

2406--A

2011-2012 Regular Sessions

I N S E N A T E

January 20, 2011

Introduced by Sen. MARCELLINO -- read twice and ordered printed, and when printed to be committed to the Committee on Higher Education -- recommitted to the Committee on Higher Education in accordance with Senate Rule 6, sec. 8 -- committee discharged, bill amended, ordered reprinted as amended and recommitted to said committee

AN ACT to amend the education law, the business corporation law, the limited liability company law and the partnership law, in relation to providing for the licensing of the profession of geology

THE PEOPLE OF THE STATE OF NEW YORK, REPRESENTED IN SENATE AND ASSEMBLY, DO ENACT AS FOLLOWS:

1 Section 1. The article heading of article 145 of the education law,
2 as added by chapter 987 of the laws of 1971, is amended to read as
3 follows:

4 ENGINEERING [AND], LAND SURVEYING
5 AND GEOLOGY

6 S 2. Section 7200 of the education law, as added by chapter 987 of the
7 laws of 1971, is amended to read as follows:

8 S 7200. Introduction. This article applies to the professions of
9 engineering [and], land surveying AND GEOLOGY. The general provisions
10 for all professions contained in article one hundred thirty of this
11 title apply to this article.

12 S 3. The education law is amended by adding three new sections 7204-a,
13 7204-b and 7206-b to read as follows:

14 S 7204-A. DEFINITION OF THE PROFESSION OF GEOLOGY. GEOLOGY IS DEFINED
15 AS THE PERFORMANCE OF GEOLOGY INCLUDING, BUT NOT LIMITED TO, RESEARCH-
16 ING, INVESTIGATING, CONSULTING AND GEOLOGICAL MAPPING, DESCRIBING THE
17 NATURAL PROCESSES THAT ACT UPON THE EARTH'S MATERIALS, PREDICTING THE
18 PROBABLE OCCURRENCE OF NATURAL RESOURCES, PREDICTING AND LOCATING
19 NATURAL OR HUMAN-INDUCED PHENOMENA WHICH MAY BE USEFUL OR HAZARDOUS TO
20 HUMANKIND AND RECOGNIZING, DETERMINING AND EVALUATING GEOLOGICAL
21 FACTORS, AND THE INSPECTION AND PERFORMANCE OF GEOLOGICAL WORK AND THE

EXPLANATION--Matter in *ITALICS* (underscored) is new; matter in brackets
[] is old law to be omitted.

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1 RESPONSIBLE SUPERVISION THEREOF IN FURTHERANCE OF THE HEALTH, SAFETY AND
2 WELFARE OF THE PUBLIC; PROVIDED, HOWEVER, THAT GEOLOGICAL MAPPING SHALL
3 NOT INCLUDE THE PRACTICE OF LAND SURVEYING AS DEFINED IN SECTION SEVEN-
4 TY-TWO HUNDRED THREE OF THIS ARTICLE.

5 S 7204-B. PRACTICE OF GEOLOGY AND THE USE OF TITLE "LICENSED PROFES-
6 SIONAL GEOLOGIST". ONLY A PERSON LICENSED OR OTHERWISE AUTHORIZED UNDER
7 THIS ARTICLE SHALL PRACTICE THE PROFESSION OF GEOLOGY OR USE THE TITLE
8 "LICENSED PROFESSIONAL GEOLOGIST".

9 S 7206-B. REQUIREMENTS FOR A LICENSE AS A LICENSED GEOLOGIST. 1. TO
10 QUALIFY FOR A LICENSE AS A LICENSED GEOLOGIST, AN APPLICANT SHALL
11 FULFILL THE FOLLOWING REQUIREMENTS:

12 (A) APPLICATION: FILE AN APPLICATION WITH THE DEPARTMENT;

13 (B) EDUCATION: HAVE RECEIVED AN EDUCATION, INCLUDING A BACHELOR'S OR
14 HIGHER DEGREE IN GEOLOGICAL SCIENCES, IN ACCORDANCE WITH THE COMMISSION-
15 ER'S REGULATIONS;

16 (C) EXPERIENCE: HAVE AT LEAST FIVE YEARS PRACTICAL EXPERIENCE SATIS-
17 FACTORY TO THE BOARD IN APPROPRIATE GEOLOGICAL WORK; UP TO ONE YEAR OF
18 EXPERIENCE MAY BE CREDITED FOR AN ADVANCED DEGREE (MASTERS, DOCTORATE OR
19 AN EQUIVALENT THEREOF) IN ACCORDANCE WITH THE COMMISSIONER'S REGU-
20 LATIONS;

21 (D) EXAMINATION: PASS AN EXAMINATION SATISFACTORY TO THE BOARD AND IN
22 ACCORDANCE WITH THE COMMISSIONER'S REGULATIONS;

23 (E) AGE: BE AT LEAST TWENTY-ONE YEARS OF AGE;

24 (F) CHARACTER: BE OF GOOD MORAL CHARACTER AS DETERMINED BY THE DEPART-
25 MENT; AND

26 (G) FEES: PAY A FEE OF TWO HUNDRED TWENTY DOLLARS TO THE DEPARTMENT
27 FOR ADMISSION TO A DEPARTMENT CONDUCTED EXAMINATION AND FOR AN INITIAL
28 LICENSE, AND A FEE OF TWO HUNDRED TEN DOLLARS FOR EACH TRIENNIAL REGIS-
29 TRATION PERIOD.

30 2. IN LIEU OF THE EDUCATION AND EXPERIENCE REQUIREMENTS SPECIFIED IN
31 PARAGRAPHS (B) AND (C) OF SUBDIVISION ONE OF THIS SECTION, TWELVE YEARS
32 OF PRACTICAL EXPERIENCE IN GEOLOGICAL WORK OF A GRADE AND CHARACTER
33 SATISFACTORY TO THE BOARD MAY BE ACCEPTED BY THE DEPARTMENT.

