STATE OF NEW YORK

9232--A

2025-2026 Regular Sessions

IN ASSEMBLY

November 3, 2025

Introduced by M. of A. KAY -- read once and referred to the Committee on Governmental Operations -- recommitted to the Committee on Governmental Operations in accordance with Assembly Rule 3, sec. 2 -- committee discharged, bill amended, ordered reprinted as amended and recommitted to said committee

AN ACT to amend the state technology law, the uniform commercial code, the real property law and the general obligations law, in relation to authorizing remote electronic witnessing performed in conjunction with an electronic notarization, to facilitate recordation of electronically executed conveyances, and to validate electronic signatures on powers of attorney; and to repeal certain provisions of the state technology law and the uniform commercial code relating thereto

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

Section 1. Section 302 of the state technology law, as renumbered by chapter 437 of the laws of 2004, and subdivisions 3 and 5 as amended by chapter 314 of the laws of 2002, is amended to read as follows:

§ 302. Definitions. For the purpose of this article:

1. "Electronic" [~~shall mean of or~~] **means** relating to technology having electrical, digital, magnetic, wireless, optical, electromagnetic, or similar capabilities.

2. "Electronic record" [~~shall mean information, evidencing any act, transaction, occurrence, event, or other activity, produced~~] **means a record created, generated, sent, communicated, received,** or stored by electronic means [~~and capable of being accurately reproduced in forms perceptible by human sensory capabilities~~].

3. "Electronic signature" [~~shall mean~~] **means** an electronic sound, symbol, or process, attached to or logically associated with [~~an electronic~~] **a** record and executed or adopted by a person with the intent to sign the record.

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

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4. "Person" [~~shall mean~~] **means** a natural person, corporation, **business trust,** trust, estate, partnership, **limited liability company,** incorporated or unincorporated association**, joint venture,** or any other legal **or commercial** entity, and also includes any department, agency, authority, or instrumentality of the state or its political subdivisions.

5. "[~~Governmental~~] **Government** entity" [~~shall mean~~] **means** any state department, board, bureau, division, commission, committee, public authority, public benefit corporation, council, office, or other governmental entity or officer of the state having statewide authority, except the state legislature, and any political subdivision of the state.

6. "Agreement" means the bargain of the parties in fact, as found in their language or inferred from other circumstances and from rules, regulations, and procedures given the effect of agreements under laws otherwise applicable to a particular transaction.

7. "Automated transaction" means a transaction conducted or performed, in whole or in part, by electronic means or electronic records, in which the acts or records of one or both parties are not reviewed by an individual in the ordinary course in forming a contract, performing under an existing contract, or fulfilling an obligation required by the transaction.

8. "Computer program" means a set of statements or instructions to be used directly or indirectly in an information processing system in order to bring about a certain result.

9. "Contract" means the total legal obligation resulting from the parties' agreement as affected by this article and other applicable law.

10. "Electronic agent" means a computer program or an electronic or other automated means used independently to initiate an action or respond to electronic records or performances in whole or in part, without review or action by an individual.

11. "Information" means data, text, images, sounds, codes, computer programs, software, databases, or the like.

12. "Information processing system" means an electronic system for creating, generating, sending, receiving, storing, displaying, or processing information.

13. "Record" means information that is inscribed on a tangible medium or that is stored in an electronic or other medium and is retrievable in perceivable form.

14. "Security procedure" means a procedure employed for the purpose of verifying that an electronic signature, record, or performance is that of a specific person or for detecting changes or errors in the information in an electronic record. The term includes a procedure that requires the use of algorithms or other codes, identifying words or numbers, encryption, or callback or other acknowledgment procedures.

15. "Transaction" means an action or set of actions occurring between two or more persons relating to the conduct of business, commercial, or governmental affairs.

§ 2. Section 304 of the state technology law, as renumbered by chapter 437 of the laws of 2004, is amended to read as follows:

§ 304. Use of electronic signatures. [~~1.~~] The electronic facilitator shall establish rules and regulations governing the use of electronic signatures and authentication. The electronic facilitator shall not establish rules or regulations that seek to apportion fault or impose or limit liability relating to the use of electronic signatures.

