by 1973 c.797 §384]

**716.680** [Repealed by 1973 c.797 §428]

**716.690** [Repealed by 1957 c.168 §2]

**716.695** [1957 c.168 §1; repealed by 1973 c.797 §428]

**716.700** [Repealed by 1957 c.168 §2]

**716.710** [Amended by 1971 c.219 §9; repealed by 1973 c.797 §428]

**716.720** [Amended by 1961 c.96 §2; 1971 c.219 §10; repealed by 1973 c.797 §428]

**716.730** [Amended by 1969 c.193 §2; repealed by 1973 c.797 §428]

**716.740** [Repealed by 1973 c.797 §428]

**716.750** [Repealed by 1973 c.797 §428]

**716.760 Investment of funds; reserves.** (1) A savings bank shall keep on hand or on deposit payable on demand in a bank, a national bank or a foreign bank doing a general banking business in this state, approved by the superintendent, an available reserve fund of not less than 15 percent of the aggregate amount credited to its demand deposits and five percent of the aggregate amount credited to its time depositors. Three-fifths of the reserve fund for time deposits may be invested in obligations of the United States or bonds of the State of Oregon or any county, school district or other municipal corporation of this state, if the obligations or bonds mature within five years. The other two-fifths of the reserve fund for time deposits may be invested in like obligations or bonds if the obligations or bonds mature within one year. If a savings bank becomes a member of the Federal Reserve System, it shall comply with the requirements of the Federal Reserve Act and its amendments. Compliance with the Federal Reserve Act relieves the savings bank from compliance with this subsection. If the superintendent determines that the maintenance of sound banking practices or the prevention of injurious credit expansion or contraction make it advisable, the superintendent may by rule, as provided in ORS 183.310 to 183.410, change the reserve requirements established under this subsection.

The reserves required under the rule shall not be less than 50 percent nor more than 200 percent of the amount of the reserves required under this subsection. For purposes of this subsection, "obligations of the United States" include obligations of public housing agencies and other such obligations backed by the full faith and credit of the United States or guaranteed for payment under a pledge of annual contributions sufficient to provide for the payment of all principal and interest installments when due.

(2) The sum deposited by a savings bank in any one bank, national bank or foreign bank shall not exceed 25 percent of the paid-up capital and surplus of the bank, national bank or foreign bank in which the deposit is made, and no more than five percent of the aggregate amount credited to the depositors of a savings bank shall be deposited in a bank, national bank or foreign bank of which a director of the savings bank is a director.

(3) The method of computing reserves and the forms to be used shall be prescribed by the superintendent.

(4) If a reserve deficiency exists at the close of any banking day, the savings bank shall eliminate the reserve deficiency within three banking days. If a deficiency is not eliminated within the three-day period, the savings bank is subject to a penalty to be assessed and collected as provided under subsection (2) of ORS 708.100. If the reserve is not corrected under this subsection, the savings bank is subject to the restrictions of ORS 708.105.

(5) If the reserve of a savings bank is found by the superintendent to be less than the amount required under subsection (1) of this section, the superintendent shall notify the savings bank to make good the reserve.

[Amended by 1953 c 86 §2, 1965 c 214 §1, 1973 c 797 §385; 1975 c.544 §47a]

**716.770** [Repealed by 1973 c 797 §428]

**716.780 Crediting portion of net earnings to guaranty fund.** (1) If at the close of any dividend period the guaranty fund of a savings bank is impaired or is less than 10 percent of the amount due to depositors, a sum not less than five percent of the net earnings for the period, shall be deducted from the net earnings and credited to its guaranty fund, after declaration of dividends, if the deduction will not compel the savings bank to reduce its dividends to depositors below the rate of one percent per annum.

(2) If the guaranty fund accumulated from earnings equals or exceeds 10 percent of the amount due depositors and the net earnings for a dividend period are sufficient, the minimum dividend shall be four percent, unless a smaller percentage is authorized by rule promulgated by the superintendent.

[Amended by 1973 c 797 §386, 1975 c.544 §48]

**716.790 Computation of guaranty fund.** (1) To determine the amount of a guaranty fund of a savings bank, the total liabilities due and accrued, undivided profits and net earnings since the last declaration of dividends shall be subtracted from the total assets. In determining the value of the assets:

(a) Securities, or other evidences of indebtedness or other interest-bearing obligations shall be carried at a sum, not to exceed their cost to the savings bank, calculated according to accepted principles of accounting.