34 3. AN APPLICANT WHO APPLIES FOR LICENSURE WITHIN ONE YEAR AFTER THE
35 EFFECTIVE DATE OF THIS SECTION SHALL BE QUALIFIED FOR A LICENSE AS A
36 LICENSED GEOLOGIST WITHOUT A WRITTEN EXAMINATION IF THE APPLICANT HAS
37 SATISFIED THE REQUIREMENTS OF EDUCATION AND EXPERIENCE DESCRIBED IN
38 PARAGRAPHS (B) AND (C) OF SUBDIVISION ONE OR SUBDIVISION TWO OF THIS
39 SECTION NO LATER THAN ONE YEAR AFTER THE EFFECTIVE DATE OF THIS SECTION.

40 S 4. Section 7205 of the education law, as amended by chapter 521 of
41 the laws of 1998, is amended to read as follows:

42 S 7205. State board for engineering [and], land surveying AND GEOLOGY.
43 A state board for engineering [and], land surveying AND GEOLOGY shall be
44 appointed by the board of regents on recommendation of the commissioner
45 for the purpose of assisting the board of regents and the department on
46 matters of professional licensing and professional conduct in accordance
47 with section sixty-five hundred eight of this title. The board shall be
48 composed of not less than seven professional engineers [and], not less
49 than two land surveyors AND NOT LESS THAN TWO GEOLOGISTS licensed in
50 this state. An executive secretary to the board shall be appointed by
51 the board of regents on recommendation of the commissioner and shall be
52 a professional engineer [or], land surveyor OR GEOLOGIST licensed in
53 this state.

54 S 5. Subdivision 3 of section 7207 of the education law is renumbered
55 subdivision 4 and a new subdivision 3 is added to read as follows:

1 3. ON RECOMMENDATION OF THE BOARD, THE DEPARTMENT MAY ISSUE A LIMITED
2 PERMIT TO PRACTICE AS A LICENSED GEOLOGIST TO A GEOLOGIST NOT A RESIDENT
3 OF THIS STATE AND HAVING NO ESTABLISHED PLACE OF PRACTICE IN THIS STATE
4 WHO IS LEGALLY QUALIFIED TO PRACTICE AS SUCH IN HIS OR HER OWN COUNTRY
5 OR STATE WITH STANDARDS EQUIVALENT TO THOSE ENUMERATED IN THIS ARTICLE
6 AND WHO SUBMITS EVIDENCE SATISFACTORY TO THE BOARD ESTABLISHED AND
7 RECOGNIZED PROFESSIONAL STANDING IN HIS OR HER OWN COUNTRY OR STATE AND
8 WHO SUBMITS SATISFACTORY CERTIFICATION AS TO CHARACTER AND QUALIFICA-
9 TIONS FROM AT LEAST TWO LICENSED PROFESSIONAL GEOLOGISTS, ONE OF WHOM
10 SHALL BE A RESIDENT OF THIS STATE. SUCH LIMITED PERMIT SHALL BE ISSUED
11 SOLELY IN CONNECTION WITH THE SPECIFIC PROJECT FOR WHICH SUCH LIMITED
12 PERMIT IS GRANTED. THE FEE FOR EACH LIMITED PERMIT SHALL BE ONE HUNDRED
13 FIVE DOLLARS.

14 S 6. The section heading of section 7208 of the education law, as
15 added by chapter 987 of the laws of 1971, is amended to read as follows:

16 Exempt persons FOR THE PROFESSIONS OF ENGINEERING AND LAND SURVEYING.

17 S 7. The education law is amended by adding a new section 7208-a to
18 read as follows:

19 S 7208-A. EXEMPT PERSONS IN OR RELATED TO THE PROFESSION OF GEOLOGY.
20 NOTHING IN THIS ARTICLE SHALL BE CONSTRUED TO AFFECT OR PREVENT:

21 1. THE EMPLOYMENT AND SUPERVISION OF INTERNS AND OTHER PERSONS QUALI-
22 FIED BY EDUCATION OR EXPERIENCE BY LICENSED GEOLOGISTS AS ASSISTANTS IN
23 THE PERFORMANCE OF GEOLOGICAL SERVICES, OR AS CONSULTANTS OR EMPLOYEES
24 IN SPECIAL FIELDS RELATED TO BUT NOT UNIQUELY GEOLOGY, PROVIDED THAT THE
25 LICENSED GEOLOGIST EMPLOYING OR SUPERVISING SUCH PERSONS SHALL NOT BE
26 RELIEVED OF ANY RESPONSIBILITY WHATSOEVER BY DELEGATION TO SUCH PERSONS.

27 2. THE PRACTICE OF PROFESSIONAL ENGINEERING BY A PROFESSIONAL ENGINEER
28 LICENSED PURSUANT TO THIS ARTICLE TO PRACTICE ENGINEERING IN THIS STATE
29 OR AN ENTITY AUTHORIZED PURSUANT TO SECTION SEVENTY-TWO HUNDRED TEN OF
30 THIS ARTICLE TO PROVIDE ENGINEERING IN THIS STATE, INCLUDING THE INVES-
31 TIGATION, ACQUISITION, EVALUATION, AND INTERPRETATION OF THE PHYSICAL
32 AND CHEMICAL PROPERTIES OF THE SOIL, ROCK, GROUNDWATER, EARTH MATERIALS
33 AND DATA RELATED THERETO, AND THE PERFORMANCE OF ACTIVITIES AS SPECIFIED
34 IN SECTION SEVENTY-TWO HUNDRED FOUR-A OF THIS ARTICLE, PROVIDED THAT NO
35 SUCH PERSON SHALL USE THE DESIGNATION, OR HOLD HIMSELF OR HERSELF OUT AS
36 A "LICENSED PROFESSIONAL GEOLOGIST," UNLESS LICENSED AS SUCH IN THIS
37 STATE.

38 3. THE PRACTICE OF LAND SURVEYING BY ANY PERSON THAT IS LICENSED OR
39 OTHERWISE AUTHORIZED TO PRACTICE LAND SURVEYING IN THIS STATE, PROVIDED
40 THAT NO SUCH PERSON SHALL USE THE DESIGNATION OR HOLD HIMSELF OR HERSELF
41 OUT AS A "LICENSED PROFESSIONAL GEOLOGIST" UNLESS LICENSED AS SUCH IN
42 THIS STATE.