[~~2. In accordance with this section unless specifically provided otherwise by law, an electronic signature may be used by a person in lieu of a signature affixed by hand. The use of an electronic signature~~

~~shall have the same validity and effect as the use of a signature affixed by hand.~~]

§ 3. Subdivisions 3 and 4 of section 305 of the state technology law are REPEALED.

§ 4. Section 306 of the state technology law, as renumbered by chapter 437 of the laws of 2004, is amended to read as follows:

§ 306. Admissibility into evidence. **1. In a judicial or administrative proceeding, evidence of a record or signature may not be excluded solely because it is in electronic form.**

2. In any legal proceeding where the provisions of the civil practice law and rules are applicable, **the admissibility into evidence of** an electronic record or electronic signature [~~may be admitted into evidence pursuant to~~] **shall be governed by** the provisions of article forty-five of the civil practice law and rules including, but not limited to section four thousand five hundred thirty-nine of such law and rules.

§ 5. Section 307 of the state technology law, as renumbered by chapter 437 of the laws of 2004, subdivision 1 as separately amended by chapter 543 of the laws of 2023 and chapter 33 of the laws of 2024, and subdivision 3 as amended by chapter 549 of the laws of 2011, is amended to read as follows:

§ 307. [~~Exceptions. This article shall not apply:~~] **Limitations on Scope.** 1. [~~To any document providing for the disposition of an individual's person or property upon death or incompetence, or appointing a fiduciary of an individual's person or property, including, without limitation, wills, trusts, decisions consenting to orders not to resuscitate, and powers of attorney, with the exception of: (a)~~] **This article shall not apply to any written instrument or oral declaration that is a will as defined in section 1-2.19 of the estates, powers and trusts law, or to any electronic record which, if it were in writing, would be a will as defined in such section unless such electronic record is executed pursuant to part six of article three of the estates, powers and trusts law, but for the avoidance of doubt, excepting from exclusion (a) any record that effects a transfer of property upon death without the admission of a will to probate or that is specified to be non-testamentary under applicable law, including** contractual beneficiary designations**, transfer on death security registrations under article thirteen of the estates, powers and trusts law, and transfer on death deeds under section four hundred twenty-four of the real property law**; (b) the registration of **consent to** making, [~~amending, or revoking~~] **or amendment of revocation of,** an anatomical gift under section forty-three hundred ten of the public health law; (c) [~~documents and forms~~] **a record** authorizing or accepting funeral, cemetery [~~and~~] **or** cremation services**, including a designation of a person to control the disposition of a decedent's remains under section forty-two hundred one of the public health law**; [~~and~~] (d) the execution of a valid power of attorney for the purpose of transferring a salvage certificate of title and the execution of an odometer and damage disclosure statement in connection with such title whenever a loss in connection with a private automobile is determined by an insurer to be a total loss or constructive total loss under section three thousand four hundred twelve of the insurance law**; (e) any power of attorney excluded from the application of section 5-1501B of the general obligations law pursuant to section 5-1501C of such law; and (f) any power of attorney the governing law of which provides that such record is valid, despite the fact that it has been signed electronically or an electronic record used in its formation**.

2. [~~To any negotiable instruments and other instruments of title wherein possession of the instrument is deemed to confer title, unless an electronic version of such record is created, stored or transferred pursuant to this article in a manner that allows for the existence of only one unique, identifiable and unalterable version which cannot be copied except in a form that is readily identifiable as a copy.~~

~~3.~~] This article shall not apply:

(a) To a transaction governed by the uniform commercial code other than sections 1-207, 1-306, article two and article two-A of such code;

(b) To the signature of a notary on an acknowledgement or similar notarial certificate or of a witness on an attestation, if such notary or witness was not in the physical presence of both the signer and the record at the time such notary or witness purported to confirm the authenticity of the signer's signature on such record, unless such notarial act or attestation satisfies section three hundred ten of this article or other applicable law;

(c) To any other [~~document~~] record or electronic signature that the electronic facilitator has specifically excepted, pursuant to the rules and regulations of the electronic facilitator, from the application of this article.

