

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

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I N S E N A T E

January 20, 2011

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

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

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

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

4 ENGINEERING [AND], LAND SURVEYING
5 AND GEOLOGY

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

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

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

14 S 7204-A. DEFINITION OF THE PROFESSION OF GEOLOGY. GEOLOGY IS DEFINED
15 AS THE PERFORMANCE OF GEOLOGY INCLUDING, BUT NOT LIMITED TO, RESEARCH-
16 ING, INVESTIGATING, CONSULTING AND GEOLOGICAL MAPPING, DESCRIBING THE
17 NATURAL PROCESSES THAT ACT UPON THE EARTH'S MATERIALS, PREDICTING THE
18 PROBABLE OCCURRENCE OF NATURAL RESOURCES, PREDICTING AND LOCATING

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

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1 NATURAL OR HUMAN-INDUCED PHENOMENA WHICH MAY BE USEFUL OR HAZARDOUS TO
2 HUMANKIND AND RECOGNIZING, DETERMINING AND EVALUATING GEOLOGICAL
3 FACTORS, AND THE INSPECTION AND PERFORMANCE OF GEOLOGICAL WORK AND THE
4 RESPONSIBLE SUPERVISION THEREOF IN FURTHERANCE OF THE HEALTH, SAFETY AND
5 WELFARE OF THE PUBLIC; PROVIDED, HOWEVER, THAT GEOLOGICAL MAPPING SHALL
6 NOT INCLUDE THE PRACTICE OF LAND SURVEYING AS DEFINED IN SECTION SEVEN-
7 TY-TWO HUNDRED THREE OF THIS ARTICLE.

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

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

55 B. TO ALL GEOLOGIC DRAWINGS AND REPORTS TO WHICH THE SEAL OF A PROFES-
56 SIONAL GEOLOGIST OR PROFESSIONAL ENGINEER HAS BEEN APPLIED, THERE SHALL

1 ALSO BE APPLIED A STAMP WITH APPROPRIATE WORDING WARNING THAT IT IS A
2 VIOLATION OF THIS ARTICLE FOR ANY PERSON, UNLESS HE OR SHE IS ACTING
3 UNDER THE DIRECTION OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL
4 ENGINEER, TO ALTER A DRAWING OR REPORT IN ANY WAY. IF AN ITEM BEARING
5 THE SEAL OF A LICENSED PROFESSIONAL GEOLOGIST OR PROFESSIONAL ENGINEER
6 IS ALTERED, THE ALTERING PARTY SHALL AFFIX TO THE ITEM HIS OR HER SEAL
7 AND THE NOTATION "ALTERED BY" FOLLOWED BY HIS OR HER SIGNATURE AND THE
8 DATE OF SUCH ALTERATION, AND A SPECIFIC DESCRIPTION OF THE ALTERATION.
9 NOTHING CONTAINED IN THIS ARTICLE SHALL BE DEEMED TO AUTHORIZE A
10 LICENSED PROFESSIONAL GEOLOGIST TO PRACTICE PROFESSIONAL ENGINEERING
11 UNLESS HE OR SHE IS LICENSED AS A PROFESSIONAL ENGINEER PURSUANT TO THIS
12 ARTICLE.

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

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

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

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

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

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

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

nership or a professional service corporation or a design professional service corporation or may form any desired combination of such professions and may use in the name of such corporation the title of any of the professions which will be practiced. After the name of each member his or her profession shall be indicated.

S 12. Paragraphs (e) and (f) of section 1501 of the business corporation law, paragraph (e) as amended and paragraph (f) as added by chapter 550 of the laws of 2011, are amended to read as follows:

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

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

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

(a) Notwithstanding any other provision of law, one or more individuals duly authorized by law to render the same professional service within the state may organize, or cause to be organized, a professional service corporation for pecuniary profit under this article for the purpose of rendering the same professional service, except that one or more individuals duly authorized by law to practice professional engineering, architecture, landscape architecture [or], land surveying OR GEOLOGY within the state may organize, or cause to be organized, a professional service corporation or a design professional service corporation for pecuniary profit under this article for the purpose of rendering such professional services as such individuals are authorized to practice.

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

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

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

(a) Notwithstanding any inconsistent provision of this article, and subject to the limitations in paragraph (b) of this section, a professional service corporation, including a design professional service corporation, pursuant to the provisions of article 9 of this chapter, may be merged or consolidated with another corporation formed pursuant to the provisions of this chapter, with a corporation authorized and registered to practice the same profession pursuant to the applicable provisions of subdivision six of section seventy-two hundred nine of the

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

1 law. For the purposes of this section, other reorganizations shall be
2 limited to those reorganizations defined in paragraph one of subsection
3 (a) of section three hundred sixty-eight of the internal revenue code.

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

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

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

15 S 1529. Business corporation law applicable.

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

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

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

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

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

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

49 S 20. Subdivisions (a) and (f) of section 1301 of the limited liabil-
50 ity company law, subdivision (a) as separately amended by chapters 420
51 and 676 of the laws of 2002 and subdivision (f) as amended by chapter
52 170 of the laws of 1996, are amended to read as follows:

53 (a) "Foreign professional service limited liability company" means a
54 professional service limited liability company, whether or not denomi-
55 nated as such, organized under the laws of a jurisdiction other than
56 this state, (i) each of whose members and managers, if any, is a profes-

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

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

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

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

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

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

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

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

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

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

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

1 state. Each partner of a registered limited liability partnership formed
2 to provide licensed clinical social work services in this state must be
3 licensed pursuant to article 154 of the education law to practice clin-
4 ical social work in this state. Each partner of a registered limited
5 liability partnership formed to provide creative arts therapy services
6 in this state must be licensed pursuant to article 163 of the education
7 law to practice creative arts therapy in this state. Each partner of a
8 registered limited liability partnership formed to provide marriage and
9 family therapy services in this state must be licensed pursuant to arti-
10 cle 163 of the education law to practice marriage and family therapy in
11 this state. Each partner of a registered limited liability partnership
12 formed to provide mental health counseling services in this state must
13 be licensed pursuant to article 163 of the education law to practice
14 mental health counseling in this state. Each partner of a registered
15 limited liability partnership formed to provide psychoanalysis services
16 in this state must be licensed pursuant to article 163 of the education
17 law to practice psychoanalysis in this state.

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

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

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