43 4. THE EXECUTION OF WORK BY CONTRACTORS OR BY OTHERS OF WORK PREPARED
44 BY A LICENSED GEOLOGIST, OR THE SUPERINTENDENCE OF SUCH WORK AS A SUPER-
45 INTENDENT, FOREMAN OR INSPECTOR.

46 5. THE PRACTICE OF THE PROFESSION OF GEOLOGY BY OFFICERS AND EMPLOY-
47 EES OF THIS STATE PRACTICING SOLELY AS OFFICERS AND EMPLOYEES; PROVIDED,
48 HOWEVER, THAT THIS EXEMPTION SHALL NOT APPLY TO OFFICERS AND EMPLOYEES
49 OF THE STATE OF NEW YORK WHO COMMENCE EMPLOYMENT OR THE PERFORMANCE OF
50 WORK RELATED ACTIVITIES AFTER THE EFFECTIVE DATE OF THIS SECTION.

51 6. THE EXECUTION OF GEOLOGICAL RESEARCH AND/OR TEACHING CONDUCTED AT
52 ACCREDITED EDUCATIONAL INSTITUTIONS AND NOT-FOR-PROFIT RESEARCH INSTI-
53 TUTIONS, CONDUCTED SOLELY THROUGH THOSE INSTITUTIONS.

54 7. WORK CUSTOMARILY PERFORMED BY PHYSICAL OR NATURAL SCIENTISTS
55 PROVIDED SUCH WORK DOES NOT INCLUDE GEOLOGICAL INVESTIGATIONS, BEING IN

1 RESPONSIBLE CHARGE OF GEOLOGICAL WORK, OR THE DRAWING OF GEOLOGICAL
2 CONCLUSIONS AND RECOMMENDATIONS.

3 8. WORK CUSTOMARILY PERFORMED BY WELL DRILLERS CERTIFIED PURSUANT TO
4 THE PROVISIONS OF THE ENVIRONMENTAL CONSERVATION LAW.

5 S 8. Subdivisions 1, 2 and 4 of section 7209 of the education law,
6 subdivisions 1 and 2 as added by chapter 987 of the laws of 1971, the
7 opening paragraph of subdivision 1 as amended by chapter 994 of the laws
8 of 1971 and subdivision 4 as amended by chapter 550 of the laws of 2011,
9 are amended to read as follows:

10 1. Every professional engineer [and every], land surveyor AND PROFES-
11 SIONAL GEOLOGIST shall have a seal, approved by the board, which shall
12 contain the name of the professional engineer and the words "Licensed
13 Professional Engineer" [or], the name of the land surveyor and the words
14 "Licensed Land Surveyor" OR THE NAME OF THE PROFESSIONAL GEOLOGIST AND
15 THE WORDS "LICENSED PROFESSIONAL GEOLOGIST", and such other words or
16 figures as the board may deem necessary. All plans, specifications,
17 plats and reports relating to the construction or alteration of build-
18 ings or structures, OR GEOLOGIC DRAWINGS AND REPORTS prepared by such
19 professional engineer [and], all plans, specifications, plats and
20 reports prepared by such land surveyor AND ALL GEOLOGIC DRAWINGS AND
21 REPORTS PREPARED BY SUCH PROFESSIONAL GEOLOGIST or by a full-time or
22 part-time subordinate under his OR HER supervision, shall be stamped
23 with such seal and shall also be signed, on the original with the
24 personal signature of such professional engineer [or], land surveyor OR
25 PROFESSIONAL GEOLOGIST when filed with public officials. No official of
26 this state, or of any city, county, town or village therein, charged
27 with the enforcement of laws, ordinances or regulations shall accept or
28 approve any plans [or], specifications, OR GEOLOGIC DRAWINGS OR REPORTS
29 that are not stamped:

30 a. With the seal of an architect or professional engineer or land
31 surveyor OR PROFESSIONAL GEOLOGIST licensed in this state and bearing
32 the authorized facsimile of the signature of such architect or profes-
33 sional engineer or land surveyor OR PROFESSIONAL GEOLOGIST, or

34 b. With the official seal and authorized facsimile of the signature of
35 a professional engineer or land surveyor OR PROFESSIONAL GEOLOGIST not a
36 resident of this state and having no established business in this state,
37 but who is legally qualified to practice as such in his OR HER own state
38 or country, provided that such person may lawfully practice as such in
39 this state, and provided further that the plans [or], specifications, OR
40 GEOLOGIC DRAWINGS OR REPORTS are accompanied by and have attached there-
41 to written authorization issued by the department certifying to such
42 right to practice at such time.

43 2. A. To all plans, specifications, plats and reports to which the
44 seal of a professional engineer or land surveyor has been applied, there
45 shall also be applied a stamp with appropriate wording warning that it
46 is a violation of this [law] ARTICLE for any person, unless he OR SHE is
47 acting under the direction of a licensed professional engineer or land
48 surveyor, to alter an item in any way. If an item bearing the seal of an
49 engineer or land surveyor is altered, the altering engineer or land
50 surveyor shall affix to the item his OR HER seal and the notation
51 "altered by" followed by his OR HER signature and the date of such
52 alteration, and a specific description of the alteration.