§ 5-a. Subdivision 1 of section 307 of the state technology law, as amended by chapter 637 of the laws of 2025, is amended to read as follows:

1. [~~To any document providing for the disposition of an individual's person or property upon death or incompetence, or appointing a fiduciary of an individual's person or property, including, without limitation, wills, unless such will is executed pursuant to part six of article three of the estates, powers and trusts law, trusts, decisions consenting to orders not to resuscitate, and powers of attorney, with the exception of: (a)~~] This article shall not apply to any written instrument or oral declaration that is a will as defined in section 1-2.19 of the estates, powers and trusts law, or to any electronic record which, if it were in writing, would be a will as defined in such section unless such electronic record is executed pursuant to part six of article three of the estates, powers and trusts law, but for the avoidance of doubt, excepting from exclusion (a) any record that effects a transfer of property upon death without the admission of a will to probate or that is specified to be non-testamentary under applicable law, including contractual beneficiary designations, transfer on death security registrations under article thirteen of the estates, powers and trusts law, and transfer on death deeds under section four hundred twenty-four of the real property law; (b) the registration of consent to making, [~~amending, or revoking~~] or amendment or revocation of, an anatomical gift under section forty-three hundred ten of the public health law; (c) [~~documents and forms~~] a record authorizing or accepting funeral, cemetery [~~and~~] or cremation services, including a designation of a person to control the disposition of a decedent's remains under section forty-two hundred one of the public health law; [~~and~~] (d) the execution of a valid power of attorney for the purpose of transferring a salvage certificate of title and the execution of an odometer and damage disclosure statement in connection with such title whenever a loss in connection with a private automobile is determined by an insurer to be a total loss or constructive total loss under section three thousand four hundred twelve of the insurance law; (e) any power of attorney excluded from the application of section 5-1501B of the general obligations law pursuant to section 5-1501C of such law; and (f) any power of attorney the governing

law of which provides that such record is valid, despite the fact that it has been signed electronically or an electronic record used in its formation.

§ 6. Subdivision 2 of section 308 of the state technology law, as renumbered by chapter 437 of the laws of 2004, is amended to read as follows:

2. A person [~~or an entity~~] that acts as an authenticator of electronic signatures shall not disclose to a third party any personal information reported to it by the electronic signatory other than the information necessary to authenticate the signature unless the disclosure is made pursuant to a court order or statute, or if the information or data is used solely for statistical purposes in aggregate form. For purposes of this section, "personal information" shall mean data that identifies a specific natural person, including but not limited to home and work addresses, telephone number, e-mail address, social security number, birthdate, gender, marital status, mother's maiden name, and health data.

§ 7. Section 309 of the state technology law, as renumbered by chapter 437 of the laws of 2004, is amended to read as follows:

§ 309. Use of electronic records and signatures to be voluntary and variation by agreement. 1. Nothing in this article shall require any [~~entity or~~] person to use an electronic record or an electronic signature unless otherwise provided by law.

2. With respect to a transaction, this article applies only between parties each of which has agreed to conduct such transaction by electronic means. Whether the parties agree to conduct a transaction by electronic means is determined from the context and surrounding circumstances, including the parties' conduct.

3. A party that agrees to conduct a transaction by electronic means may refuse to conduct other transactions by electronic means. The right granted by this subdivision may not be waived by agreement.

4. Except as otherwise provided in this article, the effect of any of its provisions may be varied by agreement. The presence in certain provisions of this article of the words "unless otherwise agreed", or words of similar import, does not imply that the effect of other provisions may not be varied by agreement.

5. Whether an electronic record or electronic signature has legal consequences is determined by this article and other applicable law.