(b) Real estate shall not in any event be estimated above cost, but if the real estate has been acquired by foreclosure, judgment or decree at more than its actual cash value, the value of the real estate shall be estimated at its actual cash value as determined by written appraisal signed by at least three directors of the savings bank and filed with the savings bank.

(c) Except as provided in subsection (2) of this section, the following shall be excluded:

(A) Assets that have been disallowed by the superintendent or the directors of the savings bank;

(B) Debts owed to a savings bank that have remained due without prosecution and upon which no interest has been paid for more than one year; or

(C) Debts on which a judgment has been recovered which has remained unsatisfied for more than two years.

(2) The debts mentioned in paragraph (c) of subsection (1) of this section may be carried as an asset and not excluded in determining the value of the assets if:

(a) The superintendent, upon application by the savings bank, fixes a valuation at which the debts may be carried as an asset; or

(b) The debts are secured by first mortgage upon real estate and are carried as an asset at the amount of the debt secured by the mortgage or at the actual cash value of the real estate as determined by written appraisal signed by at least three directors of the sav-

ings bank and filed with the savings bank, whichever is smaller.

[Amended by 1973 c 797 §387]

**716.800 Repayment of contributions made to expense fund and guaranty fund.**

(1) Contributions made by the incorporators or directors to the expense fund may be repaid pro rata to the contributors from that portion of the guaranty fund created from earnings if the payments will not reduce the guaranty fund below 10 percent of the total amount due depositors. If the savings bank liquidates before the contributions to the expense fund have been repaid, any contributions to the expense fund remaining after the payment of the expenses of liquidation and the payment to depositors in full may be repaid to the contributors pro rata.

(2) When the contributions of the incorporators or directors to the expense fund have been returned to the contributors, the contributions made to the guaranty fund by incorporators or directors may be returned to them pro rata from that portion of the guaranty fund created from the earnings of the savings bank, if the repayments will not reduce the earned portion of the guaranty fund below 10 percent of the amount due depositors. If the savings bank liquidates before the contributions to the guaranty fund have been repaid, any portion of the contributions not needed for the payment of the expenses of liquidation, the payment of depositors in full and the repayment of contributions to the expense fund may be repaid to the contributors pro rata.

(3) The board of directors may create a fund to be known as the guarantor's reimbursement fund. One percent of the net earnings at the close of any dividend period may be paid in the guarantor's reimbursement fund if it can be done without reducing the dividend rate below one percent per annum. The guarantor's reimbursement fund may accumulate until it is equal to the amount contributed by the incorporators to the guaranty and expense funds, at which time the fund shall be used to repay the incorporators the amounts contributed by them to the guaranty and expense funds, if that portion of the guaranty fund created from earnings amounts to at least \$15,000.

[Amended by 1973 c 797 §388]

**716.805 Determining earnings.**

Earnings of a savings bank shall be calculated

on an accrual basis according to generally accepted accounting principles.

[1973 c 797 §389]

**716.810** [Repealed by 1973 c 797 §428]

**716.820** [Repealed by 1973 c 797 §428]

**716.830 Payment of dividends; classification of depositors; extra dividends; certificates of deposit; notice of change of rate.** (1) Every savings bank shall regulate the rate of dividends upon the amounts to the credit of its time depositors so that time depositors receive as nearly as may be all the earnings of the savings bank after transferring:

(a) To the guaranty fund any amount considered by the directors to be expedient and for the security of the depositors; and

(b) To undivided profits, for the purpose of maintaining its rate of dividends, the amount considered by the directors as wise.

(2) A savings bank may classify its time depositors according to the character, amount or duration of their deposits with the savings bank, and may regulate its dividends so that each time depositor shall receive the same ratable portion of dividends as all others of his class.

(3) Dividends may be apportioned upon unimpaired contributions to the initial guaranty fund and to the expense fund, and may be credited and paid to the contributors. If the guaranty fund of any savings bank is sufficiently large to permit the return of the contributions, the contributors may receive dividends on the contributions not exceeding the rate paid to depositors.

(4) A savings bank may issue certificates of deposit and agree to pay dividends on the amounts deposited at a rate specified in the certificate for the entire term of the certificate.

(5) A savings bank shall not:

(a) Declare, credit or pay any dividend except as authorized by a vote of a majority of the board of directors and recorded in its minutes according to the ayes and noes upon each vote.

(b) Pay any dividend other than the regular monthly, quarterly, semiannual or annual dividend, or the dividends prescribed in this subsection and subsection (6) of this section.