53 B. TO ALL GEOLOGIC DRAWINGS AND REPORTS TO WHICH THE SEAL OF A PROFES-
54 SIONAL GEOLOGIST OR PROFESSIONAL ENGINEER HAS BEEN APPLIED, THERE SHALL
55 ALSO BE APPLIED A STAMP WITH APPROPRIATE WORDING WARNING THAT IT IS A
56 VIOLATION OF THIS ARTICLE FOR ANY PERSON, UNLESS HE OR SHE IS ACTING

1 UNDER THE DIRECTION OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL
2 ENGINEER, TO ALTER A DRAWING OR REPORT IN ANY WAY. IF AN ITEM BEARING
3 THE SEAL OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL ENGINEER
4 IS ALTERED, THE ALTERING PARTY SHALL AFFIX TO THE ITEM HIS OR HER SEAL
5 AND THE NOTATION "ALTERED BY" FOLLOWED BY HIS OR HER SIGNATURE AND THE
6 DATE OF SUCH ALTERATION, AND A SPECIFIC DESCRIPTION OF THE ALTERATION.
7 NOTHING CONTAINED IN THIS ARTICLE SHALL BE DEEMED TO EXPAND THE SCOPE OF
8 THE PRACTICE OF A PROFESSIONAL ENGINEER, AS DEFINED IN SECTION SEVENTY-
9 TWO HUNDRED ONE OF THIS ARTICLE, OR TO AUTHORIZE A LICENSED PROFESSIONAL
10 GEOLOGIST TO PRACTICE PROFESSIONAL ENGINEERING UNLESS HE OR SHE IS
11 LICENSED AS A PROFESSIONAL ENGINEER PURSUANT TO THIS ARTICLE.

12 4. Engineers, land surveyors, GEOLOGISTS, architects, and landscape
13 architects may join in the formation of a joint enterprise, or a part-
14 nership or a professional service corporation or a design professional
15 service corporation or may form any desired combination of such
16 professions and may use in the name of such corporation the title of any
17 of the professions which will be practiced. After the name of each
18 member his or her profession shall be indicated.

19 S 9. Subdivision 1 of section 7210 of the education law, as amended by
20 chapter 550 of the laws of 2011, is amended to read as follows:

21 1. Domestic or foreign professional service corporations, design
22 professional service corporations, professional service limited liabil-
23 ity companies, foreign professional service limited liability companies,
24 registered limited liability partnerships, New York registered foreign
25 limited liability partnerships, partnerships and joint enterprises spec-
26 ified in subdivision four of section seventy-two hundred nine of this
27 article, provided each of the foregoing entities is authorized to
28 provide professional engineering [or], land surveying OR PROFESSIONAL
29 GEOLOGY services and general business corporations authorized to provide
30 professional engineering [or], land surveying OR PROFESSIONAL GEOLOGY
31 services pursuant to subdivision six of section seventy-two hundred nine
32 of this article may offer to provide or provide professional engineering
33 [or], land surveying OR PROFESSIONAL GEOLOGY services only after obtain-
34 ing a certificate of authorization from the department. Except as other-
35 wise authorized by statute, rule or regulation, other business entities
36 are not authorized to offer or provide professional engineering [or],
37 land surveying OR PROFESSIONAL GEOLOGY services and may not obtain
38 certificates of authorization provided that nothing contained herein
39 shall prohibit an individual who is licensed to practice professional
40 engineering [or], land surveying OR PROFESSIONAL GEOLOGY under this
41 article from obtaining a certificate of authorization upon application
42 and payment of the appropriate fees provided for under this section.

43 S 10. Subdivision 2 of section 7307 of the education law, as amended
44 by chapter 550 of the laws of 2011, is amended to read as follows:

45 2. Engineers, land surveyors, GEOLOGISTS, architects and landscape
46 architects may join in the formation of a joint enterprise, or a part-
47 nership or a professional service corporation or a design professional
48 service corporation or may form any desired combination of such
49 professions and may use in the name of such corporation the title of any
50 of the professions which will be practiced. After the name of each
51 member his or her profession shall be indicated.

52 S 11. Subdivision 2 of section 7327 of the education law, as amended
53 by chapter 550 of the laws of 2011, is amended to read as follows:

54 2. Engineers, land surveyors, GEOLOGISTS, architects and landscape
55 architects may join in the formation of a joint enterprise, or a part-
56 nership or a professional service corporation or a design professional

1 service corporation or may form any desired combination of such
2 professions and may use in the name of such corporation the title of any
3 of the professions which will be practiced. After the name of each
4 member his or her profession shall be indicated.

5 S 12. Paragraphs (e) and (f) of section 1501 of the business corpo-
6 ration law, paragraph (e) as amended and paragraph (f) as added by chap-
7 ter 550 of the laws of 2011, are amended to read as follows:

8 (e) "Design professional service corporation" means a corporation
9 organized under this article practicing professional engineering, archi-
10 tecture, landscape architecture, GEOLOGY or land surveying, or practic-
11 ing any combination of such professions, first organized on or after
12 January first, two thousand twelve. The provisions of this article
13 applicable to professional service corporations shall apply to design
14 professional service corporations except to the extent that any
15 provision is either inconsistent with a provision expressly applying to
16 design professional service corporations or not relevant thereto.

17 (f) "Design professional" means an individual licensed and registered
18 pursuant to title eight of the education law to practice professional
19 engineering, architecture, landscape architecture, GEOLOGY or land
20 surveying.

21 S 13. Paragraph (a) of section 1503 of the business corporation law,
22 as amended by chapter 550 of the laws of 2011, is amended to read as
23 follows:

24 (a) Notwithstanding any other provision of law, one or more individ-
25 uals duly authorized by law to render the same professional service
26 within the state may organize, or cause to be organized, a professional
27 service corporation for pecuniary profit under this article for the
28 purpose of rendering the same professional service, except that one or
29 more individuals duly authorized by law to practice professional engi-
30 neering, architecture, landscape architecture [or], land surveying OR
31 GEOLOGY within the state may organize, or cause to be organized, a
32 professional service corporation or a design professional service corpo-
33 ration for pecuniary profit under this article for the purpose of
34 rendering such professional services as such individuals are authorized
35 to practice.

36 S 14. Paragraph (b) of section 1504 of the business corporation law,
37 as amended by chapter 550 of the laws of 2011, is amended to read as
38 follows:

39 (b) Each final plan and report made or issued by a corporation prac-
40 ticing one or more of the professions of professional engineering,
41 architecture, landscape architecture [or], land surveying OR GEOLOGY
42 shall bear the name and seal of one or more professional engineers,
43 architects, landscape architects, [or] land surveyors OR GEOLOGISTS,
44 respectively, who are in responsible charge of such plan or report.