§ 8. The state technology law is amended by adding a new section 310 to read as follows:

§ 310. Electronic notarial acts and witnessing. 1. (a) A law or regulation that requires a notarial act with respect to a manual or wet signature on a tangible record to enable that record to have a specified legal effect under the laws of this state may be satisfied by a comparable electronic notarial act with respect to a signed record in tangible or electronic format, if that electronic notarial act satisfies the following conditions: the electronic notarial act (i) is performed by a qualified notary public; (ii) is performed in compliance with the law of the jurisdiction in which such notary public is located at the time of the electronic notarial act, and (iii) is evidenced by the qualified notary's signature on a notarial certificate that is affixed to or logically associated with the signed record to create a record which contains the information required for such notarial act.

(b) For purposes of this section:

(i) "Communication technology" means an electronic device or process that enables a notary public to reliably identify a remotely located

individual and any record signed by such individual and allows for the notary and individual to communicate with each other simultaneously by sight and sound.

(ii) "Electronic notarial act" means a notarial act on or involving an electronic record or performed using or with respect to an electronic signature, or performed using communication technology with respect to any signature on a record.

(iii) "Notarial act" means any permitted official action of a person appointed with the title of notary public performed within the jurisdiction of appointment under either section one hundred thirty-five of the executive law or any law of another jurisdiction regulating notarial acts.

(iv) "Qualified notary public" means an electronic notary public under the law of, and located at the time of the notarial act in, this state, or a notary public authorized to perform the electronic notarial act and located in, and acting under the laws of, a jurisdiction identified in section two hundred ninety-nine of the real property law.

(v) "Sign" means to cause one's name, symbol or mark to be attached to, affixed to or logically associated with a record for the purpose of authenticating it, giving it effect as one's act, or executing or otherwise adopting it.

2. (a) A law or regulation that requires witnessing or attestation with respect to the signing of a tangible record to enable that record to have a specified legal effect may be satisfied by an act of witnessing by a witness who either (i) uses communication technology to observe the signer or (ii) signs an attestation on an electronic record, if the witnessing satisfies the following conditions: the witness and signer use communication technology provided by a qualified notary public to be present with each other and with the notary during the entire course of, and simultaneously with, an electronic notarial act with respect to the signed record by such qualified notary in compliance with subdivision one of this section, which the notarial act (1) involves the identification of the signer either by the testimony under penalty of perjury of the witness based on personal knowledge or by identification of the signer by the electronic notary public; (2) otherwise satisfies the requirements for the notarial taking of a proof by a subscribing witness under sections three hundred four and three hundred six of the real property law; and (3) is evidenced by the signature of the qualified notary on a notarial certificate that is affixed to or logically associated with the signed record to create a record which contains the information required for a valid proof by a witness.

(b) A notarial identification of the signer under subparagraph (i) of paragraph (a) of this subdivision shall be deemed to satisfy any requirement of sections three hundred four, three hundred nine-a and three hundred nine-b of the real property law that a witness know or be personally acquainted with the signer. The requirements for taking a proof by subscribing witness under subparagraph (ii) of paragraph (a) of this subdivision shall be satisfied if the information required by section three hundred six of the real property law is set forth in the form of an affidavit of the witness with notarial jurat rather than a statement of matters done, known or proved by the notary public in a notarial certificate of proof. The taking of a proof by a subscribing witness under paragraph (a) of this subdivision may be combined with the taking of an acknowledgment from the signer, and the qualified electronic notary may sign a single notarial certificate evidencing both notarial acts.

3. If a law, other than section 3-2.1 of the estates, powers and trusts law, requires more than one witness of the signing of a record, an acknowledgement or verification taken by the notary under subdivision two of this section with respect to the signing of the electronic record may satisfy both any applicable requirement for notarization of such record and the requirement for an attestation by a second witness.

4. A witness's electronic signature logically associated with (a) the signed electronic record or (b) an electronic certificate of proof by a subscribing witness or electronic affidavit of witnessing or attestation, in accordance with subdivision two of this section, which is logically associated with the signed electronic record, constitutes a signature of the witness on a signed electronic record.

5. Compliance with subdivisions two, three and four of this section shall satisfy any requirement that the signer and witness be present with each other, or that the signer or witness sign the record in the presence of each other, for the validity, recordation, or other legal recognition of the signed and attested record.

