

S T A T E O F N E W Y O R K

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Introduced by M. of A. ENGLEBRIGHT, CAHILL, ROSENTHAL, COLTON, REILLY, SCHIMEL, LUPARDO, MCENENY, JAFFEE, ABINANTI, LINARES, ZEBROWSKI, WEPRIN -- Multi-Sponsored by -- M. of A. BOYLAND, BRENNAN, CUSICK, KOLB, J. MILLER, MILLMAN, PAULIN, STEVENSON, SWEENEY, TITONE, WEISENBERG -- read once and referred to the Committee on Higher Education -- 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 -- again reported from said committee with amendments, ordered reprinted as amended and recommitted to said committee -- again reported from said committee with amendments, 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:

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

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1 S 7204-A. DEFINITION OF THE PROFESSION OF GEOLOGY. GEOLOGY IS DEFINED
2 AS THE PERFORMANCE OF GEOLOGY INCLUDING, BUT NOT LIMITED TO, RESEARCH-
3 ING, INVESTIGATING, CONSULTING AND GEOLOGICAL MAPPING, DESCRIBING THE
4 NATURAL PROCESSES THAT ACT UPON THE EARTH'S MATERIALS, PREDICTING THE
5 PROBABLE OCCURRENCE OF NATURAL RESOURCES, PREDICTING AND LOCATING
6 NATURAL OR HUMAN-INDUCED PHENOMENA WHICH MAY BE USEFUL OR HAZARDOUS TO
7 HUMANKIND AND RECOGNIZING, DETERMINING AND EVALUATING GEOLOGICAL
8 FACTORS, AND THE INSPECTION AND PERFORMANCE OF GEOLOGICAL WORK AND THE
9 RESPONSIBLE SUPERVISION THEREOF IN FURTHERANCE OF THE HEALTH, SAFETY AND
10 WELFARE OF THE PUBLIC; PROVIDED, HOWEVER, THAT GEOLOGICAL MAPPING SHALL
11 NOT INCLUDE THE PRACTICE OF LAND SURVEYING AS DEFINED IN SECTION SEVEN-
12 TY-TWO HUNDRED THREE OF THIS ARTICLE.

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

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

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

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

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

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

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

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

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

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

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

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

50 S 7205. State board for engineering [and], land surveying AND GEOLOGY.
51 A state board for engineering [and], land surveying AND GEOLOGY shall be
52 appointed by the board of regents on recommendation of the commissioner
53 for the purpose of assisting the board of regents and the department on
54 matters of professional licensing and professional conduct in accordance
55 with section sixty-five hundred eight of this title. The board shall be
56 composed of not less than seven professional engineers [and], not less

1 than two land surveyors AND NOT LESS THAN TWO GEOLOGISTS licensed in
2 this state. An executive secretary to the board shall be appointed by
3 the board of regents on recommendation of the commissioner and shall be
4 a professional engineer [or], land surveyor OR GEOLOGIST licensed in
5 this state.

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

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

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

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

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

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

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

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

45 3. THE PRACTICE OF LAND SURVEYING BY ANY PERSON THAT IS LICENSED OR
46 OTHERWISE AUTHORIZED TO PRACTICE LAND SURVEYING IN THIS STATE, PROVIDED
47 THAT NO SUCH PERSON SHALL USE THE DESIGNATION OR HOLD HIMSELF OR HERSELF
48 OUT AS A "LICENSED PROFESSIONAL GEOLOGIST" UNLESS LICENSED AS SUCH IN
49 THIS STATE.

50 4. THE EXECUTION OF WORK BY CONTRACTORS OR BY OTHERS OF WORK PREPARED
51 BY A LICENSED GEOLOGIST, OR THE SUPERINTENDENCE OF SUCH WORK AS A SUPER-
52 INTENDENT, FOREMAN OR INSPECTOR.

53 5. THE PRACTICE OF THE PROFESSION OF GEOLOGY BY OFFICERS AND EMPLOY-
54 EES OF THIS STATE PRACTICING SOLELY AS OFFICERS AND EMPLOYEES; PROVIDED,
55 HOWEVER, THAT THIS EXEMPTION SHALL NOT APPLY TO OFFICERS AND EMPLOYEES

1 OF THE STATE OF NEW YORK WHO COMMENCE EMPLOYMENT OR THE PERFORMANCE OF
2 WORK RELATED ACTIVITIES AFTER THE EFFECTIVE DATE OF THIS SECTION.

