

STATE OF NEW YORK

1891--B

2021-2022 Regular Sessions

IN ASSEMBLY

January 11, 2021

Introduced by M. of A. LUPARDO, THIELE, SANTABARBARA, STECK, FAHY, WOERNER -- Multi-Sponsored by -- M. of A. LAWLER, McDONOUGH, B. MILLER -- read once and referred to the Committee on Higher Education -- committee discharged, bill amended, ordered reprinted as amended and recommitted to said committee -- recommitted to the Committee on Higher Education in accordance with Assembly Rule 3, sec. 2 -- committee discharged, bill amended, ordered reprinted as amended and recommitted to said committee

AN ACT to amend the business corporation law, in relation to providing for expanded ownership in design professional corporations by employee stock ownership plans and non-licensed employees

The People of the State of New York, represented in Senate and Assembly, do enact as follows:

Section 1. Subparagraphs (i) and (ii) of paragraph (b-1) of section 1503 of the business corporation law, as added by chapter 550 of the laws of 2011, are amended to read as follows:

(i) greater than seventy-five percent of the outstanding shares of stock of the corporation are owned by design professionals and an ESOP (or ESOPs) with greater than seventy-five percent of the plan's voting trustees or greater than seventy-five percent of the plan's committee members being design professionals,

(ii) an ESOP, either in part or in its entirety, shall not constitute part of the greater than seventy-five percent owned by design professionals unless greater than seventy-five percent of the plan's voting trustees or greater than seventy-five percent of the plan's committee members are design professionals,

§ 2. Subparagraphs (i) and (ii) of paragraph (b) of section 1507 of the business corporation law, as added by chapter 550 of the laws of 2011, are amended to read as follows:

(i) greater than seventy-five percent of the outstanding shares of stock of the corporation are owned by design professionals and an ESOP

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

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1 (or ESOPs) with greater than seventy-five percent of the plan's voting
2 trustees or greater than seventy-five percent of the plan's committee
3 members being design professionals,

4 (ii) an ESOP, either in part or in its entirety, shall not constitute
5 part of the greater than seventy-five percent owned by design profes-
6 sionals unless greater than seventy-five percent of the plan's voting
7 trustees or greater than seventy-five percent of the plan's committee
8 members are design professionals,

9 § 3. Subparagraph (i) of paragraph (b) of section 1514 of the business
10 corporation law, as added by chapter 550 of the laws of 2011, is amended
11 to read as follows:

12 (i) greater than seventy-five percent of the outstanding shares of
13 stock of the corporation are and were owned by design professionals and
14 an ESOP (or ESOPs) with greater than seventy-five percent of the plan's
15 voting trustees or greater than seventy-five percent of the plan's
16 committee members being design professionals,

17 § 4. Paragraph (a) of section 1505 of the business corporation law, as
18 amended by chapter 550 of the laws of 2011, is amended to read as
19 follows:

20 (a) (i) Each shareholder, employee or agent of a professional service
21 corporation and a design professional service corporation shall be
22 personally and fully liable and accountable for any negligent or wrong-
23 ful act or misconduct committed by him or by any person under his direct
24 supervision and control while rendering professional services on behalf
25 of such corporation.

26 (ii) An employee stock ownership plan owning greater than twenty-five
27 percent of the outstanding shares of a design professional service
28 corporation organized under paragraph (b-1) of section fifteen hundred
29 three of this article shall be under the supervision of the regents of
30 the university of the state of New York and be subject to disciplinary
31 proceedings and penalties, and its authority to hold shares of such
32 corporation shall be subject to suspension, revocation or annulment for
33 cause, in the same manner and to the same extent as is provided with
34 respect to individuals and their licenses, certificates, and registra-
35 tions in title eight of the education law relating to the applicable
36 profession.

37 § 5. This act shall take effect two years after it shall have become a
38 law.