6. (a) Prima facie evidence of both the authenticity of a tangible reproduction of an electronically notarized electronic record that was electronically signed in compliance with subdivision one of this section, and of the satisfaction of any other requirement of this section, may be provided by a certificate of authenticity affixed to such tangible reproduction signed by a qualified notary certifying that the affixed tangible record is a true, accurate, and unaltered printout of an electronic record that was electronically signed and electronically notarized in compliance with subdivision one, and, if applicable, witnessed in compliance with subdivision two of this section. Such a certified tangible printout of an electronically signed and notarized electronic record shall have the legal effect that such record would have under other applicable law, including section two hundred ninety-one-i of the real property law, had it been in the format of an original paper record with a wet signature that had been affixed in the physical presence of the notary and, if applicable, any witness. Such a certificate of authenticity, the affixed printout, and the electronic record to which it relates, may not be denied filing, recordation, registration, or admissibility as prima facie evidence under rule forty-five hundred thirty-eight of the civil practice law and rules or section one hundred thirty-seven of the executive law, on the ground that a tangible record or printout is not itself an electronic record or a digitized paper document or that it lacks a digitized image of a wet signature or that the electronic record to which such certificate relates lacks a digitized image of a wet signature, or similar grounds that frustrate the recognition of electronically notarized records as the equivalent of manually notarized records.

(b) For the avoidance of doubt, nothing in this section (i) shall cause a reproduction of an electronic will affixed to a certificate of authenticity to be a valid will or render such reproduction prima facie evidence that a will was executed by the purported testator absent compliance with part six of article three of the estates, powers and trusts law and section fourteen hundred six of the surrogate's court procedure act, (ii) shall impair any power of any recording officer to decline to record or register any record conveying real property for cause applicable specifically to such record under a law intended to protect against deed, or other forms of fraud or forgery, (iii) shall obligate a person who is not expressly obligated by other applicable law, or who has not otherwise agreed to do so, to accept in electronic

format a record that was electronically notarized or attested; (iv) shall validate or give effect to a notarization or witnessing under this section if the law requiring such notarization or witnessing expressly excludes application of this section; or (v) shall impair any right of an interested or affected person to contradict by other evidence the qualifications of an electronic notary or witness, any statement in a notarial certificate, or the validity, propriety, or effect of an electronic notarial act or witnessing under this section which would otherwise be available with respect to a notarial act or act of witnessing.

7. The secretary of state may promulgate rules and regulations concerning electronic notaries under the laws of this state necessary or useful to implement the provisions of this section.

8. This section shall not impair the validity of any record that was valid under other applicable law immediately prior to the effective date of this section.

§ 9. The state technology law is amended by adding a new section 311 to read as follows:

§ 311. Legal recognition of electronic records, electronic signatures, and electronic contracts. 1. A record or signature may not be denied legal effect or enforceability solely because it is in electronic form.

2. A contract or transaction may not be denied legal effect or enforceability solely because an electronic record was used in its formation or performance.

3. Notwithstanding any provision of law to the contrary, if a law requires a record to be in writing, an electronic record satisfies such law.

4. Notwithstanding any provision of law to the contrary, if a law requires a record to be signed, an electronic signature satisfies such law.

§ 10. The state technology law is amended by adding a new section 312 to read as follows:

§ 312. Provision of information in writing; presentation of records. 1. If a transaction is subject to this article, and a law other than this article requires a person to provide, send, or deliver information in writing to another person, such requirement is satisfied if the information is provided, sent, or delivered, as the case may be, in an electronic record capable of retention by the recipient at the time of receipt.

2. An electronic record is not capable of retention by the recipient if the sender or its information processing system inhibits the ability of the recipient to print or store the electronic record. If a sender or its information processing system inhibits the ability of a recipient to store or print an electronic record, the electronic record is not enforceable against the recipient.

