

FIRST REGULAR SESSION
HOUSE COMMITTEE SUBSTITUTE FOR
HOUSE BILL NO. 682
103RD GENERAL ASSEMBLY

1798H.02C

JOSEPH ENGLER, Chief Clerk

AN ACT

To repeal sections 32.115 and 135.460, RSMo, and to enact in lieu thereof four new sections relating to tax credits.

Be it enacted by the General Assembly of the state of Missouri, as follows:

Section A. Sections 32.115 and 135.460, RSMo, are repealed and four new sections enacted in lieu thereof, to be known as sections 32.115, 135.460, 348.273, and 348.274, to read as follows:

32.115. 1. The department of revenue shall grant a tax credit, to be applied in the following order until used, against:

(1) The annual tax on gross premium receipts of insurance companies in chapter 148;

(2) The tax on banks determined pursuant to subdivision (2) of subsection 2 of section 148.030;

(3) The tax on banks determined in subdivision (1) of subsection 2 of section 148.030;

(4) The tax on other financial institutions in chapter 148;

(5) The corporation franchise tax in chapter 147;

(6) The state income tax in chapter 143; and

(7) The annual tax on gross receipts of express companies in chapter 153.

2. For proposals approved pursuant to section 32.110:

(1) The amount of the tax credit shall not exceed ~~[fifty]~~ **seventy** percent of the total amount contributed during the taxable year by the business firm or, in the case of a financial institution, where applicable, during the relevant income period in programs approved pursuant to section 32.110;

EXPLANATION — Matter enclosed in bold-faced brackets ~~[thus]~~ in the above bill is not enacted and is intended to be omitted from the law. Matter in **bold-face** type in the above bill is proposed language.

17 (2) Except as provided in subsection 2 or 5 of this section, a tax credit of up to
18 seventy percent may be allowed for contributions to programs where activities fall within the
19 scope of special program priorities as defined with the approval of the governor in regulations
20 promulgated by the director of the department of economic development;

21 (3) Except as provided in subsection 2 or 5 of this section, the tax credit allowed for
22 contributions to programs located in any community shall be equal to seventy percent of the
23 total amount contributed where such community is a city, town or village which has fifteen
24 thousand or less inhabitants as of the last decennial census and is located in a county which is
25 either located in:

26 (a) An area that is not part of a standard metropolitan statistical area;

27 (b) A standard metropolitan statistical area but such county has only one city, town or
28 village which has more than fifteen thousand inhabitants; or

29 (c) A standard metropolitan statistical area and a substantial number of persons in
30 such county derive their income from agriculture.

31

32 Such community may also be in an unincorporated area in such county as provided in
33 subdivision (1), (2) or (3) of this subsection. Except in no case shall the total economic
34 benefit of the combined federal and state tax savings to the taxpayer exceed the amount
35 contributed by the taxpayer during the tax year;

36 (4) Such tax credit allocation, equal to seventy percent of the total amount
37 contributed, shall not exceed four million dollars in fiscal year 1999 and six million dollars in
38 fiscal year 2000 and any subsequent fiscal year. When the maximum dollar limit on the
39 seventy percent tax credit allocation is committed, the tax credit allocation for such programs
40 shall then be equal to fifty percent credit of the total amount contributed. Regulations
41 establishing special program priorities are to be promulgated during the first month of each
42 fiscal year and at such times during the year as the public interest dictates. Such credit shall
43 not exceed two hundred and fifty thousand dollars annually except as provided in subdivision
44 (5) of this subsection. No tax credit shall be approved for any bank, bank and trust company,
45 insurance company, trust company, national bank, savings association, or building and loan
46 association for activities that are a part of its normal course of business. Any tax credit not
47 used in the period the contribution was made may be carried over the next five succeeding
48 calendar or fiscal years until the full credit has been claimed. Except as otherwise provided
49 for proposals approved pursuant to section 32.111, 32.112 or 32.117, in no event shall the
50 total amount of all other tax credits allowed pursuant to sections 32.100 to 32.125 exceed
51 thirty-two million dollars in any one fiscal year, of which six million shall be credits allowed
52 pursuant to section 135.460. If six million dollars in credits are not approved, then the
53 remaining credits may be used for programs approved pursuant to sections 32.100 to 32.125;

54 (5) The credit may exceed two hundred fifty thousand dollars annually and shall not
55 be limited if community services, crime prevention, education, job training, physical
56 revitalization or economic development, as defined by section 32.105, is rendered in an area
57 defined by federal or state law as an impoverished, economically distressed, or blighted area
58 or as a neighborhood experiencing problems endangering its existence as a viable and stable
59 neighborhood, or if the community services, crime prevention, education, job training,
60 physical revitalization or economic development is limited to impoverished persons.

