

(IV) THAT CONVERSION WILL NOT IMPAIR THE CAPITAL OF THE ASSOCIATION NOR ADVERSELY AFFECT THE ASSOCIATION'S OPERATIONS; AND

(V) THAT NO PERSON, MEMBER, EMPLOYEE OR OTHERWISE WILL RECEIVE ANY INEQUITABLE GAIN OR ADVANTAGE BY REASON OF THE CONVERSION; AND

(3) May require any changes that are necessary to ensure full disclosure of all material facts.

9-605. Preliminary approval.

Within 60 days of the filing of an application, if the Division Director finds that the mutual association has met the requirements of § 9-604 of this subtitle, the Division Director shall issue to the converting association a letter of preliminary approval of the conversion.

9-606. Meeting of members.

(a) Meeting called.

On receipt of the Division Director's letter of preliminary approval, the board of directors of the converting association shall call a meeting of the members for the purpose of considering the plan of conversion to a capital stock association.

(b) Notice.

At least 10 days, but not more than 90 days, before the meeting, the converting association shall mail notice of the meeting to all members entitled to vote.

9-607. Member approval.

A proposed plan of conversion to a capital stock association and proposed charter amendments to conform to the conversion require approval by a majority vote of the total number of votes eligible to be cast by the members of a mutual association.

9-608. Approval by Division Director.

(a) Filing.

The board of directors of the converting association shall deliver to the Division Director:

(1) A certified copy of the minutes of the meeting at which the conversion was approved; and

(2) The executed charter amendments and a conformed copy.