

3810

2013-2014 Regular Sessions

I N S E N A T E

February 21, 2013

Introduced by Sen. MARCELLINO -- read twice and ordered printed, and
when printed to be committed to the Committee on Higher Education

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 ASSEM-
BLY, 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
22 RESPONSIBLE SUPERVISION THEREOF IN FURTHERANCE OF THE HEALTH, SAFETY AND
23 WELFARE OF THE PUBLIC; PROVIDED, HOWEVER, THAT GEOLOGICAL MAPPING SHALL

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

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NOT INCLUDE THE PRACTICE OF LAND SURVEYING AS DEFINED IN SECTION SEVENTY-TWO HUNDRED THREE OF THIS ARTICLE.

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

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

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

(B) EDUCATION: HAVE RECEIVED AN EDUCATION, INCLUDING A BACHELOR'S OR HIGHER DEGREE IN GEOLOGICAL SCIENCES, IN ACCORDANCE WITH THE COMMISSIONER'S REGULATIONS;

(C) EXPERIENCE: HAVE AT LEAST FIVE YEARS PRACTICAL EXPERIENCE SATISFACTORY TO THE BOARD IN APPROPRIATE GEOLOGICAL WORK; UP TO ONE YEAR OF EXPERIENCE MAY BE CREDITED FOR AN ADVANCED DEGREE (MASTERS, DOCTORATE OR AN EQUIVALENT THEREOF) IN ACCORDANCE WITH THE COMMISSIONER'S REGULATIONS;

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

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

(F) CHARACTER: BE OF GOOD MORAL CHARACTER AS DETERMINED BY THE DEPARTMENT; AND

(G) FEES: PAY A FEE OF TWO HUNDRED TWENTY DOLLARS TO THE DEPARTMENT FOR ADMISSION TO A DEPARTMENT CONDUCTED EXAMINATION AND FOR AN INITIAL LICENSE, AND A FEE OF TWO HUNDRED TEN DOLLARS FOR EACH TRIENNIAL REGISTRATION PERIOD.

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

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

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

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

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

3. ON RECOMMENDATION OF THE BOARD, THE DEPARTMENT MAY ISSUE A LIMITED PERMIT TO PRACTICE AS A LICENSED GEOLOGIST TO A GEOLOGIST NOT A RESIDENT OF THIS STATE AND HAVING NO ESTABLISHED PLACE OF PRACTICE IN THIS STATE

1 WHO IS LEGALLY QUALIFIED TO PRACTICE AS SUCH IN HIS OR HER OWN COUNTRY
2 OR STATE WITH STANDARDS EQUIVALENT TO THOSE ENUMERATED IN THIS ARTICLE
3 AND WHO SUBMITS EVIDENCE SATISFACTORY TO THE BOARD ESTABLISHED AND
4 RECOGNIZED PROFESSIONAL STANDING IN HIS OR HER OWN COUNTRY OR STATE AND
5 WHO SUBMITS SATISFACTORY CERTIFICATION AS TO CHARACTER AND QUALIFICA-
6 TIONS FROM AT LEAST TWO LICENSED PROFESSIONAL GEOLOGISTS, ONE OF WHOM
7 SHALL BE A RESIDENT OF THIS STATE. SUCH LIMITED PERMIT SHALL BE ISSUED
8 SOLELY IN CONNECTION WITH THE SPECIFIC PROJECT FOR WHICH SUCH LIMITED
9 PERMIT IS GRANTED. THE FEE FOR EACH LIMITED PERMIT SHALL BE ONE HUNDRED
10 FIVE DOLLARS.

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

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

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

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

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

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

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

40 4. THE EXECUTION OF WORK BY CONTRACTORS OR BY OTHERS OF WORK PREPARED
41 BY A LICENSED GEOLOGIST, OR THE SUPERINTENDENCE OF SUCH WORK AS A SUPER-
42 INTENDENT, FOREMAN OR INSPECTOR.

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

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

51 7. WORK CUSTOMARILY PERFORMED BY PHYSICAL OR NATURAL SCIENTISTS
52 PROVIDED SUCH WORK DOES NOT INCLUDE GEOLOGICAL INVESTIGATIONS, BEING IN
53 RESPONSIBLE CHARGE OF GEOLOGICAL WORK, OR THE DRAWING OF GEOLOGICAL
54 CONCLUSIONS AND RECOMMENDATIONS.