61 3. For proposals approved pursuant to section 32.111:

62 (1) The amount of the tax credit shall not exceed fifty-five percent of the total amount
63 invested in affordable housing assistance activities or market rate housing in distressed
64 communities as defined in section 135.530 by a business firm. Whenever such investment is
65 made in the form of an equity investment or a loan, as opposed to a donation alone, tax credits
66 may be claimed only where the loan or equity investment is accompanied by a donation
67 which is eligible for federal income tax charitable deduction, and where the total value of the
68 tax credits herein plus the value of the federal income tax charitable deduction is less than or
69 equal to the value of the donation. Any tax credit not used in the period for which the credit
70 was approved may be carried over the next ten succeeding calendar or fiscal years until the
71 full credit has been allowed. If the affordable housing units or market rate housing units in
72 distressed communities for which a tax is claimed are within a larger structure, parts of which
73 are not the subject of a tax credit claim, then expenditures applicable to the entire structure
74 shall be reduced on a prorated basis in proportion to the ratio of the number of square feet
75 devoted to the affordable housing units or market rate housing units in distressed
76 communities, for purposes of determining the amount of the tax credit. The total amount
77 of tax credit granted for programs approved pursuant to section 32.111 for the fiscal year
78 beginning July 1, 1991, shall not exceed two million dollars, to be increased by no more than
79 two million dollars each succeeding fiscal year, until the total tax credits that may be
80 approved reaches ten million dollars in any fiscal year;

81 (2) For any year during the compliance period indicated in the land use restriction
82 agreement, the owner of the affordable housing rental units for which a credit is being
83 claimed shall certify to the commission that all tenants renting claimed units are income
84 eligible for affordable housing units and that the rentals for each claimed unit are in
85 compliance with the provisions of sections 32.100 to 32.125. The commission is authorized,
86 in its discretion, to audit the records and accounts of the owner to verify such certification;

87 (3) In the case of owner-occupied affordable housing units, the qualifying owner
88 occupant shall, before the end of the first year in which credits are claimed, certify to the
89 commission that the occupant is income eligible during the preceding two years, and at the
90 time of the initial purchase contract, but not thereafter. The qualifying owner occupant shall

91 further certify to the commission, before the end of the first year in which credits are claimed,
92 that during the compliance period indicated in the land use restriction agreement, the cost of
93 the affordable housing unit to the occupant for the claimed unit can reasonably be projected to
94 be in compliance with the provisions of sections 32.100 to 32.125. Any succeeding owner
95 occupant acquiring the affordable housing unit during the compliance period indicated in the
96 land use restriction agreement shall make the same certification;

97 (4) If at any time during the compliance period the commission determines a project
98 for which a proposal has been approved is not in compliance with the applicable provisions of
99 sections 32.100 to 32.125 or rules promulgated therefor, the commission may within one
100 hundred fifty days of notice to the owner either seek injunctive enforcement action against the
101 owner, or seek legal damages against the owner representing the value of the tax credits, or
102 foreclose on the lien in the land use restriction agreement, selling the project at a public sale,
103 and paying to the owner the proceeds of the sale, less the costs of the sale and less the value of
104 all tax credits allowed herein. The commission shall remit to the director of revenue the
105 portion of the legal damages collected or the sale proceeds representing the value of the tax
106 credits. However, except in the event of intentional fraud by the taxpayer, the proposal's
107 certificate of eligibility for tax credits shall not be revoked.

108 4. For proposals approved pursuant to section 32.112, the amount of the tax credit
109 shall not exceed fifty-five percent of the total amount contributed to a neighborhood
110 organization by business firms. Any tax credit not used in the period for which the credit was
111 approved may be carried over the next ten succeeding calendar or fiscal years until the full
112 credit has been allowed. The total amount of tax credit granted for programs approved
113 pursuant to section 32.112 shall not exceed one million dollars for each fiscal year.

114 5. The total amount of tax credits used for market rate housing in distressed
115 communities pursuant to sections 32.100 to 32.125 shall not exceed thirty percent of the total
116 amount of all tax credits authorized pursuant to sections 32.111 and 32.112.

135.460. 1. This section and sections 620.1100 and 620.1103 shall be known and
2 may be cited as the "Youth Opportunities and Violence Prevention Act".

