



**STATE OF TENNESSEE  
DEPARTMENT OF FINANCIAL INSTITUTIONS**

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[www.tn.gov/tdfi](http://www.tn.gov/tdfi)

**Formation of a Private Trust Company in Tennessee**

A private trust company is a company acting as a fiduciary in Tennessee that does not transact a trust business with the general public. All individuals who control the private trust company as well as those who control or establish entities that control the private trust company must be "family members" as defined in Tenn. Code Ann. § 45-2-2001.

The Tennessee statutes specifically applicable to private trust companies may be found at Tenn. Code Ann. §§ 45-2-2001, *et seq.* and allow a private trust company applicant to request exemption from certain provisions of the Tennessee Banking Act. To obtain exempt status as a private trust company operating in Tennessee, an applicant should submit a letter application addressed to the Commissioner of the Department of Financial Institutions containing the following information:

1. The name (or proposed name) of the private trust company.
2. A nonrefundable application fee in the amount of one thousand dollars (\$1,000), as required by Tenn. Code Ann. § 45-2-2002(a)(1)(A) & Rule 0180-7.08(1)(m) of the Rules of the Department of Financial Institutions. Checks should be made payable to the Tennessee Department of Financial Institutions and mailed directly to the Department of Financial Institutions at the above address.
3. A detailed statement under oath showing the private trust company's assets and liabilities as of the end of the month previous to filing the application, as required by Tenn. Code Ann. § 45-2-2002(a)(1)(B).
4. A statement under oath of the reason for requesting the exemption and listing of the specific provisions of the Tennessee Banking Act from which the company is requesting an exemption, including the reason(s) for each requested exemption, as required by Tenn. Code Ann. §§ 45-2-2002(a)(1)(C) and (F).
5. A statement under oath that the private trust company is not currently transacting business with the public and that the company will not conduct business with the public without the prior written permission of the Commissioner of the Department of Financial Institutions, as required by Tenn. Code Ann. § 45-2-2002(a)(1)(D).
6. The current street mailing address and telephone number of the physical location in this state at which the private trust company will be located and maintains its books and records, together with a statement under oath that the address given is true and correct and is not a United States postal service post office box or a private mail box, postal box or mail drop; as required by Tenn. Code Ann. § 45-2-2002(a)(1)(E).

## Formation of a Private Trust Company in Tennessee, continued

7. A statement under oath of the name of the individual who will be the "designated ancestor" of the private trust company as defined in Tenn. Code Ann. § 45-2-2001(b)(2)(B), and as required by Tenn. Code Ann. § 45-2-2002(a)(1)(G). Please provide the individual's birth date and if deceased, please provide their date of death.
8. A statement of general purpose describing the nature of the private trust company's proposed fiduciary activities, as well as, the persons that the company intends to serve.
9. A description of how the company is or will be structured, including, but not limited to:
  - a) The identity of each individual who will have an ownership interest in the company, and the extent of each ownership interest;
  - b) Copy of proposed Charter; Articles of Organization; or other organizing documents;
  - c) Copy of the proposed By-Laws or Operating Agreement; and
  - d) The company's capital structure.
10. The names of the directors and officers of the company.
11. An Affirmation page signed by an individual competent to attest to the truthfulness of the application (*attached to this letter*).

As set forth in Item 4 above, a private trust company must list the provisions of the Banking Act and the rules thereof from which it is requesting an exemption and include the reason for requesting each exemption. Pursuant to Tenn. Code Ann. § 45-2-2001(b)(1), the Commissioner may grant an exemption in whole or in part if the Commissioner finds that the private trust company does not and will not transact business with the general public. Additionally the Commissioner, in granting an exemption, may, pursuant to Tenn. Code Ann. § 45-2-2001(d), impose limitations or conditions consistent with Chapter 2 of the Tennessee Banking Act. In order to provide guidance to private trust company applicants in requesting exemptions, a chart is attached.

In addition to the foregoing, and pursuant to Tenn. Code Ann. § 45-2-2001(c), the Commissioner reserves the right to request any additional information deemed necessary in order to complete the review of the application.

Any questions may be directed to Wade McCullough, Trust Program Administrator, at (615) 741-5961 or [wade.mccullough@tn.gov](mailto:wade.mccullough@tn.gov). Applications should be addressed as follows:

Tennessee Department of Financial Institutions  
Attn: Wade McCullough, Trust Program Administrator  
Tennessee Tower, 26<sup>th</sup> Floor  
312 Rosa L. Parks Avenue  
Nashville, Tennessee 37243

AFFIRMATION

Having been duly sworn, I hereby affirm that I have reviewed the information submitted to the Tennessee Department of Financial Institutions relative to application of \_\_\_\_\_ to form a private trust company under the Tennessee Banking Act, Tenn. Code Ann. §§ 45-2-101, *et seq.*, and that all of the information contained therein is true and correct to the best of my knowledge, information and belief.