45 S 15. Paragraph (a) of section 1516 of the business corporation law,
46 as amended by chapter 550 of the laws of 2011, is amended to read as
47 follows:

48 (a) Notwithstanding any inconsistent provision of this article, and
49 subject to the limitations in paragraph (b) of this section, a profes-
50 sional service corporation, including a design professional service
51 corporation, pursuant to the provisions of article 9 of this chapter,
52 may be merged or consolidated with another corporation formed pursuant
53 to the provisions of this chapter, with a corporation authorized and
54 registered to practice the same profession pursuant to the applicable
55 provisions of subdivision six of section seventy-two hundred nine of the
56 education law (engineer [or], land surveyor OR GEOLOGIST), subdivision

1 four of section seventy-three hundred seven of the education law (archi-
2 tect) or subdivision four of section seventy-three hundred twenty-seven
3 of the education law (landscape architect) of articles one hundred
4 forty-five, one hundred forty-seven and one hundred forty-eight of the
5 education law, or with a foreign corporation, or may be otherwise reor-
6 ganized, provided that the corporation or entity which survives or which
7 is formed pursuant thereto is a professional service corporation, a
8 design [profession] PROFESSIONAL service corporation or a foreign
9 professional service corporation practicing the same profession or
10 professions in this state or the state of incorporation or, if one of
11 the original corporations is authorized to practice pursuant to the
12 provisions of subdivision six of section seventy-two hundred nine of the
13 education law, subdivision four of section seventy-three hundred seven
14 of the education law or subdivision four of section seventy-three
15 hundred twenty-seven of the education law, a corporation authorized and
16 registered to practice the same profession pursuant to the applicable
17 provisions of subdivision six of section seventy-two hundred nine of the
18 education law (engineer [or], land surveyor OR GEOLOGIST), subdivision
19 four of section seventy-three hundred seven of the education law (archi-
20 tect) of articles one hundred forty-five, one hundred forty-seven and
21 one hundred forty-eight of the education law or subdivision four of
22 section seventy-three hundred twenty-seven of the education law (land-
23 scape architect). The restrictions on the issuance, transfer or sale of
24 shares of a professional service corporation or a design professional
25 service corporation shall be suspended for a period not exceeding thirty
26 days with respect to any issuance, transfer or sale of shares made
27 pursuant to such merger, consolidation or reorganization, provided that
28 (i) no person who would not be eligible to be a shareholder in the
29 absence of this section shall vote the shares of or receive any distrib-
30 ution from such corporation; (ii) after such merger, consolidation or
31 reorganization, any professional service corporation or design profes-
32 sional service corporation which survives or which is created thereby
33 shall be subject to all of the provisions of this article, and (iii)
34 shares thereafter only may be held by persons who are eligible to
35 receive shares of such professional service corporation, design profes-
36 sional service corporation or such other corporation authorized and
37 registered to practice the same profession pursuant to the applicable
38 provisions of subdivision six of section seventy-two hundred nine of the
39 education law (engineer [or], land surveyor OR GEOLOGIST), subdivision
40 four of section seventy-three hundred seven of the education law (archi-
41 tect) or subdivision four of section seventy-three hundred twenty-seven
42 of the education law (landscape architect) of articles one hundred
43 forty-five, one hundred forty-seven and one hundred forty-eight of the
44 education law, which survives. Nothing herein contained shall be
45 construed as permitting the practice of a profession in this state by a
46 corporation which is not incorporated pursuant to the provisions of this
47 article, authorized to do business in this state pursuant to the
48 provisions of article 15-A of this chapter, authorized pursuant to
49 subdivision six of section seventy-two hundred nine of the education
50 law, authorized pursuant to subdivision four of section seventy-three
51 hundred seven of the education law, authorized pursuant to subdivision
52 four of section seventy-three hundred twenty-seven of the education law
53 or authorized and registered to practice a profession pursuant to the
54 applicable provisions of article one hundred forty-five, article one
55 hundred forty-seven or article one hundred forty-eight of the education
56 law. For the purposes of this section, other reorganizations shall be

1 limited to those reorganizations defined in paragraph one of subsection
2 (a) of section three hundred sixty-eight of the internal revenue code.

3 S 16. Paragraph (b) of section 1526 of the business corporation law,
4 as added by chapter 505 of the laws of 1983, is amended to read as
5 follows:

6 (b) Each final plan, DRAWING and report made or issued by a foreign
7 professional service corporation practicing professional engineering,
8 architecture, landscape architecture, GEOLOGY or land surveying shall
9 bear the name and seal of one or more professional engineers, archi-
10 tects, landscape architects, PROFESSIONAL GEOLOGISTS or land surveyors,
11 respectively, who are in responsible charge of such plan or report.

12 S 17. Section 1529 of the business corporation law, as amended by
13 chapter 576 of the laws of 1994, is amended to read as follows:

14 S 1529. Business corporation law applicable.

15 Except for the provisions of sections thirteen hundred three, thirteen
16 hundred four, thirteen hundred sixteen, thirteen hundred seventeen and
17 thirteen hundred twenty, this chapter shall be applicable to a foreign
18 professional service corporation to the extent that the provisions ther-
19 eof are not in conflict with the provisions of this article. A foreign
20 professional service corporation may practice in this state, or may
21 consolidate or merge with another corporation, or may be a member of a
22 professional service limited liability company, a foreign professional
23 service limited liability company, a registered limited liability part-
24 nership or foreign limited liability partnership, only if all of the
25 professions practiced by such corporations, limited liability companies
26 or limited liability partnerships could be practiced by a single profes-
27 sional service corporation organized in this state; and, further, only
28 if such foreign professional service corporation is domiciled in a state
29 or territory of the United States the laws of which, at the time of
30 application by such corporation under section fifteen hundred thirty of
31 this article, contain a reciprocal provision under which professional
32 service corporations domiciled in this state may similarly apply for the
33 privilege of doing business in any such state or territory; provided
34 further however, that nothing herein shall authorize a foreign profes-
35 sional service corporation practicing professional engineering, land
36 surveying, GEOLOGY, architecture and/or landscape architecture to be a
37 member or partner of a professional service limited liability company, a
38 foreign professional service limited liability company, a registered
39 limited liability partnership or a foreign limited liability partnership
40 unless all of the shareholders, directors and officers of such foreign
41 professional service corporation are licensed to practice one or more of
42 such professions in this state.