3 2. As used in this section, the term "taxpayer" shall include corporations as defined in
4 section 143.441 or 143.471, any charitable organization which is exempt from federal income
5 tax and whose Missouri unrelated business taxable income, if any, would be subject to the
6 state income tax imposed under chapter 143, and individuals, individual proprietorships and
7 partnerships.

8 3. A taxpayer shall be allowed a tax credit against the tax otherwise due pursuant to
9 chapter 143, excluding withholding tax imposed by sections 143.191 to 143.265, chapter 147,
10 chapter 148, or chapter 153 in an amount equal to thirty percent for property contributions
11 and ~~[fifty]~~ **seventy** percent for monetary contributions of the amount such taxpayer

12 contributed to the programs described in subsection 5 of this section, not to exceed two
13 hundred thousand dollars per taxable year, per taxpayer; except as otherwise provided in
14 subdivision (5) of subsection 5 of this section. The department of economic development
15 shall prescribe the method for claiming the tax credits allowed in this section. No rule or
16 portion of a rule promulgated under the authority of this section shall become effective unless
17 it has been promulgated pursuant to the provisions of chapter 536. All rulemaking authority
18 delegated prior to June 27, 1997, is of no force and effect and repealed; however, nothing in
19 this section shall be interpreted to repeal or affect the validity of any rule filed or adopted
20 prior to June 27, 1997, if such rule complied with the provisions of chapter 536. The
21 provisions of this section and chapter 536 are nonseverable and if any of the powers vested
22 with the general assembly pursuant to chapter 536, including the ability to review, to delay the
23 effective date, or to disapprove and annul a rule or portion of a rule, are subsequently held
24 unconstitutional, then the purported grant of rulemaking authority and any rule so proposed
25 and contained in the order of rulemaking shall be invalid and void.

26 4. The tax credits allowed by this section shall be claimed by the taxpayer to offset
27 the taxes that become due in the taxpayer's tax period in which the contribution was made.
28 Any tax credit not used in such tax period may be carried over the next five succeeding tax
29 periods.

30 5. The tax credit allowed by this section may only be claimed for monetary or
31 property contributions to public or private programs authorized to participate pursuant to this
32 section by the department of economic development and may be claimed for the
33 development, establishment, implementation, operation, and expansion of the following
34 activities and programs:

35 (1) An adopt-a-school program. Components of the adopt-a-school program shall
36 include donations for school activities, seminars, and functions; school-business employment
37 programs; and the donation of property and equipment of the corporation to the school;

38 (2) Expansion of programs to encourage school dropouts to reenter and complete high
39 school or to complete a graduate equivalency degree program;

40 (3) Employment programs. Such programs shall initially, but not exclusively, target
41 unemployed youth living in poverty and youth living in areas with a high incidence of crime;

42 (4) New or existing youth clubs or associations;

43 (5) Employment/internship/apprenticeship programs in business or trades for persons
44 less than twenty years of age, in which case the tax credit claimed pursuant to this section
45 shall be equal to one-half of the amount paid to the intern or apprentice in that tax year, except
46 that such credit shall not exceed ten thousand dollars per person;

47 (6) Mentor and role model programs;

48 (7) Drug and alcohol abuse prevention training programs for youth;

49 (8) Donation of property or equipment of the taxpayer to schools, including schools
50 which primarily educate children who have been expelled from other schools, or donation of
51 the same to municipalities, or not-for-profit corporations or other not-for-profit organizations
52 which offer programs dedicated to youth violence prevention as authorized by the
53 department;

54 (9) Not-for-profit, private or public youth activity centers;

55 (10) Nonviolent conflict resolution and mediation programs;

56 (11) Youth outreach and counseling programs.

57 6. Any program authorized in subsection 5 of this section shall, at least annually,
58 submit a report to the department of economic development outlining the purpose and
59 objectives of such program, the number of youth served, the specific activities provided
60 pursuant to such program, the duration of such program and recorded youth attendance where
61 applicable.

62 7. The department of economic development shall, at least annually submit a report to
63 the Missouri general assembly listing the organizations participating, services offered and the
64 number of youth served as the result of the implementation of this section.

65 8. The tax credit allowed by this section shall apply to all taxable years beginning
66 after December 31, 1995.