3. The requirements of this section may not be varied by agreement, provided, however:

(a) to the extent a law other than this article requires information to be provided, sent, or delivered in writing but permits such requirement to be varied by agreement, the requirement under subdivision one of this section that the information be in the form of an electronic record capable of retention may also be varied by agreement; and

(b) a requirement under a law other than this article to send, communicate, or transmit a record by first-class mail, postage prepaid or by regular United States mail, may be varied by agreement to the extent permitted by such other law.

§ 11. The state technology law is amended by adding a new section 313 to read as follows:

§ 313. Attribution and effect of electronic record and electronic signature. 1. An electronic record or electronic signature is attributable to a person if it was the act of such person. The act of the person may be shown in any manner, including a showing of the efficacy of any security procedure applied to determine the person to which the electronic record or electronic signature was attributable.

2. The effect of an electronic record or electronic signature attributed to a person under subdivision one of this section is determined from the context and surrounding circumstances at the time of its creation, execution, or adoption, including the parties' agreement, if any, and otherwise as provided by law.

§ 12. The state technology law is amended by adding a new section 314 to read as follows:

§ 314. Effect of change or error. 1. With respect to a transaction subject to this article, if a change or error in an electronic record occurs in a transmission between parties to the transaction, the following rules apply:

(a) If the parties have agreed to use a security procedure to detect changes or errors, and one party has conformed the procedure, but the other party has not, and the nonconforming party would have detected the change or error had such party also conformed, the conforming party may avoid the effect of the changed or erroneous electronic record.

(b) In an automated transaction involving an individual, the individual may avoid the effect of an electronic record that resulted from an error made by such individual in dealing with the electronic agent of another person if the electronic agent did not provide an opportunity for the prevention or correction of the error and, at the time the individual learns of the error, such individual:

(i) promptly notifies the other person of the error and that the individual did not intend to be bound by the electronic record received by the other person;

(ii) takes reasonable steps, including steps that conform to the other person's reasonable instructions, to return to the other person or, if instructed by the other person, to destroy the consideration received, if any, as a result of the erroneous electronic record; and

(iii) has not used or received any benefit or value from the consideration, if any, received from the other person.

(c) If neither paragraph (a) nor paragraph (b) of this subdivision applies, the change or error has the effect provided by other law, including the law of mistake, and the parties' contract, if any.

2. Paragraphs (b) and (c) of subdivision one of this section may not be varied by agreement.

§ 13. The state technology law is amended by adding a new section 315 to read as follows:

§ 315. Retention of electronic records; originals. 1. If a law requires that a record be retained, such requirement is satisfied by retaining an electronic record of the information contained in the record which:

(a) accurately reflects the information set forth in the record after it was first generated in its final form as an electronic record or otherwise; and

(b) remains accessible for later reference.

2. A requirement to retain a record in accordance with subdivision one of this section shall not apply to any information the sole purpose of which is to enable the record to be sent, communicated, or received.

3. A person may satisfy the provisions of subdivision one of this section by using the services of another person if the requirements of such subdivision are met.

4. Notwithstanding any provision of law to the contrary, if a law requires a record to be presented or retained in its original form, or provides consequences if the record is not presented or retained in its original form, such law is satisfied by an electronic record retained in accordance with subdivision one of this section.

5. If a law requires retention of a check, such requirement is satisfied by retention of an electronic record of the information on the front and back of the check in accordance with subdivision one of this section.

6. A record retained as an electronic record in accordance with subdivision one of this section satisfies a law requiring a person to retain a record for evidentiary, audit, or like purposes, unless such law enacted after the effective date of this section specifically prohibits the use of an electronic record for the specified purpose.

7. This section does not preclude a government entity of this state from specifying additional requirements for the retention of a record subject to such entity's jurisdiction.

§ 14. The state technology law is amended by adding a new section 316 to read as follows:

§ 316. Automated transaction. In an automated transaction, the following rules apply:

1. A contract may be formed by the interaction of electronic agents of the parties, even if no individual was aware of or reviewed the electronic agents' actions or the resulting terms and agreements.

2. A contract may be formed by the interaction of an electronic agent and an individual, acting on the individual's own behalf or for another person, including by an interaction in which the individual performs actions that the individual is free to refuse to perform and which the individual knows or has reason to know will cause the electronic agent to complete the transaction or performance.