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

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

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

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

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

37 a. With the seal of an architect or professional engineer or land
38 surveyor OR PROFESSIONAL GEOLOGIST licensed in this state and bearing
39 the authorized facsimile of the signature of such architect or profes-
40 sional engineer or land surveyor OR PROFESSIONAL GEOLOGIST, or

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

50 2. A. To all plans, specifications, plats and reports to which the
51 seal of a professional engineer or land surveyor has been applied, there
52 shall also be applied a stamp with appropriate wording warning that it
53 is a violation of this [law] ARTICLE for any person, unless he OR SHE is
54 acting under the direction of a licensed professional engineer or land
55 surveyor, to alter an item in any way. If an item bearing the seal of an
56 engineer or land surveyor is altered, the altering engineer or land

1 surveyor shall affix to the item his OR HER seal and the notation
2 "altered by" followed by his OR HER signature and the date of such
3 alteration, and a specific description of the alteration.

4 B. TO ALL GEOLOGIC DRAWINGS AND REPORTS TO WHICH THE SEAL OF A PROFES-
5 SIONAL GEOLOGIST OR PROFESSIONAL ENGINEER HAS BEEN APPLIED, THERE SHALL
6 ALSO BE APPLIED A STAMP WITH APPROPRIATE WORDING WARNING THAT IT IS A
7 VIOLATION OF THIS ARTICLE FOR ANY PERSON, UNLESS HE OR SHE IS ACTING
8 UNDER THE DIRECTION OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL
9 ENGINEER, TO ALTER A DRAWING OR REPORT IN ANY WAY. IF AN ITEM BEARING
10 THE SEAL OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL ENGINEER
11 IS ALTERED, THE ALTERING PARTY SHALL AFFIX TO THE ITEM HIS OR HER SEAL
12 AND THE NOTATION "ALTERED BY" FOLLOWED BY HIS OR HER SIGNATURE AND THE
13 DATE OF SUCH ALTERATION, AND A SPECIFIC DESCRIPTION OF THE ALTERATION.
14 NOTHING CONTAINED IN THIS ARTICLE SHALL BE DEEMED TO AUTHORIZE A
15 LICENSED PROFESSIONAL GEOLOGIST TO PRACTICE PROFESSIONAL ENGINEERING
16 UNLESS HE OR SHE IS LICENSED AS A PROFESSIONAL ENGINEER PURSUANT TO THIS
17 ARTICLE.

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

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

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

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

51 2. Engineers, land surveyors, GEOLOGISTS, architects and landscape
52 architects may join in the formation of a joint enterprise, or a part-
53 nership or a professional service corporation or a design professional
54 service corporation or may form any desired combination of such
55 professions and may use in the name of such corporation the title of any

1 of the professions which will be practiced. After the name of each
2 member his or her profession shall be indicated.

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

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

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

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

24 (f) "Design professional" means an individual licensed and registered
25 pursuant to title eight of the education law to practice professional
26 engineering, architecture, landscape architecture, GEOLOGY or land
27 surveying.

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

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

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

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

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

55 (a) Notwithstanding any inconsistent provision of this article, and
56 subject to the limitations in paragraph (b) of this section, a profes-

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

1 law, authorized pursuant to subdivision four of section seventy-three
2 hundred seven of the education law, authorized pursuant to subdivision
3 four of section seventy-three hundred twenty-seven of the education law
4 or authorized and registered to practice a profession pursuant to the
5 applicable provisions of article one hundred forty-five, article one
6 hundred forty-seven or article one hundred forty-eight of the education
7 law. For the purposes of this section, other reorganizations shall be
8 limited to those reorganizations defined in paragraph one of subsection
9 (a) of section three hundred sixty-eight of the internal revenue code.

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

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

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

21 S 1529. Business corporation law applicable.

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

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

53 (a) Notwithstanding the education law or any other provision of law,
54 one or more professionals each of whom is authorized by law to render a
55 professional service within the state, or one or more professionals, at
56 least one of whom is authorized by law to render a professional service