67 9. For the purposes of the credits described in this section, in the case of a corporation
68 described in section 143.471, partnership, limited liability company described in section
69 347.015, cooperative, marketing enterprise, or partnership, in computing Missouri's tax
70 liability, such credits shall be allowed to the following:

71 (1) The shareholders of the corporation described in section 143.471;

72 (2) The partners of the partnership;

73 (3) The members of the limited liability company; and

74 (4) Individual members of the cooperative or marketing enterprise.

75

76 Such credits shall be apportioned to the entities described in subdivisions (1) and (2) of this
77 subsection in proportion to their share of ownership on the last day of the taxpayer's tax
78 period.

**348.273. 1. This section and section 348.274 shall be known and may be cited as
2 the "Missouri Angel Investment Incentive Act".**

3 2. As used in this section and section 348.274, the following terms mean:

**4 (1) "Cash investment", any moneys or money-equivalent contribution in
5 consideration of qualified securities;**

6 (2) "Department", the department of economic development;

7 (3) "Designated geographic regions", the following four regions:

8 (a) **Region 1: Counties of Bates, Cass, Clay, Jackson, and Platte;**

9 (b) **Region 2: Counties of Franklin, Jefferson, Lincoln, St. Charles, Warren, and**
10 **St. Louis, and the City of St. Louis;**

11 (c) **Region 3: Counties geographically north of the Missouri River, excluding any**
12 **counties in region 1 or region 2; and**

13 (d) **Region 4: Counties geographically south of the Missouri River, excluding any**
14 **counties in region 1 or region 2;**

15 (4) **"Investor", one of the following persons or entities:**

16 (a) **A natural person who is an accredited investor as defined under 17 CFR**
17 **230.501(a)(5) or 230.501(a)(6), as in effect on July 24, 2013;**

18 (b) **A permitted entity investor who is an accredited investor as defined under 17**
19 **CFR 230.501(a)(8) as in effect on July 24, 2013; or**

20 (c) **A natural person or permitted entity investor making an investment who**
21 **qualifies under the federal Jumpstart Our Business Startups (JOBS) Act, Pub. L. 112-**
22 **106 as in effect on April 5, 2012.**

23

24 **The term "investor" shall not include any person who serves as an executive, officer, or**
25 **employee of the business in which an otherwise qualified cash investment is made, and**
26 **such person shall not qualify for the issuance of tax credits for such investment.**
27 **However, an investor who serves solely as a director may qualify for the issuance of tax**
28 **credits;**

29 (5) **"MTC", the Missouri technology corporation established under section**
30 **348.251;**

31 (6) **"Owner", any natural person who is, directly or indirectly, a partner,**
32 **stockholder, or member in a permitted entity investor;**

33 (7) **"Permitted entity investor", any general partnership; limited partnership;**
34 **corporation that has in effect a valid election to be taxed as an S corporation under the**
35 **Internal Revenue Code of 1986, as amended; revocable living trust; nonprofit**
36 **corporation; or limited liability company that has elected to be taxed as a**
37 **partnership under the Internal Revenue Code of 1986, as amended, and that was**
38 **established and is operated for the purpose of making investments in other entities;**

39 (8) **"Qualified knowledge-based company", a company engaged in the research,**
40 **development, implementation, and commercialization of innovative technologies,**
41 **products, and services for use in the commercial marketplace;**

42 (9) **"Qualified Missouri business", a Missouri business that is approved as a**
43 **qualified knowledge-based company by the MTC and meets at least one of the following**
44 **criteria:**

45 (a) Any partnership, association, limited liability company, or corporation
46 domiciled in Missouri; or

47 (b) Any limited liability company or corporation that is domiciled outside the
48 state of Missouri but has its business operations located primarily in Missouri or does
49 substantially all of such business's production in Missouri;

50 (10) "Qualified securities", a cash investment through any form or combination
51 of forms of financial assistance as provided under this subdivision. Such forms of
52 financial assistance include, but are not limited to:

53 (a) Any form of equity, such as:

54 a. A general or limited partnership interest;

55 b. Common stock;

56 c. Simple agreement for future equity (SAFE); or

57 d. Preferred stock, without regard to voting rights or seniority position and
58 regardless of whether convertible into common stock; and

59 (b) Any debt instrument subordinate to the general creditors of the qualified
60 Missouri company debtor that requires no payment from the qualified Missouri
61 company debtor and that shall convert to some form of equity prior to, or in
62 conjunction with, the qualified Missouri company raising any additional funds;

63 (11) "Rural county", any county in the state of Missouri with fewer than twenty-
64 five thousand inhabitants, and such term shall be deemed to include both the farm and
65 nonfarm population thereof. The number of inhabitants specified in this subdivision
66 shall be increased by six percent every ten years after each decennial census beginning
67 in 2030;

68 (12) "Tax credit", a credit against the tax otherwise due under chapter 143,
69 excluding withholding tax imposed by sections 143.191 to 143.265, chapter 147, or
70 chapter 148.