(c) Declare, credit or pay dividends on any amount to the credit of a depositor for a longer period than it has been credited, but deposits made not later than the 10th business day of

any month, or withdrawn upon one of the last three business days of the month ending any quarterly or semiannual dividend period, may have dividends declared upon them for the whole of the period or month when they were so deposited or withdrawn. If authorized in the bylaws, accounts closed between dividend periods may be credited with dividends at the rate of the last dividend, computed from the last dividend period to the date when closed.

(6) The directors of any savings bank whose undivided profits, surplus and guaranty fund amount to more than 25 percent of the amount due its depositors, shall at least once in three years divide the accumulation in excess of 25 percent as an extra dividend to depositors.

(7) A notice posted in a savings bank of a change in the rate of dividends is equivalent to a personal notice.

[Amended by 1963 c.409 §1; 1969 c.211 §7; 1971 c.219 §11; 1973 c.797 §390; 1975 c.544 §49]

**716.840 Liability of directors voting improper dividend.** If any dividend is declared and credited in excess of profits earned together with surplus and undivided profits since the last declaration of dividends and appearing to the credit of the savings bank, after making the deduction for expenses and the guaranty fund as provided in ORS 716.780 and 716.830, the directors voting for the dividend shall be jointly and severally liable to the savings bank for the amount of the excess so declared and credited.

[Amended by 1973 c.797 §391; 1975 c.544 §49a]

**716.850 False advertising of surplus or guaranty fund prohibited.** A savings bank shall not use any sign or notice or publish or circulate any advertisement in which the surplus or guaranty fund is stated in excess of its value, as determined under this chapter, unless the nature of the excess clearly appears.

[Amended by 1973 c.797 §392]

**716.855 Civil penalties.** Any person who violates paragraph (a) of subsection (1) or paragraph (a) or (b) of subsection (2) of ORS 716.280 or ORS 716.850 shall forfeit and pay to the State Treasurer to be deposited in the State Banking Fund a civil penalty in an amount determined by the superintendent of not more than \$2,500. The civil penalty may be recovered as provided in ORS 706.980.

[1975 c.544 §52]

**716.860** [Amended by 1973 c.797 §393; repealed by 1975 c.544 §62]

**716.870** [Repealed by 1973 c.797 §428]

**716.880** [Repealed by 1973 c.797 §428]

**716.890** [Repealed by 1973 c.797 §428]

## DISSOLUTION, REORGANIZATION OR CONVERSION

**716.900 Voluntary dissolution of savings banks.** (1) Subject to the written approval of the superintendent and if necessary or expedient, the board of directors of a savings bank may adopt, by resolution passed by the affirmative vote of two-thirds of the directors, at a meeting called for that purpose and for which one month's prior notice is given, a plan to close the business, pay money due depositors and creditors and surrender the corporate franchise.

(2) Before approving the plan for closing the savings bank under subsection (1) of this section, the superintendent may make a special examination of the condition and affairs of the savings bank.

[Amended by 1973 c.797 §394]

**716.905 Notice to close; disposition of unclaimed deposits.** (1) Acting under ORS 716.900 the directors shall mail a written notice of its intention to close its business to the last-known address of all depositors and other creditors.

(2) All deposits and amounts reserved for creditors that remain unclaimed after six months from the date of the written notice required under subsection (1) of this section, shall be reported and transferred by the directors to the Division of State Lands as abandoned property under ORS 98.302 to 98.436.

(3) A copy of the report of unclaimed deposits and amounts reserved for creditors filed with the Division of State Lands shall be filed with the superintendent.

[1973 c.797 §395]

### **716.910 Adjudication of dissolution.**

(1) After the directors have filed their report and deposited the unclaimed funds with the Division of State Lands as required under ORS 716.905, the directors shall report their proceedings, verified, to the circuit court of the county in which the savings bank was located. Upon filing the report and the petition of the directors and after notice to the Attorney General, the superintendent and any others the court considers necessary, the court shall order the franchise surrendered, the directors discharged from liability accruing

after the order, and the existence of the corporation terminated.

(2) Certified copies of the order shall be filed in the office of the superintendent and the county or state offices in which the articles of incorporation of the savings bank may have been filed or recorded.