1 within the state, may form, or cause to be formed, a professional
2 service limited liability company for pecuniary profit under this arti-
3 cle for the purpose of rendering the professional service or services as
4 such professionals are authorized to practice. With respect to a profes-
5 sional service limited liability company formed to provide medical
6 services as such services are defined in article 131 of the education
7 law, each member of such limited liability company must be licensed
8 pursuant to article 131 of the education law to practice medicine in
9 this state. With respect to a professional service limited liability
10 company formed to provide dental services as such services are defined
11 in article 133 of the education law, each member of such limited liabil-
12 ity company must be licensed pursuant to article 133 of the education
13 law to practice dentistry in this state. With respect to a professional
14 service limited liability company formed to provide veterinary services
15 as such services are defined in article 135 of the education law, each
16 member of such limited liability company must be licensed pursuant to
17 article 135 of the education law to practice veterinary medicine in this
18 state. With respect to a professional service limited liability company
19 formed to provide professional engineering, land surveying, architec-
20 tural [and/or], landscape architectural AND/OR GEOLOGICAL services as
21 such services are defined in article 145, article 147 and article 148 of
22 the education law, each member of such limited liability company must be
23 licensed pursuant to article 145, article 147 and/or article 148 of the
24 education law to practice one or more of such professions in this state.
25 With respect to a professional service limited liability company formed
26 to provide licensed clinical social work services as such services are
27 defined in article 154 of the education law, each member of such limited
28 liability company shall be licensed pursuant to article 154 of the
29 education law to practice licensed clinical social work in this state.
30 With respect to a professional service limited liability company formed
31 to provide creative arts therapy services as such services are defined
32 in article 163 of the education law, each member of such limited liabil-
33 ity company must be licensed pursuant to article 163 of the education
34 law to practice creative arts therapy in this state. With respect to a
35 professional service limited liability company formed to provide
36 marriage and family therapy services as such services are defined in
37 article 163 of the education law, each member of such limited liability
38 company must be licensed pursuant to article 163 of the education law to
39 practice marriage and family therapy in this state. With respect to a
40 professional service limited liability company formed to provide mental
41 health counseling services as such services are defined in article 163
42 of the education law, each member of such limited liability company must
43 be licensed pursuant to article 163 of the education law to practice
44 mental health counseling in this state. With respect to a professional
45 service limited liability company formed to provide psychoanalysis
46 services as such services are defined in article 163 of the education
47 law, each member of such limited liability company must be licensed
48 pursuant to article 163 of the education law to practice psychoanalysis
49 in this state. In addition to engaging in such profession or
50 professions, a professional service limited liability company may engage
51 in any other business or activities as to which a limited liability
52 company may be formed under section two hundred one of this chapter.
53 Notwithstanding any other provision of this section, a professional
54 service limited liability company (i) authorized to practice law may
55 only engage in another profession or business or activities or (ii)
56 which is engaged in a profession or other business or activities other

1 than law may only engage in the practice of law, to the extent not
2 prohibited by any other law of this state or any rule adopted by the
3 appropriate appellate division of the supreme court or the court of
4 appeals.

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

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

53 S 20. Subdivisions (a) and (f) of section 1301 of the limited liabil-
54 ity company law, subdivision (a) as separately amended by chapters 420
55 and 676 of the laws of 2002 and subdivision (f) as amended by chapter
56 170 of the laws of 1996, are amended to read as follows:

1 (a) "Foreign professional service limited liability company" means a
2 professional service limited liability company, whether or not denomi-
3 nated as such, organized under the laws of a jurisdiction other than
4 this state, (i) each of whose members and managers, if any, is a profes-
5 sional authorized by law to render a professional service within this
6 state and who is or has been engaged in the practice of such profession
7 in such professional service limited liability company or a predecessor
8 entity, or will engage in the practice of such profession in the profes-
9 sional service limited liability company within thirty days of the date
10 such professional becomes a member, or each of whose members and manag-
11 ers, if any, is a professional at least one of such members is author-
12 ized by law to render a professional service within this state and who
13 is or has been engaged in the practice of such profession in such
14 professional service limited liability company or a predecessor entity,
15 or will engage in the practice of such profession in the professional
16 service limited liability company within thirty days of the date such
17 professional becomes a member, or (ii) authorized by, or holding a
18 license, certificate, registration or permit issued by the licensing
19 authority pursuant to, the education law to render a professional
20 service within this state; except that all members and managers, if any,
21 of a foreign professional service limited liability company that
22 provides health services in this state shall be licensed in this state.
23 With respect to a foreign professional service limited liability company
24 which provides veterinary services as such services are defined in arti-
25 cle 135 of the education law, each member of such foreign professional
26 service limited liability company shall be licensed pursuant to article
27 135 of the education law to practice veterinary medicine. With respect
28 to a foreign professional service limited liability company which
29 provides medical services as such services are defined in article 131 of
30 the education law, each member of such foreign professional service
31 limited liability company must be licensed pursuant to article 131 of
32 the education law to practice medicine in this state. With respect to a
33 foreign professional service limited liability company which provides
34 dental services as such services are defined in article 133 of the
35 education law, each member of such foreign professional service limited
36 liability company must be licensed pursuant to article 133 of the educa-
37 tion law to practice dentistry in this state. With respect to a foreign
38 professional service limited liability company which provides profes-
39 sional engineering, land surveying, GEOLOGIC, architectural and/or land-
40 scape architectural services as such services are defined in article
41 145, article 147 and article 148 of the education law, each member of
42 such foreign professional service limited liability company must be
43 licensed pursuant to article 145, article 147 and/or article 148 of the
44 education law to practice one or more of such professions in this state.
45 With respect to a foreign professional service limited liability company
46 which provides licensed clinical social work services as such services
47 are defined in article 154 of the education law, each member of such
48 foreign professional service limited liability company shall be licensed
49 pursuant to article 154 of the education law to practice clinical social
50 work in this state. With respect to a foreign professional service
51 limited liability company which provides creative arts therapy services
52 as such services are defined in article 163 of the education law, each
53 member of such foreign professional service limited liability company
54 must be licensed pursuant to article 163 of the education law to prac-
55 tice creative arts therapy in this state. With respect to a foreign
56 professional service limited liability company which provides marriage