71 3. (1) For all tax years beginning on or after January 1, 2026, a tax credit shall
72 be allowed for an investor's cash investment in the qualified securities of a qualified
73 Missouri business. The credit shall be in a total amount equal to forty percent of such
74 investor's cash investment in any qualified Missouri business, subject to the limitations
75 set forth in this subsection. The credit shall be in a total amount equal to fifty percent
76 where the investor's cash investment in the qualified securities of a qualified Missouri
77 business are in a rural county. If the amount by which that portion of the credit allowed
78 by this section exceeds the investor's tax liability in any one tax year, the remaining
79 portion of the credit may be carried forward five years or until the total amount of the
80 credit is used, whichever occurs first. If the investor is a permitted entity investor, the

81 credit provided by this section shall be claimed by the permitted entity investor in
82 proportion to such owner's equity investment in the permitted entity investor.

83 (2) A cash investment in a qualified security shall be deemed to have been made
84 on the date of acquisition of the qualified security, as such date is determined in
85 accordance with the provisions of the Internal Revenue Code of 1986, as amended.

86 (3) The department and the MTC shall not allow tax credits of more than
87 seventy-five thousand dollars for a single qualified Missouri business per investor who is
88 a natural person or a permitted entity investor and shall not allow a total of three
89 hundred thousand dollars in tax credits for a single tax year per investor who is a
90 natural person or a permitted entity investor. No tax credit authorized by this section or
91 section 348.274 shall be allowed for any cash investments in qualified securities made in
92 any year after December 31, 2032. The total amount of tax credits that may be allowed
93 under this section shall not exceed six million dollars during either calendar year 2026
94 or 2027. Beginning in calendar year 2028, the total amount of tax credits allowed under
95 this section shall be annually increased by twenty percent of the total amount of tax
96 credits allowed in the immediately preceding calendar year, so long as the total amount
97 of tax credits allowed in the immediately preceding calendar year was issued during
98 such calendar year. For each successive year thereafter, if the total amount of tax
99 credits allowed in the immediately preceding calendar year under this section is issued,
100 the total amount of tax credits shall be increased by an additional twenty percent. Such
101 increase of twenty percent of tax credits allowed shall continue, so long as the total
102 amount of tax credits allowed in the immediately preceding calendar year was
103 completely issued. The balance of unissued tax credits may be carried over for issuance
104 in future years before December 31, 2034. The balance of unissued tax credits carried
105 over, if any, shall not be used in the calculation of the total amount of tax credits allowed
106 in a given calendar year.

107 (4) At the beginning of each calendar year, the MTC shall equally designate the
108 total amount of tax credits available during the first six months of that calendar year to
109 each designated geographic region. As soon as practicable at the end of the first six
110 months of that calendar year, the MTC shall prepare and issue a report to the director
111 of the department designating all tax credit awards for that year to date, so that the
112 department may issue such tax credits in accordance with the provisions of this section
113 and section 348.274.

114 (5) During the last six months of the calendar year, any unissued tax credits
115 previously allocated to any designated geographic region may be awarded at the
116 discretion of the MTC to a qualified Missouri company in any designated geographic
117 region throughout the state.

118 **4. (1) Before an investor is entitled to receive tax credits under this section and**
119 **section 348.274, such investor shall have made a cash investment in a qualified security**
120 **of a qualified Missouri business. The business shall have been approved as a qualified**
121 **Missouri business before the date on which the cash investment was made. To be**
122 **designated as a qualified Missouri business, a business shall apply to the MTC.**

123 **(2) The application by a business shall be in the form and substance required by**
124 **the MTC in coordination with the department by and through its service on the MTC**
125 **board of directors but shall include at least the following:**

126 **(a) The name of the business and certified copies of the organizational**
127 **documents of the business;**

128 **(b) A business plan, including a description of the business and the management,**
129 **product, market, and financial plan of the business;**

130 **(c) A statement of the potential economic impact of the business, including the**
131 **number, location, and types of jobs expected to be created;**

132 **(d) A description of the qualified securities to be issued, the consideration to be**
133 **paid for the qualified securities, and the amount of any tax credits requested;**