[Amended by 1973 c.797 §396]

**716.920 Reorganization or conversion of mutual savings bank.** (1) The directors of any solvent savings bank may adopt, by resolution passed by the affirmative vote of not less than two-thirds of the directors, at a meeting called for that purpose, and for which one month's notice is given, a plan for the reorganization or conversion of the savings bank, either with or without merger or consolidation as authorized by this section. A savings bank may merge or consolidate with an existing bank, savings bank, federally chartered savings and loan association, federally chartered mutual savings bank or savings association chartered under ORS chapter 722. However, if a savings bank merges or consolidates with an existing bank, the resulting entity shall be a bank.

(2) Under the plan adopted by the board of directors the resulting bank, savings and loan association or savings bank shall receive all the assets and assume all the liabilities, including the deposit liability, of the existing entities, and the depositors of the existing entities shall be given an interest in the resulting bank, savings and loan association or savings bank in exchange for their interest in the capital funds of the existing entities.

(3) A copy of the resolution of the board of directors of the existing entities and a copy of the proposed plan shall be filed with the superintendent and maintained in his office. The applicants shall submit with any proposed plan an application fee of \$3,000, which shall not be refundable if the plan is disapproved. Notice of the resolution and plan shall be mailed to all depositors at the addresses shown on the records of the existing entities.

(4) A federally chartered mutual savings bank or a federally chartered savings and loan association may convert to a savings bank. A mutual savings association chartered under ORS chapter 722 may convert to a mutual savings bank. A stock association chartered under ORS chapter 722 may convert to a bank. The board of directors of an entity referred to in this subsection shall submit its conversion plan to the superintendent for approval in accordance with ORS 716.925.

[1955 c.690 §3, 1971 c.219 §12; 1973 c.797 §397; 1977 c.135 §60]

**716.925 Examination and approval of plan of reorganization or conversion.** (1) Upon receipt of a copy of the resolution and plan as required under ORS 716.920, the superintendent shall examine into the condition and affairs of the savings bank and any other bank, savings and loan association or mutual savings bank involved in the plan. The superintendent may investigate any additional matters he considers advisable.

(2) Upon completion of the examination or investigation under subsection (1) of this section, the superintendent shall approve the plan if he finds that:

(a) The resulting bank or savings bank meets the requirements of the Bank Act for formation of such a bank;

(b) The plan provides an adequate capital structure including surplus;

(c) The agreement is fair to the existing banks, savings banks and savings and loan associations, and to their stockholders and depositors; and

(d) The consolidation, merger or conversion promotes the public interest.

(3) The superintendent's written approval shall be mailed to the applicant entities. Upon receipt of the approval of the plan from the superintendent the applicant entities may, under the supervision of the superintendent, carry out the plan. A record of all acts or proceedings taken by the board of directors in carrying out the plan shall be filed with the superintendent.

[1973 c.797 §398; 1977 c.135 §61]

**716.930 Filing certificate evidencing completion of plan.** After the plan adopted under ORS 716.920 has been carried out, the superintendent shall file, in his office and in the county or other offices where the articles of incorporation of the savings bank and any resulting bank, savings bank, or savings and loan association may be recorded or filed, an appropriate certificate evidencing the completion of the plan. The corporate franchise of the converting or merging entity and consolidating entities shall be surrendered and canceled and their existence terminated. The directors thereof shall be discharged from any liability accruing after that time.

[1973 c.797 §399; 1977 c.135 §62]

**716.935 Rights of depositor upon reorganization or conversion.** A depositor may, within 30 days after notice of the resolu-

tion and plan adopted under ORS 716.920 has been mailed to him, elect by written notice to the savings bank, to take instead of interest in the resulting bank, savings bank, or savings and loan association, payment in money for the liquidation value of his interest in the capital funds of the savings bank.

[1973 c.797 §400; 1977 c.135 §63]

## PENALTIES

**716.990 Penalties.** Violation knowingly of paragraph (a) of subsection (1) or paragraph (a) or (b) or subsection (2) of ORS 716.280 by an officer or director of a financial institution is a Class C felony.

[Amended by 1973 c.797 §401]

## CERTIFICATE OF LEGISLATIVE COUNSEL

Pursuant to ORS 173.170, I, Thomas G. Clifford, Legislative Counsel, do hereby certify that I have compared each section printed in this chapter with the original section in the enrolled bill, and that the sections in this chapter are correct copies of the enrolled sections, with the exception of the changes in form permitted by ORS 173.160 and other changes specifically authorized by law

Done at Salem, Oregon,  
October 1, 1977.

Thomas G. Clifford  
Legislative Counsel