1 and family therapy services as such services are defined in article 163
2 of the education law, each member of such foreign professional service
3 limited liability company must be licensed pursuant to article 163 of
4 the education law to practice marriage and family therapy in this state.
5 With respect to a foreign professional service limited liability company
6 which provides mental health counseling services as such services are
7 defined in article 163 of the education law, each member of such foreign
8 professional service limited liability company must be licensed pursuant
9 to article 163 of the education law to practice mental health counseling
10 in this state. With respect to a foreign professional service limited
11 liability company which provides psychoanalysis services as such
12 services are defined in article 163 of the education law, each member of
13 such foreign professional service limited liability company must be
14 licensed pursuant to article 163 of the education law to practice
15 psychoanalysis in this state.

16 (f) "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 except that all partners of a professional partnership that provides
31 veterinary services in this state must be licensed pursuant to article
32 135 of the education law to practice veterinary medicine in this state;
33 and further except that all partners of a professional partnership that
34 provides professional engineering, land surveying, GEOLOGIC, architec-
35 tural, and/or landscape architectural services in this state 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.

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

40 (b) Each final plan and report made or issued by a foreign profes-
41 sional service limited liability company practicing professional engi-
42 neering, GEOLOGY, architecture, landscape architecture or land surveying
43 shall bear the name and seal of one or more professional engineers,
44 PROFESSIONAL GEOLOGISTS, architects, landscape architects, or land
45 surveyors, respectively, who are in responsible charge of such plan or
46 report.

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

52 "Foreign limited liability partnership" means (i) any partnership
53 without limited partners operating under an agreement governed by the
54 laws of any jurisdiction, other than this state, each of whose partners
55 is a professional authorized by law to render a professional service
56 within this state and who is or has been engaged in the practice of such

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

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

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

47 (q) Each partner of a registered limited liability partnership formed
48 to provide medical services in this state must be licensed pursuant to
49 article 131 of the education law to practice medicine in this state and
50 each partner of a registered limited liability partnership formed to
51 provide dental services in this state must be licensed pursuant to arti-
52 cle 133 of the education law to practice dentistry in this state. Each
53 partner of a registered limited liability partnership formed to provide
54 veterinary services in this state must be licensed pursuant to article
55 135 of the education law to practice veterinary medicine in this state.
56 Each partner of a registered limited liability partnership formed to

1 provide professional engineering, GEOLOGICAL SERVICES, land surveying,
2 architectural and/or landscape architectural services in this state must
3 be licensed pursuant to article 145, article 147 and/or article 148 of
4 the education law to practice one or more of such professions in this
5 state. Each partner of a registered limited liability partnership formed
6 to provide licensed clinical social work services in this state must be
7 licensed pursuant to article 154 of the education law to practice clin-
8 ical social work in this state. Each partner of a registered limited
9 liability partnership formed to provide creative arts therapy services
10 in this state must be licensed pursuant to article 163 of the education
11 law to practice creative arts therapy in this state. Each partner of a
12 registered limited liability partnership formed to provide marriage and
13 family therapy services in this state must be licensed pursuant to arti-
14 cle 163 of the education law to practice marriage and family therapy in
15 this state. Each partner of a registered limited liability partnership
16 formed to provide mental health counseling services in this state must
17 be licensed pursuant to article 163 of the education law to practice
18 mental health counseling in this state. Each partner of a registered
19 limited liability partnership formed to provide psychoanalysis services
20 in this state must be licensed pursuant to article 163 of the education
21 law to practice psychoanalysis in this state.

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

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

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