134 **(e) A statement of the amount, timing, and projected use of the proceeds to be**
135 **raised from the proposed sale of qualified securities; and**

136 **(f) Such other information as may be reasonably requested.**

137 **(3) The designation of a business as a qualified Missouri business shall be made**
138 **by the MTC, and each qualified Missouri business shall annually apply to renew such**
139 **designation, to be approved by the MTC. A business shall be so designated if the MTC**
140 **determines, based upon the application submitted by the business and any additional**
141 **information provided in connection with such application or as reasonably requested by**
142 **the MTC, that such business meets established criteria, including at least the following:**

143 **(a) The business shall not have had annual gross revenues of more than five**
144 **million dollars in the most recent tax year of the business;**

145 **(b) Businesses that are not bioscience businesses shall have been in operation for**
146 **less than five years, and bioscience businesses shall have been in operation for less than**
147 **ten years;**

148 **(c) The ability of investors in the business to receive tax credits for cash**
149 **investments in qualified securities of the business is beneficial to advancing the goals of**
150 **this section and section 348.274;**

151 **(d) The business shall not have ownership interests including, but not limited to,**
152 **common or preferred shares of stock that can be traded via a public stock exchange**
153 **before the date that a qualifying investment is made;**

(e) The business shall not be engaged primarily in any one or more of the following enterprises:

a. The business of banking, savings and loan or lending institutions, credit or finance, or financial brokerage or investments;

b. The provision of professional services, such as legal, accounting, or engineering services; however, contract research or manufacturing organizations, sometimes referred to as CROs or CMOs, shall not be subject to this exclusion;

c. Governmental, charitable, religious, or trade organizations;

d. The ownership, development, brokerage, sales, or leasing of real estate;

e. Insurance;

f. Construction, construction management, or contracting;

g. Business consulting or brokerage;

h. Any business engaged primarily as a passive business, having irregular or noncontiguous operations, or deriving substantially all of the income of the business from passive investments that generate interest, dividends, royalties, or capital gains or any business arrangements the effect of which is to immunize an investor from risk of loss;

i. Any activity that is in violation of the law;

j. Any business raising moneys primarily to purchase real estate, land, or fixtures; and

k. Any gambling-related business;

(f) The business has a reasonable chance of success;

(g) The business has the reasonable potential to create measurable employment within the region, this state, or both;

(h) The business is based on an innovative technology, product, or service designed to be used in the commercial marketplace;

(i) The existing owners of the business and other founders have made or are committed to making a substantial financial or time commitment to the business;

(j) The securities to be issued and purchased are qualified securities;

(k) The business has the reasonable potential to address needs and opportunities specific to the region, this state, or both;

(l) The business has made binding commitments to the MTC for adequate reporting of financial data, including a requirement for an annual report or, if required, an annual audit of the financial and operational records of the business; the right of access to the financial records of the business; the right of the department and the MTC to record and publish normal and customary data and information related to the issuance of tax credits that are not otherwise determined to be trade or business secrets;

191 and other such protections as may be in the best interest of Missouri taxpayers to
192 achieve the goals of this section and section 348.274; and

193 (m) The business shall satisfy all other requirements of this section and section
194 348.274.

195 (4) A qualified Missouri business shall have the burden of proof to demonstrate
196 the qualifications of the business under this section.

197 (5) The MTC shall establish an application fee for qualified Missouri businesses
198 and investors or transferees. This fee shall be utilized by MTC to administer this act,
199 issue the tax credits, and review the applications.

348.274. 1. (1) The MTC is authorized to allocate tax credits to qualified
2 Missouri businesses, and the department is authorized to issue tax credits to investors in
3 such qualified Missouri businesses. Such tax credits shall be allocated to those qualified
4 Missouri businesses that, as determined by the MTC, are most likely to provide the
5 greatest economic benefit to the region or the state, or both. The MTC may allocate,
6 and the department may issue, whole or partial tax credits in accordance with the report
7 issued to the director of the department based on the MTC's assessment of the qualified
8 Missouri businesses. The MTC may consider numerous factors in such assessment
9 including, but not limited to, the quality and experience of the management team, the
10 size of the estimated market opportunity, the risk from current or future competition,
11 the ability to defend intellectual property, the quality and utility of the business model,
12 and the quality and reasonableness of financial projections for the business.

