

WEST VIRGINIA LEGISLATURE

2025 REGULAR SESSION

Committee Substitute

for

House Bill 2961

By Delegates Ridenour, Maynor, Ward, Butler,
Hillenbrand, Mallow, Roop, Jennings, Petitto, Akers,
and Phillips

[Originating in the Committee on the Judiciary;

Reported on March 28, 2025]

A BILL to amend the Code of West Virginia, 193, as amended by adding a new article, designated §37-3A-1 and §37-3A-2, relating to prohibiting ownership and possession of real estate by foreign adversaries.

Be it enacted by the Legislature of West Virginia:

ARTICLE 3A. PREVENTING FOREIGN ADVERSARIES FROM OWNING REAL ESTATE IN WEST VIRGINIA.

§37-3A-1. Foreign adversaries prohibited from owning real estate in West Virginia.

Except as otherwise provided in this article, any noncitizen of the United States may acquire, hold, and transfer real estate in this state by deed, will, or other instrument, including in fee simple or any lesser estate.

§37-3A-2. Definitions.

As used in this article:

(1) "Controlling interest" means an ownership interest of 50 percent or more in the aggregate.

(2) "Prohibited foreign-party-controlled business" means a corporation, company, association, firm, partnership, joint-stock company, trust, estate, or other legal entity in which a controlling interest is owned or operated, in whole or in part, by a prohibited foreign party.

(3) "Owned or operated in whole or in part" means:

(A) For a publicly traded company, the person or entity has the ability to control the company, access any material nonpublic technical information in the possession of the company, or exercise any other rights or involvement in substantive decision-making beyond those of a retail investor holding an equivalent ownership share;

(B) For a privately held company, the person or entity possesses any ownership interest.

(4) "Control" means the power, direct or indirect, whether or not exercised, to determine, direct, or decide important matters affecting an entity, including but not limited to through

ownership of at least 20 percent of the total outstanding voting interest, board representation, the ability to appoint or remove board members, proxy voting rights, special shares, contractual arrangements, legal obligations, or other formal or informal mechanisms to act in concert.

(5) "Prohibited foreign party" means:

(A) A citizen or resident of the People's Republic of China who is not a lawful resident alien of the United States;

(B) The government of the People's Republic of China or any of its political subdivisions;

(C) Any party other than an individual or government:

(i) Created or organized under the laws of any state or foreign country; and

(ii) In which a significant interest or substantial control is held directly or indirectly by:

(I) A person described in paragraph (A) of this subdivision;

(II) A government described in paragraph (B) of this subdivision;

(III) Any combination of the above; or

(IV) An agent, trustee, fiduciary, or other entity acting on behalf of any of the foregoing;

(D) Any foreign government, entity, or individual identified annually by the United States Secretary of Homeland Security, and also by consultation of the Governor of West Virginia, the West Virginia Secretary of State, and the Attorney General, as hostile to the interests of the United States or the State of West Virginia.

§37-3A-3 Prohibition on Ownership by Prohibited Foreign Parties.

(a) A prohibited foreign-party-controlled business may not acquire or own, directly or indirectly, any interest in any real estate in this state, including mineral rights.

(b) No person may hold any interest in real estate as an agent, trustee, or fiduciary on behalf of a prohibited foreign-party-controlled business.

(c) Any such interest in any real estate that is held on the effective date of this article shall be divested within six months of the effective date.

§37-3A-4 Enforcement; Judicial Sale.

(a) A prohibited foreign-party-controlled business that acquires real estate in violation of this article shall divest such interest within six months of acquisition.

(b) If the business fails to divest, the Attorney General shall file a civil action in the circuit court of the county where the real estate is located.

(c) Upon a circuit court finding by a preponderance of the evidence that a violation of the provisions of this article have occurred, the circuit court shall order the real estate to be sold through judicial sale under terms and conditions that are to be set by the circuit court.

(d) Proceeds of the sale shall be distributed to lienholders according to priority, excluding liens that remain on the real estate under the terms of sale. Lienholders may credit bid.

(e) The Attorney General shall promptly file in the office of the county clerk where the real estate is located the following:

(1) A notice of the pending action in the county in which the real estate is located upon
commencement of the civil action filed pursuant to this article; and

(2) Once all appellate rights have been exhausted by the parties, the circuit court's final order that directs the sale of the real estate.

§37-3A-5 Good-Faith Protections.

(a) Title to real estate is not rendered invalid or subject to divestiture solely due to a prior
violation of this article by a previous owner.

(b) A person who is not subject to the prohibitions contained in this article is not required to investigate whether another person or entity is subject to the prohibitions contained in this article.

NOTE: The purpose of this bill is to amend the law to prevent foreign adversaries from owning real estate in West Virginia.

Strike-throughs indicate language that would be stricken from a heading or the present law and underscoring indicates new language that would be added.