OH Precious Metals Dealer Transition Checklist (Company)

CHECKLIST SECTIONS

- General Information
- Requirements Completed in NMLS
- Requirements/Documents Uploaded in NMLS

GENERAL INFORMATION

Transition to NMLS
Companies holding the Ohio Precious Metals Dealer Act ("PM") license are required to submit a license transition request through NMLS by filing a Company Form (MU1) and an Individual Form (MU2) for each of their control persons before August 31, 2020. The Precious Metals Dealer license will be available in NMLS to submit the transition request starting June 1, 2020. The transition to NMLS for this license is required.

Additionally, for each branch holding a Precious Metals Dealer license, a company must complete and submit a Branch Form (MU3) through NMLS.

Note: If you already have a record in NMLS and have submitted these forms in the past, you do not need to re-enter your company information into NMLS. You will only need to identify the business activities your company conducts and the states in which the various activities are conducted. Then, you will select the appropriate license in Ohio, and complete a few state-specific fields.

It is important that current licensees have the appropriate transition number available when completing and submitting their Company Form (MU1), so they are not charged a new application fee. In order to avoid paying additional state fees, please enter the License number that you have already been issued. For example, a company that holds License Number PM.123456.000 must enter PM.123456.000 as its license number in NMLS when requesting the License for the main office. Similarly, a company that has been issued a Branch License Number PM.123456.001 must enter PM.123456.001 as the branch license number in NMLS.

Any licensee that needs to amend or surrender a license (or execute any other action previously completed in paper form) must complete these actions within NMLS from August 31, 2020 onward. Paper forms will not be accepted after August 31, 2020. Ohio encourages current licensees to update their information by June 1, 2020, so there will be no pending changes to submit at the time of transition.

Activities Authorized Under This License
This license authorizes the following activities as defined by NMLS on the Business Activities Definitions:

- Precious Metals Dealing: Engaging in the business of purchasing, selling, or trading articles made of or containing gold, silver, platinum, or other precious metals or jewels.
Pre-Requisites for Transition

- Ensure all information on file with the Division is accurate.

Document Uploads Guidance

Documents that must be uploaded to the Document Uploads section of the Company Form (MU1) in NMLS are indicated in the checklist below. When uploading documents:

- Follow the guidance in Document Upload Descriptions and Examples.
- Only upload documents relevant to the company transition.
- Only upload documents where there is a selectable document category. If inappropriate documents are uploaded that should not be, you will be contacted by your regulator and asked to remove them from NMLS.
- Do not upload the same company documents multiple times. Generally, unless the document is state-specific, if the document has already been uploaded for another state, a new upload is not required unless changes have been made.
- If a document previously uploaded has been revised, delete the old document and replace it with the new document (history of the old document will remain in NMLS).
- For state-specific documents (e.g., Surety Bonds), be sure to indicate the applicable state.

Helpful Resources

- Transitioning an Existing Company License Quick Guide
- Document Upload Descriptions and Examples
- Individual Form (MU2) Filing Quick Guide
- Financial Statements Quick Guide
- License Status Definitions Quick Guide

Agency Contact Information

Contact a licensing staff member at (614) 644-6484 or webdfi-cf@com.state.oh.us.

THE LICENSEE IS FULLY RESPONSIBLE FOR ALL OF THE REQUIREMENTS OF THE LICENSE FOR WHICH THEY ARE TRANSITIONING. THE AGENCY SPECIFIC REQUIREMENTS CONTAINED HEREIN ARE FOR GUIDANCE ONLY TO FACILITATE TRANSITION TO NMLS. SHOULD YOU HAVE QUESTIONS, PLEASE CONSULT LEGAL COUNSEL.
## LICENSE FEES

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<th>Complete</th>
<th>OH Precious Metals Dealer</th>
<th>Submitted via...</th>
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<td>N/A</td>
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- **OH License/Registration Transition Fee:** $0
- **NMLS Transition Processing Fee:** $0

## REQUIREMENTS COMPLETED IN NMLS

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<th>Complete</th>
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- **Submission of Company Form (MU1):** Complete and submit the Company Form (MU1) in NMLS. This form serves as the transition request for the license/registration through NMLS.

  See the [Transitioning an Existing License Quick Guide](#) for instructions on how to submit the transition request.

  **When selecting your license in the Company Form (MU1), you will be asked to enter your existing license number. In order to avoid paying additional state fees, please enter the License number that you have already been issued. For example, a company that holds License Number PM.123456.000 must enter PM.123456.000 as its license number in NMLS when requesting the License for the main office.**

  All current licensees/registrants must transition their license onto NMLS on or before [August 31, 2020](#).
### Financial Statement -OR- Electronic Surety Bond

**Financial Statement:** Upload an audited or unaudited financial statement prepared by a Certified Public Accountant in accordance with Generally Accepted Accounting Principles. Financial statements should include a balance sheet, income statement, and statement of cash flows and all relevant notes.

The financial statement must illustrate a company net worth of $10,000.

Financial statements are uploaded separately under the Filing tab and Financial Statement submenu link. See the Financial Statements Quick Guide for instructions.