13 (2) Each qualified Missouri business for which the MTC has allocated tax credits
14 such that the department can issue tax credits to the investors of such qualified Missouri
15 business shall submit to the MTC a report before such tax credits are issued. Such
16 report shall include the following:

17 (a) The name, address, and taxpayer identification number of each investor who
18 has made cash investment in the qualified securities of the qualified Missouri business;

19 (b) Proof of such investment, including copies of the securities' purchase
20 agreements and cancelled checks or wire-transfer receipts; and

21 (c) Such other information as may be reasonably required under this section and
22 section 348.273 or reasonably requested by the department or the MTC.

23 2. (1) The state of Missouri, the department, or the MTC shall not be held liable
24 for any damages to any investor that makes an investment in any qualified security of a
25 qualified Missouri business, any business that applies to be designated as a qualified
26 Missouri business and is denied, or any investor that makes an investment in a business
27 that applies to be designated as a qualified Missouri business and is denied.

28 **(2) Each qualified Missouri business shall have the obligation to notify the MTC,**
29 **which shall notify the director of the department, of any changes in the qualifications of**
30 **the business or in the eligibility of investors to claim a tax credit for cash investment in a**
31 **qualified security.**

32 **(3) The director of the department, in cooperation with the MTC, shall provide**
33 **the information specified under subdivision (3) of subsection 4 of this section to the**
34 **director of the department of revenue on an annual basis. The MTC shall conduct an**
35 **annual review of the activities undertaken under this section and section 348.273 to**
36 **ensure that tax credits issued under this section and section 348.273 are issued in**
37 **compliance with the provisions of this section and section 348.273 or rules and**
38 **regulations promulgated by the MTC or the department with respect to this section and**
39 **section 348.273. The reasonable costs of the annual review shall be paid by the MTC**
40 **according to a reasonable fee schedule adopted by the MTC in cooperation with the**
41 **department by and through its service on the MTC board of directors.**

42 **(4) If the MTC determines that a business is not in substantial compliance with**
43 **the requirements under this section and section 348.273 to maintain its designation, the**
44 **department or MTC, by written notice, may inform the business that such business will**
45 **lose its designation as a qualified Missouri business one hundred twenty days from the**
46 **date of mailing of the notice unless such business corrects the deficiencies and is once**
47 **again in compliance with the requirements for designation and provides the MTC with**
48 **evidence of correcting the deficiencies as the MTC reasonably requests.**

49 **(5) At the end of the one-hundred-twenty-day period, if the qualified Missouri**
50 **business is still not in substantial compliance, the department or MTC may send a notice**
51 **of loss of designation to the business, the director of the department of revenue, and to**
52 **all known investors in the business.**

53 **(6) A business may lose its designation as a qualified Missouri business under**
54 **this section and section 348.273 by moving either its headquarters outside of Missouri or**
55 **a substantial number of the jobs created in Missouri to a location outside Missouri**
56 **within ten years after receiving financial assistance under this section and section**
57 **348.273, provided that no business may lose its designation as a qualified Missouri**
58 **business under this section and section 348.273 if such move is in connection with the**
59 **acquisition of the business by sale of all or substantially all of its business, whether by**
60 **merger, sale of stock, sale of assets, or otherwise.**

61 **(7) In the event that a business loses its designation as a qualified Missouri**
62 **business, such business shall be precluded from being issued any additional tax credits**
63 **available under this section and section 348.273 with respect to the business, shall be**
64 **precluded from being approved as a qualified Missouri business, and shall be subject to**

65 an appropriate clawback provision that the MTC, in cooperation with the department
66 by and through its service on the MTC board of directors, may institute.

67 (8) Investors who lawfully make an investment in a qualified Missouri business
68 shall not have issued tax credits disallowed solely due to the business subsequently losing
69 its designation as a qualified Missouri business. In the event such qualified business
70 loses its designation as a qualified Missouri business, the amount of tax credits issued
71 under this section and section 348.273 shall be subject to clawback provisions from the
72 qualified Missouri business, to be determined by the department and the MTC board of
73 directors.

74 (9) The portions of documents and other materials submitted to the department
75 or MTC that contain confidential information shall be kept confidential and shall be
76 maintained in a secured environment. For the purposes of this section and section
77 348.273, confidential information shall include, but not be limited to, such portions of
78 trade secrets, documents, any customer lists, and other materials; any formula,
79 compound, production data, or compilation of information that will allow certain
80 individuals within a commercial concern using such portions of documents and other
81 material the means to fabricate, produce, or compound an article of trade; or any
82 service having commercial value that gives the user an opportunity to obtain a business
83 advantage over competitors who do not know or use such service.