43 S 18. Subdivision (a) of section 1203 of the limited liability company
44 law, as separately amended by chapters 420 and 676 of the laws of 2002,
45 is amended to read as follows:

46 (a) Notwithstanding the education law or any other provision of law,
47 one or more professionals each of whom is authorized by law to render a
48 professional service within the state, or one or more professionals, at
49 least one of whom is authorized by law to render a professional service
50 within the state, may form, or cause to be formed, a professional
51 service limited liability company for pecuniary profit under this arti-
52 cle for the purpose of rendering the professional service or services as
53 such professionals are authorized to practice. With respect to a profes-
54 sional service limited liability company formed to provide medical
55 services as such services are defined in article 131 of the education
56 law, each member of such limited liability company must be licensed

1 pursuant to article 131 of the education law to practice medicine in
2 this state. With respect to a professional service limited liability
3 company formed to provide dental services as such services are defined
4 in article 133 of the education law, each member of such limited liabil-
5 ity company must be licensed pursuant to article 133 of the education
6 law to practice dentistry in this state. With respect to a professional
7 service limited liability company formed to provide veterinary services
8 as such services are defined in article 135 of the education law, each
9 member of such limited liability company must be licensed pursuant to
10 article 135 of the education law to practice veterinary medicine in this
11 state. With respect to a professional service limited liability company
12 formed to provide professional engineering, land surveying, architec-
13 tural [and/or], landscape architectural AND/OR GEOLOGICAL services as
14 such services are defined in article 145, article 147 and article 148 of
15 the education law, each member of such limited liability company must be
16 licensed pursuant to article 145, article 147 and/or article 148 of the
17 education law to practice one or more of such professions in this state.
18 With respect to a professional service limited liability company formed
19 to provide licensed clinical social work services as such services are
20 defined in article 154 of the education law, each member of such limited
21 liability company shall be licensed pursuant to article 154 of the
22 education law to practice licensed clinical social work in this state.
23 With respect to a professional service limited liability company formed
24 to provide creative arts therapy services as such services are defined
25 in article 163 of the education law, each member of such limited liabil-
26 ity company must be licensed pursuant to article 163 of the education
27 law to practice creative arts therapy in this state. With respect to a
28 professional service limited liability company formed to provide
29 marriage and family therapy services as such services are defined in
30 article 163 of the education law, each member of such limited liability
31 company must be licensed pursuant to article 163 of the education law to
32 practice marriage and family therapy in this state. With respect to a
33 professional service limited liability company formed to provide mental
34 health counseling services as such services are defined in article 163
35 of the education law, each member of such limited liability company must
36 be licensed pursuant to article 163 of the education law to practice
37 mental health counseling in this state. With respect to a professional
38 service limited liability company formed to provide psychoanalysis
39 services as such services are defined in article 163 of the education
40 law, each member of such limited liability company must be licensed
41 pursuant to article 163 of the education law to practice psychoanalysis
42 in this state. In addition to engaging in such profession or
43 professions, a professional service limited liability company may engage
44 in any other business or activities as to which a limited liability
45 company may be formed under section two hundred one of this chapter.
46 Notwithstanding any other provision of this section, a professional
47 service limited liability company (i) authorized to practice law may
48 only engage in another profession or business or activities or (ii)
49 which is engaged in a profession or other business or activities other
50 than law may only engage in the practice of law, to the extent not
51 prohibited by any other law of this state or any rule adopted by the
52 appropriate appellate division of the supreme court or the court of
53 appeals.

54 S 19. Subdivision (b) of section 1207 of the limited liability company
55 law, as separately amended by chapters 420 and 676 of the laws of 2002,
56 is amended to read as follows:

1 (b) with respect to a professional service limited liability company
2 formed to provide medical services as such services are defined in arti-
3 cle 131 of the education law, each member of such limited liability
4 company must be licensed pursuant to article 131 of the education law to
5 practice medicine in this state. With respect to a professional service
6 limited liability company formed to provide dental services as such
7 services are defined in article 133 of the education law, each member of
8 such limited liability company must be licensed pursuant to article 133
9 of the education law to practice dentistry in this state. With respect
10 to a professional service limited liability company formed to provide
11 veterinary services as such services are defined in article 135 of the
12 education law, each member of such limited liability company must be
13 licensed pursuant to article 135 of the education law to practice veter-
14 inary medicine in this state. With respect to a professional service
15 limited liability company formed to provide professional engineering,
16 land surveying, architectural [and/or], landscape architectural AND/OR
17 GEOLOGICAL services as such services are defined in article 145, article
18 147 and article 148 of the education law, each member of such limited
19 liability company must be licensed pursuant to article 145, article 147
20 and/or article 148 of the education law to practice one or more of such
21 professions in this state. With respect to a professional service limit-
22 ed liability company formed to provide licensed clinical social work
23 services as such services are defined in article 154 of the education
24 law, each member of such limited liability company shall be licensed
25 pursuant to article 154 of the education law to practice licensed clin-
26 ical social work in this state. With respect to a professional service
27 limited liability company formed to provide creative arts therapy
28 services as such services are defined in article 163 of the education
29 law, each member of such limited liability company must be licensed
30 pursuant to article 163 of the education law to practice creative arts
31 therapy in this state. With respect to a professional service limited
32 liability company formed to provide marriage and family therapy services
33 as such services are defined in article 163 of the education law, each
34 member of such limited liability company must be licensed pursuant to
35 article 163 of the education law to practice marriage and family therapy
36 in this state. With respect to a professional service limited liability
37 company formed to provide mental health counseling services as such
38 services are defined in article 163 of the education law, each member of
39 such limited liability company must be licensed pursuant to article 163
40 of the education law to practice mental health counseling in this state.
41 With respect to a professional service limited liability company formed
42 to provide psychoanalysis services as such services are defined in arti-
43 cle 163 of the education law, each member of such limited liability
44 company must be licensed pursuant to article 163 of the education law to
45 practice psychoanalysis in this state.