**Note:** This is not required to be completed by a Certified Public Accountant.

**OR**

**Electronic Surety Bond:** Electronic Surety Bond via NMLS in the amount of $10,000 furnished and submitted by a surety company authorized to conduct business in Ohio.

See the ESB Adoption Table and the ESB for NMLS Licensees page of the NMLS Recourse Center for more information.

**Note:** Surety bonds submitted via the Document Uploads section will not satisfy this requirement.

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### Other Trade Name

**Other Trade Name:** If operating under a name that is different from the licensee’s legal name, that name (“Trade Name”, “Assumed Name” or “DBA”) must be listed under the Other Trade Names section of the Company Form (MU1).

If operating under an “Other Trade Name”, upload Ohio Secretary of State Trade Name Certificate of Registration regarding ability to do business under that trade name.

This document should be named OH-PM-Trade Name–Assumed Name.

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### Resident/Registered Agent

**Resident/Registered Agent:** The Resident/Registered Agent must be listed under the Resident/Registered Agent section of the Company Form (MU1) and must match the information currently on record with the Ohio Secretary of State.

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### Primary Contact Employees

**Primary Contact Employees:** The following individuals must be entered into the Contact Employees section of the Company Form (MU1).

1. Primary Company Contact
2. Primary Consumer Complaint Contact
Non-Primary Contact Employees: OH DFI requires that an individual(s) be identified as a **Non-Primary Contact** for the following areas. These contacts must be listed in the **Contact Employees** section of the Company Form (MU1).

1. Exam Billing
2. Exam Delivery
3. Pre-Exam Contact

**Note**

**Bank Account:** Bank account information is not required. The **Bank Account** section of the Company Form (MU1) can be left blank.

**Disclosure Questions:** Provide a complete and detailed explanation and document upload for each “Yes” response to Disclosure Questions made by the company or related control persons (MU2).

See the [Company Disclosure Explanations Quick Guide](#) for instructions.

**Qualifying Individual/Office Manager:** Each Precious Metals Dealer must designate an “Office Manager” (OM) who must be listed as a qualifying individual on Form MU1 and must be knowledgeable regarding the Ohio Precious Metals Dealer Act, O.R.C. Chapter 4728.

**Control Person (MU2) Attestation:** Complete the Individual Form (MU2) in NMLS. This form must be attested to by the applicable control person before it is able to be submitted along with the Company Form (MU1).

**Note**

**Credit Report:** Individuals in a position of control are NOT required to authorize a credit report through NMLS.

**Note**

**MU2 Individual FBI Criminal Background Check:** Not required through NMLS.
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<td></td>
<td><strong>Business Plan:</strong> Upload a business plan outlining the following information:</td>
<td><strong>Upload in NMLS:</strong> under the Document Type <strong>Business Plan</strong> in the <strong>Document Uploads</strong> section of the Company Form (MU1).</td>
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<td>• Marketing strategies</td>
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<td>• Products</td>
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<td></td>
<td>• Target markets</td>
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<td></td>
<td>• Operating structure the licensee intends to employ</td>
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<td></td>
<td>This document should be named <em>[Company Legal Name] PM Business Plan.</em></td>
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<td><strong>Note:</strong> If the existing uploaded business plan already includes the above information, an additional document does not need to be uploaded. A company should only upload a single business plan. If state-specific material is required, this information should be added to the existing uploaded business plan.</td>
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<td><strong>Note:</strong> If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.</td>
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<td><strong>Business Continuity Plan:</strong> Upload document(s) including description of how a company plans, prevents, maintains, and/or recovers essential functions, systems, processes, and other business operations involving threats to the business, including during a disaster.</td>
<td><strong>Upload in NMLS:</strong> under the Document Type <strong>Business Continuity Plan</strong> in the Document Uploads section of the Company Form (MU1).</td>
</tr>
<tr>
<td></td>
<td>This document should be named <em>[Company Legal Name] PM Business Continuity Plan.</em></td>
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<td><strong>Note:</strong> If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.</td>
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<tr>
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<td><strong>Certificate of Authority/Good Standing Certificate:</strong> Upload a State-issued and approved document (typically by the Secretary of State’s office) through NMLS that demonstrates authorization to do business in Ohio.</td>
<td><strong>Upload in NMLS:</strong> under the Document Type <strong>Certificate of Authority/Good Standing Certificate</strong> in the <strong>Document Uploads</strong> section of the Company Form (MU1).</td>
</tr>
<tr>
<td></td>
<td>This document should be named <strong>OH Certificate of Authority -or- OH Certificate of Good Standing.</strong></td>
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### Company Staffing and Internal Policies

Upload document(s) including information on staffing and internal organizational policies and procedures. If submitting multiple policies, upload and name each policy separately. The document must include the following information:

- Internal audit plan, policies, procedures and schedule for all compliance issues including, but not limited to, PATRIOT ACT/Bank Secrecy Act, and information technology.
- Policies and procedures to receive and process consumer inquiries and grievances promptly and fairly.
- Download, execute, and upload the OH Attestation. Click to download form.

These documents should be named `[Name of Policy]`.