84 (10) The department and the MTC may prepare and adopt procedures, rules,
85 and published guidance concerning the performance of the duties placed upon each
86 respective entity by this section and section 348.273.

87 3. Any investor who makes a cash investment in a qualified security of a
88 qualified Missouri business may transfer the tax credits such investor may receive under
89 subsection 3 of section 348.273 to any natural person. So long as the investor has not
90 claimed the tax credit against the investor's Missouri income tax liability, such
91 transferee may claim the tax credit against the transferee's Missouri income tax liability
92 as provided in subdivision (1) of subsection 3 of section 348.273, subject to all
93 restrictions and limitations set forth in this section and section 348.273. Documentation
94 of any tax credit transfer under this section shall be provided by the investor in the
95 manner established by the MTC and the department by and through its service on the
96 MTC board of directors.

97 4. (1) Each qualified Missouri business for which tax credits were issued under
98 this section and section 348.273 shall report to the MTC annually on or before February
99 first. The MTC shall provide copies of the reports to the department under appropriate
100 confidentiality agreements as may be necessary under the circumstances. Such reports
101 shall include the following:

102 (a) The name, address, and taxpayer identification number of each investor who
103 has made a cash investment in the qualified securities of the qualified Missouri business
104 and has received tax credits for this investment during the preceding year;

105 (b) The amounts of cash investments by each investor and a description of the
106 qualified securities issued in consideration of such cash investments; and

107 (c) Such other information as may be reasonably required under this section and
108 section 348.273.

109 (2) The MTC shall report quarterly to the director of the department on the
110 allocation of the tax credits in the preceding calendar quarter. Such reports shall
111 include:

112 (a) The number of applications received;

113 (b) The number and ratio of successful applications to unsuccessful applications;

114 (c) The amount of tax credits allocated but not issued in the previous quarter,
115 including what percentage was allocated to individuals and what percentage was
116 allocated to investment firms; and

117 (d) Such other information as reasonably agreed upon from time to time.

118 (3) The MTC and the department, as applicable, shall also report annually to the
119 governor, the director of the department of economic development, the president pro
120 tempore of the senate, and the speaker of the house of representatives, on or before
121 April first, on the allocation and issuance of the tax credits. Such reports shall include:

122 (a) The amount of tax credits issued in the previous fiscal year, including what
123 percentage was issued to individuals and what percentage was issued to investment
124 firms;

125 (b) The types of businesses that benefitted from the tax credits;

126 (c) The amount of allocated but unissued tax credits and the information about
127 the unissued tax credits set forth in subdivision (2) of this subsection;

128 (d) Any aggregate job creation or capital investment in the region that resulted
129 from the use of the tax credits for a period of five years beginning from the date on
130 which the tax credits were awarded;

131 (e) The manner in which the purpose of this section and section 348.273 has been
132 carried out with regard to a designated geographic region;

133 (f) The total cash investments made for the purchase of qualified securities of
134 qualified Missouri businesses within the state during the preceding year and
135 cumulatively since the effective date of this section and section 348.273;

136 (g) An estimate of jobs created and jobs preserved by cash investments made in
137 qualified Missouri businesses within the state;

138 **(h) An estimate of the multiplier effect on the economy of the cash investments**
139 **made under this section and section 348.273; and**

140 **(i) Information regarding what businesses deriving benefits from the tax credits**
141 **remained in the designated geographic region, what businesses ceased business, what**
142 **businesses were purchased, and what businesses may have moved out of a designated**
143 **geographic region or the state.**

144 **(4) Any violation of the reporting requirements of this subsection by a qualified**
145 **Missouri business may be grounds for the loss of designation as a qualified Missouri**
146 **business, and any such business that loses its designation as a qualified Missouri**
147 **business shall be subject to the restrictions upon loss of designation set forth in**
148 **subsection 2 of this section.**

149 **5. Notwithstanding any provision of section 105.1500 to the contrary, any**
150 **requirement to provide information, documents, or records under section 348.273 or**
151 **348.274, and any requirement established by the MTC or any state agency to provide**
152 **information, documents, or records for the purpose of administering these sections,**
153 **shall be exempt from section 105.1500 of the personal privacy protection act.**

154 **6. Tax credits issued under section 348.273 or 348.274 shall be classified as**
155 **"entrepreneurial tax credits" under section 135.800 of the tax credit accountability act.**

156 **7. Section 348.273 and this section shall expire on December 31, 2032.**

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