BY:

\_\_\_\_\_  
Signature

\_\_\_\_\_  
Printed Name

\_\_\_\_\_  
Title

Sworn to and subscribed before me this \_\_\_\_ day of \_\_\_\_\_, 201\_.

\_\_\_\_\_  
Notary Public

My commission expires: \_\_\_\_\_

The Department carefully considers each requested exemption on a case-by-case basis and recommends that each applicant request exemptions only from statutes and rules that are relevant to the applicant or its activities.

Subject to the exceptions set forth below, Tenn. Code Ann. Title 45, Chapters 1 and 2 and the rules thereof apply to Tennessee private trust companies. The Department recommends that each applicant review the chart below in determining its requests for exemption.

The chart is divided into three categories:

1. Statutes and rules that are generally inapplicable or have been repealed (generally, no requests for exemption are necessary);
2. Statutes and rules with respect to which the Department generally does not grant exemptions; and
3. Statutes and rules with respect to which the Department commonly grants exemptions.

**CATEGORY 1: Statutes and rules that are generally inapplicable or repealed (generally, no requests for exemption are necessary):**

<b>Inapplicable pursuant to Tenn. Code Ann. § 45-2-2101</b>	
§ 45-2-106	§ 45-2-401
§ 45-2-107	§ 45-2-402 (a) through (c)
§§ 45-2-201 through 45-2-207	§ 45-2-403
§§ 45-2-212 through 45-2-214	Title 45, Chapter 2, Parts 5, 7 and 8
§ 45-2-215(a)	§§ 45-2-1401 through 45-2-1407
§ 45-2-216	§ 45-2-1412
§§ 45-2-302 through 45-2-304	Title 45, Chapter 2, Part 19
§ 45-2-307	Rule 0180-07-.10
<b>Generally inapplicable to Tennessee private trust companies</b>	
§ 45-1-126	Rules 0180-07-.02 through 0180-07-.04
§ 45-2-618	Rule 0180-07-.06
§ 45-2-620	Rule 0180-07-.09
Title 45, Chapter 2, Part 9	Chapters 0180-09 through 0180-12
§ 45-2-1408 through § 45-2-1411	Chapters 0180-16 through 0180-18
§ 45-2-1807	Chapter 0180-21
§ 45-2-1808	Chapters 0180-24 through 29
Chapter 0180-05	Chapters 0180-31 through 33
<b>Repealed statutes and rules</b>	
§ 45-1-110	§ 45-2-406
§ 45-1-128	§ 45-2-615
§§ 45-1-201 through 45-1-208	§ 45-2-617
§ 45-2-101	§ 45-2-908
§ 45-2-102	§§ 45-2-1201 through 45-2-1203
§ 45-2-209	§ 45-2-1312
§ 45-2-210	§ 45-2-1809
§ 45-2-301	Chapter 0180-01

**Repealed statutes and rules (continued)**

§ 45-2-305	Chapter 0180-03
§ 45-2-306	Chapter 0180-04

**CATEGORY 2: The Department generally does not grant exemptions from the following statutes and rules:**

§§ 45-1-101 through 45-1-109	§ 45-2-1601
§§ 45-1-111 through 45-1-123	§ 45-2-1603
§ 45-1-129	Title 45, Chapter 2, Part 17
§ 45-1-130	§ 45-2-1801
§ 45-2-104	§ 45-2-1803
§ 45-2-105	§ 45-2-1804
§ 45-2-217	§ 45-2-1806
§ 45-2-219	Title 45, Chapter 2, Part 20
§ 45-2-220	§ 45-2-2101
§ 45-2-1002	§ 45-2-2109
§ 45-2-1009	Rule 0180-07-.01
§ 45-2-1010	Rule 0180-07-.07
§ 45-2-1012 (a)	Rule 0180-07-.08
§ 45-2-1015	Chapter 0180-20
§ 45-2-1016	Chapter 0180-30

**CATEGORY 3: When requested, the Department commonly grants exemptions (with limitations or other conditions in certain cases) from the following statutes and rules:**

Title 45, Chapter 1, Part 3	§ 45-2-1019
§ 45-2-208	§ 45-2-1602
§ 45-2-218	§ 45-2-1604
§ 45-2-404	§ 45-2-1805
§ 45-2-604	Rule 0180-02-01
§ 45-2-607	Rule 0180-07-.05
§ 45-2-611	Chapter 0180-13
§ 45-2-1004	Chapter 0180-15
§ 45-2-1008	Chapter 0180-19
§ 45-2-1012(b)	Chapter 0180-22
§ 45-2-1013	

The chart contains general suggestions. Notwithstanding any statements contained within the chart, the Department considers each request for exemption on a case-by-case basis. Each provision of Tenn. Code Ann., Title 45, Chapters 1 and 2 and the rules thereof not listed in the chart may apply to applicants and/or their activities. Applicants may request exemption from any provision of Tenn. Code Ann., Title 45, Chapters 1 and 2 and the rules thereof, regardless of whether listed in the chart.