**Note:** If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.

### Document Samples

Upload copies of the following sample documents used in the regular course of business in connection with this license:

- A complete sample of the **Purchase Forms/Receipt Forms** indicating the company name and address.
  
  This document should be named **Purchase/Receipt Forms**

- A sample or copy of your **Computer System and Anti-virus software** used in this business that indicates compliance with the Ohio Precious Metals Dealer Act and Regulations. If a manual recordkeeping system is used, indicate such.
  
  This document should be named **Computer System**

- The **days and business hours** of this proposed office.
  
  This document should be named **Business Hours**

- A copy of the location’s **Stolen Property Sign**.
  
  This document should be named **Stolen Property Sign**

- A copy of the local law enforcement contact person and method of providing information.
  
  This document should be named **Law Enforcement Contact**

- **Other Businesses from location:** Submit a list of other type(s) of business that will be operated from this location.
  
  This document should be named **Other Business**

*Upload in NMLS: under the Document Type **Company Staffing and Internal Policies** in the Document Uploads section of the Company Form (MU1).*

*Upload in NMLS: under Document Samples in the Document Uploads section of the Company Form (MU1).*
**Formation Documents:** Submit a State certified copy of the requested applicable documentation detailed below. Original formation documents and all subsequent amendments, thereto including a list of any name changes.

**Sole Proprietor**  
- Applicable formation documents.

**Unincorporated Association:**  
- By-Laws or constitution (including all amendments).

**General Partnership:**  
- Partnership Agreement (including all amendments).

**Limited Liability Partnership:**  
- Certificate of Limited Liability Partnership; and  
- Partnership Agreement (including all amendments).

**Limited Partnership:**  
- Certificate of Limited Partnership; and  
- Partnership Agreement (including all amendments).

**Limited Liability Limited Partnership:**  
- Certificate of Limited Liability Limited Partnership; and  
- Partnership Agreement (including all amendments).

**Limited Liability Company (“LLC”):**  
- Articles of Organization (including all amendments);  
- Operating Agreement (including all amendments);  
- IRS Form 2553 or IRS Form 8832 if S-corp treatment elected; and  
- LLC resolution if authority not in operating agreement.

**Corporation:**  
- Articles of Incorporation (including all amendments);  
- By-laws (including all amendments), if applicable;  
- Shareholder Agreement (including all amendments), if applicable;  
- Operating Agreement (including all amendments);  
- IRS Form 2553 if S-corp treatment elected; and  
- Corporate resolution if authority to complete application not in By-Laws or Shareholder Agreement, as amended, as applicable.

**Not for Profit Corporation**  
- Documents requested of a Corporation; and  
- Proof of nonprofit status  
  - Internal Revenue Service ("IRS") 501(c)(3) designation letter; or  
  - statement from a State taxing body or the State attorney general certifying that: (i) the entity is a nonprofit organization operating within the State; and (ii) no part of the entity’s net earnings may lawfully benefit any private shareholder or individual; or  
  - entity’s certificate of incorporation or similar document if it clearly establishes the nonprofit status of the licensee; or  
  - Any of the three preceding items described, if that item applies to a State or national parent organization, together with a statement by the State or parent organization that the licensee is a local nonprofit affiliate.

**Trust (Statutory)**  
- Certificate of Trust; and  
- Governing instrument (all amendments).

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**Upload in NMLS:** under **Formation Document** in the Document Uploads section of the Company Form (MU1). This document should be named *Formation Documentation [Date of Creation (MM-DD-YYYY)]*. 
### Management Chart
Submit a Management chart displaying the licensee’s directors, officers, and managers (individual name and title). Must also identify compliance reporting and internal audit structure.
This document should be named *[Company Legal Name]* Management Chart.

**Note:** If the existing uploaded management chart already includes the above information, an additional document does not need to be uploaded. A company should only upload a single management chart.

**Note:** If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.

#### Upload in NMLS:
under Management Chart in the Document Uploads section of the Company Form (MU1).

### Organizational Chart/Description
Submit a chart showing (or a description which includes) the percentage of ownership of:
- All direct owners (direct ownership information must account for 100% of ownership).
- Indirect owners that own or control 10% or more of the licensee.

This document should be named *[Company Legal Name]* Organizational Chart – Description.

**Note:** If the existing uploaded Organizational Chart/Description already includes the above information, an additional document does not need to be uploaded. A company should only upload a single management chart.

**Note:** If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.

#### Upload in NMLS:
under Organizational Chart/Description in the Document Uploads section of the Company Form (MU1).

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### INDIVIDUAL (MU2) DOCUMENTS UPLOADED IN NMLS

#### Verification of Experience
Each Precious Metals Dealer must designate an “Office Manager” (OM) who must be listed as a Qualifying Individual on Form MU1 and must be knowledgeable under the Act.

This document should be named *PM Office Manager Experience*.

**Note:** If the company does not have an existing document, do not create one specifically for transition. The Division will not deny the transition if the company does not upload this item.

#### Upload in NMLS:
under the Document Type Verification of Experience in the Document Uploads section of the Individual Form (MU2).

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### REQUIREMENTS SUBMITTED OUTSIDE OF NMLS
No items are required to be submitted outside of NMLS for this license/registration at this time.