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

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

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

26 a. With the seal of an architect or professional engineer or land
27 surveyor OR PROFESSIONAL GEOLOGIST licensed in this state and bearing
28 the authorized facsimile of the signature of such architect or profes-
29 sional engineer or land surveyor OR PROFESSIONAL GEOLOGIST, or

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

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

49 B. TO ALL GEOLOGIC DRAWINGS AND REPORTS TO WHICH THE SEAL OF A PROFES-
50 SIONAL GEOLOGIST OR PROFESSIONAL ENGINEER HAS BEEN APPLIED, THERE SHALL
51 ALSO BE APPLIED A STAMP WITH APPROPRIATE WORDING WARNING THAT IT IS A
52 VIOLATION OF THIS ARTICLE FOR ANY PERSON, UNLESS HE OR SHE IS ACTING
53 UNDER THE DIRECTION OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL
54 ENGINEER, TO ALTER A DRAWING OR REPORT IN ANY WAY. IF AN ITEM BEARING
55 THE SEAL OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL ENGINEER
56 IS ALTERED, THE ALTERING PARTY SHALL AFFIX TO THE ITEM HIS OR HER SEAL

1 AND THE NOTATION "ALTERED BY" FOLLOWED BY HIS OR HER SIGNATURE AND THE
2 DATE OF SUCH ALTERATION, AND A SPECIFIC DESCRIPTION OF THE ALTERATION.
3 NOTHING CONTAINED IN THIS ARTICLE SHALL BE DEEMED TO AUTHORIZE A
4 LICENSED PROFESSIONAL GEOLOGIST TO PRACTICE PROFESSIONAL ENGINEERING
5 UNLESS HE OR SHE IS LICENSED AS A PROFESSIONAL ENGINEER PURSUANT TO THIS
6 ARTICLE.

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

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

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

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

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

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

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

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

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

13 (f) "Design professional" means an individual licensed and registered
14 pursuant to title eight of the education law to practice professional
15 engineering, architecture, landscape architecture, GEOLOGY or land
16 surveying.

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

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

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

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

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

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

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

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

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

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

12 S 1529. Business corporation law applicable.

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

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

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

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

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

55 (b) with respect to a professional service limited liability company
56 formed to provide medical services as such services are defined in arti-

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

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

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

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

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

7 (f) "Professional partnership" means (1) a partnership without limited
8 partners each of whose partners is a professional authorized by law to
9 render a professional service within this state, (2) a partnership with-
10 out limited partners each of whose partners is a professional, at least
11 one of whom is authorized by law to render a professional service within
12 this state or (3) a partnership without limited partners authorized by,
13 or holding a license, certificate, registration or permit issued by the
14 licensing authority pursuant to the education law to render a profes-
15 sional service within this state; except that all partners of a profes-
16 sional partnership that provides medical services in this state must be
17 licensed pursuant to article 131 of the education law to practice medi-
18 cine in this state and all partners of a professional partnership that
19 provides dental services in this state must be licensed pursuant to
20 article 133 of the education law to practice dentistry in this state;
21 except that all partners of a professional partnership that provides
22 veterinary services in this state must be licensed pursuant to article
23 135 of the education law to practice veterinary medicine in this state;
24 and further except that all partners of a professional partnership that
25 provides professional engineering, land surveying, GEOLOGIC, architec-
26 tural, and/or landscape architectural services in this state must be
27 licensed pursuant to article 145, article 147 and/or article 148 of the
28 education law to practice one or more of such professions.

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

31 (b) Each final plan and report made or issued by a foreign profes-
32 sional service limited liability company practicing professional engi-
33 neering, GEOLOGY, architecture, landscape architecture or land surveying
34 shall bear the name and seal of one or more professional engineers,
35 PROFESSIONAL GEOLOGISTS, architects, landscape architects, or land
36 surveyors, respectively, who are in responsible charge of such plan or
37 report.

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

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

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

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

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

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

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

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

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

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