46 S 20. Subdivisions (a) and (f) of section 1301 of the limited liabil-
47 ity company law, subdivision (a) as separately amended by chapters 420
48 and 676 of the laws of 2002 and subdivision (f) as amended by chapter
49 170 of the laws of 1996, are amended to read as follows:

50 (a) "Foreign professional service limited liability company" means a
51 professional service limited liability company, whether or not denomi-
52 nated as such, organized under the laws of a jurisdiction other than
53 this state, (i) each of whose members and managers, if any, is a profes-
54 sional authorized by law to render a professional service within this
55 state and who is or has been engaged in the practice of such profession
56 in such professional service limited liability company or a predecessor

1 entity, or will engage in the practice of such profession in the profes-
2 sional service limited liability company within thirty days of the date
3 such professional becomes a member, or each of whose members and manag-
4 ers, if any, is a professional at least one of such members is author-
5 ized by law to render a professional service within this state and who
6 is or has been engaged in the practice of such profession in such
7 professional service limited liability company or a predecessor entity,
8 or will engage in the practice of such profession in the professional
9 service limited liability company within thirty days of the date such
10 professional becomes a member, or (ii) authorized by, or holding a
11 license, certificate, registration or permit issued by the licensing
12 authority pursuant to, the education law to render a professional
13 service within this state; except that all members and managers, if any,
14 of a foreign professional service limited liability company that
15 provides health services in this state shall be licensed in this state.
16 With respect to a foreign professional service limited liability company
17 which provides veterinary services as such services are defined in arti-
18 cle 135 of the education law, each member of such foreign professional
19 service limited liability company shall be licensed pursuant to article
20 135 of the education law to practice veterinary medicine. With respect
21 to a foreign professional service limited liability company which
22 provides medical services as such services are defined in article 131 of
23 the education law, each member of such foreign professional service
24 limited liability company must be licensed pursuant to article 131 of
25 the education law to practice medicine in this state. With respect to a
26 foreign professional service limited liability company which provides
27 dental services as such services are defined in article 133 of the
28 education law, each member of such foreign professional service limited
29 liability company must be licensed pursuant to article 133 of the educa-
30 tion law to practice dentistry in this state. With respect to a foreign
31 professional service limited liability company which provides profes-
32 sional engineering, land surveying, GEOLOGIC, architectural and/or land-
33 scape architectural services as such services are defined in article
34 145, article 147 and article 148 of the education law, each member of
35 such foreign professional service limited liability company must be
36 licensed pursuant to article 145, article 147 and/or article 148 of the
37 education law to practice one or more of such professions in this state.
38 With respect to a foreign professional service limited liability company
39 which provides licensed clinical social work services as such services
40 are defined in article 154 of the education law, each member of such
41 foreign professional service limited liability company shall be licensed
42 pursuant to article 154 of the education law to practice clinical social
43 work in this state. With respect to a foreign professional service
44 limited liability company which provides creative arts therapy services
45 as such services are defined in article 163 of the education law, each
46 member of such foreign professional service limited liability company
47 must be licensed pursuant to article 163 of the education law to prac-
48 tice creative arts therapy in this state. With respect to a foreign
49 professional service limited liability company which provides marriage
50 and family therapy services as such services are defined in article 163
51 of the education law, each member of such foreign professional service
52 limited liability company must be licensed pursuant to article 163 of
53 the education law to practice marriage and family therapy in this state.
54 With respect to a foreign professional service limited liability company
55 which provides mental health counseling services as such services are
56 defined in article 163 of the education law, each member of such foreign

professional service limited liability company must be licensed pursuant to article 163 of the education law to practice mental health counseling in this state. With respect to a foreign professional service limited liability company which provides psychoanalysis services as such services are defined in article 163 of the education law, each member of such foreign professional service limited liability company must be licensed pursuant to article 163 of the education law to practice psychoanalysis in this state.

(f) "Professional partnership" means (1) a partnership without limited partners each of whose partners is a professional authorized by law to render a professional service within this state, (2) a partnership without limited partners each of whose partners is a professional, at least one of whom is authorized by law to render a professional service within this state or (3) a partnership without limited partners authorized by, or holding a license, certificate, registration or permit issued by the licensing authority pursuant to the education law to render a professional service within this state; except that all partners of a professional partnership that provides medical services in this state must be licensed pursuant to article 131 of the education law to practice medicine in this state and all partners of a professional partnership that provides dental services in this state must be licensed pursuant to article 133 of the education law to practice dentistry in this state; except that all partners of a professional partnership that provides veterinary services in this state must be licensed pursuant to article 135 of the education law to practice veterinary medicine in this state; and further except that all partners of a professional partnership that provides professional engineering, land surveying, GEOLOGIC, architectural, and/or landscape architectural services in this state must be licensed pursuant to article 145, article 147 and/or article 148 of the education law to practice one or more of such professions.

S 21. Subdivision (b) of section 1302 of the limited liability company law is amended to read as follows:

(b) Each final plan and report made or issued by a foreign professional service limited liability company practicing professional engineering, GEOLOGY, architecture, landscape architecture or land surveying shall bear the name and seal of one or more professional engineers, PROFESSIONAL GEOLOGISTS, architects, landscape architects, or land surveyors, respectively, who are in responsible charge of such plan or report.

S 22. The ninth and fourteenth undesignated paragraphs of section 2 of the partnership law, the ninth undesignated paragraph as amended by chapter 643 of the laws of 1995 and the fourteenth undesignated paragraph as added by chapter 576 of the laws of 1994, are amended to read as follows:

"Foreign limited liability partnership" means (i) any partnership without limited partners operating under an agreement governed by the laws of any jurisdiction, other than this state, each of whose partners is a professional authorized by law to render a professional service within this state and who is or has been engaged in the practice of such profession in such partnership or a predecessor entity, or will engage in the practice of such profession in the foreign limited liability partnership within thirty days of the date of the effectiveness of the notice provided for in subdivision (a) of section 121-1502 of this chapter or each of whose partners is a professional, at least one of whom is authorized by law to render a professional service within this state and who is or has been engaged in the practice of such profession in such

1 partnership or a predecessor entity, or will engage in the practice of
2 such profession in the foreign limited liability partnership within
3 thirty days of the date of the effectiveness of the notice provided for
4 in subdivision (a) of section 121-1502 of this chapter, (ii) any part-
5 nership without limited partners operating under an agreement governed
6 by the laws of any jurisdiction, other than this state, authorized by,
7 or holding a license, certificate, registration or permit issued by the
8 licensing authority pursuant to, the education law to render a profes-
9 sional service within this state, which renders or intends to render
10 professional services within this state and which is denominated as a
11 registered limited liability partnership or limited liability partner-
12 ship under such laws, regardless of any difference between such laws and
13 the laws of this state, or (iii) a foreign related limited liability
14 partnership; except that all partners of a foreign limited liability
15 partnership that provides health, professional engineering, land survey-
16 ing, GEOLOGIC, architectural and/or landscape architectural services in
17 this state shall be licensed in this state.

18 "Professional partnership" means (1) a partnership without limited
19 partners each of whose partners is a professional authorized by law to
20 render a professional service within this state, (2) a partnership with-
21 out limited partners each of whose partners is a professional, at least
22 one of whom is authorized by law to render a professional service within
23 this state or (3) a partnership without limited partners authorized by,
24 or holding a license, certificate, registration or permit issued by the
25 licensing authority pursuant to the education law to render a profes-
26 sional service within this state; except that all partners of a profes-
27 sional partnership that provides medical services in this state must be
28 licensed pursuant to article 131 of the education law to practice medi-
29 cine in this state and all partners of a professional partnership that
30 provides dental services in this state must be licensed pursuant to
31 article 133 of the education law to practice dentistry in this state;
32 and further except that all partners of a professional partnership that
33 provides professional engineering, land surveying, GEOLOGIC, architec-
34 tural and/or landscape architectural services in this state must be
35 licensed pursuant to article 145, article 147 and/or article 148 of the
36 education law to practice one or more of such professions in this state.

37 S 23. Subdivision (q) of section 121-1500 of the partnership law, as
38 separately amended by chapters 420 and 676 of the laws of 2002, is
39 amended to read as follows:

40 (q) Each partner of a registered limited liability partnership formed
41 to provide medical services in this state must be licensed pursuant to
42 article 131 of the education law to practice medicine in this state and
43 each partner of a registered limited liability partnership formed to
44 provide dental services in this state must be licensed pursuant to arti-
45 cle 133 of the education law to practice dentistry in this state. Each
46 partner of a registered limited liability partnership formed to provide
47 veterinary services in this state must be licensed pursuant to article
48 135 of the education law to practice veterinary medicine in this state.
49 Each partner of a registered limited liability partnership formed to
50 provide professional engineering, GEOLOGICAL SERVICES, land surveying,
51 architectural and/or landscape architectural services in this state must
52 be licensed pursuant to article 145, article 147 and/or article 148 of
53 the education law to practice one or more of such professions in this
54 state. Each partner of a registered limited liability partnership formed
55 to provide licensed clinical social work services in this state must be
56 licensed pursuant to article 154 of the education law to practice clin-

1 ical social work in this state. Each partner of a registered limited
2 liability partnership formed to provide creative arts therapy services
3 in this state must be licensed pursuant to article 163 of the education
4 law to practice creative arts therapy in this state. Each partner of a
5 registered limited liability partnership formed to provide marriage and
6 family therapy services in this state must be licensed pursuant to arti-
7 cle 163 of the education law to practice marriage and family therapy in
8 this state. Each partner of a registered limited liability partnership
9 formed to provide mental health counseling services in this state must
10 be licensed pursuant to article 163 of the education law to practice
11 mental health counseling in this state. Each partner of a registered
12 limited liability partnership formed to provide psychoanalysis services
13 in this state must be licensed pursuant to article 163 of the education
14 law to practice psychoanalysis in this state.

15 S 24. Subdivision (q) of section 121-1502 of the partnership law, as
16 amended by chapter 230 of the laws of 2004, is amended to read as
17 follows:

18 (q) Each partner of a foreign limited liability partnership which
19 provides medical services in this state must be licensed pursuant to
20 article 131 of the education law to practice medicine in the state and
21 each partner of a foreign limited liability partnership which provides
22 dental services in the state must be licensed pursuant to article 133 of
23 the education law to practice dentistry in this state. Each partner of a
24 foreign limited liability partnership which provides veterinary service
25 in the state shall be licensed pursuant to article 135 of the education
26 law to practice veterinary medicine in this state. Each partner of a
27 foreign limited liability partnership which provides professional engi-
28 neering, land surveying, GEOLOGICAL SERVICES, architectural and/or land-
29 scape architectural services in this state must be licensed pursuant to
30 article 145, article 147 and/or article 148 of the education law to
31 practice one or more of such professions. Each partner of a foreign
32 limited liability partnership which provides licensed clinical social
33 work services in this state must be licensed pursuant to article 154 of
34 the education law to practice licensed clinical social work in this
35 state. Each partner of a foreign limited liability partnership which
36 provides creative arts therapy services in this state must be licensed
37 pursuant to article 163 of the education law to practice creative arts
38 therapy in this state. Each partner of a foreign limited liability part-
39 nership which provides marriage and family therapy services in this
40 state must be licensed pursuant to article 163 of the education law to
41 practice marriage and family therapy in this state. Each partner of a
42 foreign limited liability partnership which provides mental health coun-
43 seling services in this state must be licensed pursuant to article 163
44 of the education law to practice mental health counseling in this state.
45 Each partner of a foreign limited liability partnership which provides
46 psychoanalysis services in this state must be licensed pursuant to arti-
47 cle 163 of the education law to practice psychoanalysis in this state.

48 S 25. This act shall take effect two years after the date on which it
49 shall have become a law.