3. The terms of the contract are determined by the substantive law applicable to it.

§ 15. The state technology law is amended by adding a new section 317 to read as follows:

§ 317. Time and place of sending and receipt. 1. Unless otherwise agreed between the sender and the recipient, an electronic record is sent when such record:

(a) is addressed properly or otherwise directed properly to an information processing system that the recipient has designated or uses for the purpose of receiving electronic records or information of the type sent and from which the recipient is able to retrieve the electronic record;

(b) is in a form capable of being processed by such system; and

(c) enters an information processing system outside the control of the sender or of a person that sent the electronic record on behalf of the sender or enters a region of the information processing system designated or used by the recipient which is under the control of the recipient.

2. Unless otherwise agreed between a sender and the recipient, an electronic record is received when:

(a) such record enters an information processing system that the recipient has designated or uses for the purpose of receiving electronic records or information of the type sent and from which the recipient is able to retrieve the electronic record; and

(b) such record is in a form capable of being processed by such system.

3. Subdivision two of this section applies even if the place the information processing system is located is different from the place the electronic record is deemed to be received pursuant to subdivision four of this section.

4. Unless otherwise expressly provided in the electronic record or agreed between the sender and the recipient, an electronic record is deemed to be sent from the sender's place of business and to be received at the recipient's place of business. For purposes of this subdivision, the following rules apply:

(a) if the sender or recipient has more than one place of business, the place of business of that person is the place having the closest relationship to the underlying transaction.

(b) if the sender or the recipient does not have a place of business, the place of business is the sender's or recipient's residence.

5. An electronic record is received under subdivision two of this section even if no individual is aware of its receipt.

6. Receipt of an electronic acknowledgment from an information processing system described in subdivision two of this section establishes that a record was received but, by itself, does not establish that the content sent corresponds to the content received.

7. If a person is aware that an electronic record purportedly sent under subdivision one of this section, or purportedly received under subdivision two of this section, was not actually sent or received, the legal effect of the sending or receipt is determined by other applicable law. Except to the extent permitted by the other law, the requirements of this subdivision may not be varied by agreement.

§ 16. The state technology law is amended by adding a new section 318 to read as follows:

§ 318. Transferable records. 1. As used in this section, "transferable record" means an electronic record that:

(a) would be a note under article three of the uniform commercial code if such electronic record were in writing; and

(b) the issuer of the electronic record expressly has agreed it is a transferable record.

2. A person has control of a transferable record if a system employed for evidencing the transfer of interests in the transferable record reliably establishes that person as the person to which the transferable record was issued or transferred.

3. A system satisfies subdivision two of this section, and a person is deemed to have control of a transferable record, if the transferable record is created, stored, and assigned in such a manner that:

(a) a single authoritative copy of the transferable record exists which is unique, identifiable, and, except as otherwise provided in paragraphs (d), (e); and (f) of this subdivision, unalterable;

(b) the authoritative copy identifies the person asserting control as:

(i) the person to which the transferable record was issued; or

(ii) if the authoritative copy indicates that the transferable record has been transferred, the person to which the transferable record was most recently transferred;

(c) the authoritative copy is communicated to and maintained by the person asserting control or its designated custodian;

(d) copies or revisions that add or change an identified assignee of the authoritative copy can be made only with the consent of the person asserting control;

(e) each copy of the authoritative copy and any copy of a copy is readily identifiable as a copy that is not the authoritative copy; and

(f) any revision of the authoritative copy is readily identifiable as authorized or unauthorized.

4. Except as otherwise agreed, a person having control of a transferable record is the holder, as defined in paragraph twenty-one of subsection (b) of section 1-201 of the uniform commercial code, of the transferable record and has the same rights and defenses as a holder of an equivalent record or writing under the uniform commercial code, including, if the applicable statutory requirements under subsection one of section 3-302 or section 9-330 of the uniform commercial code are satisfied, the rights and defenses of a holder in due course or a purchaser, respectively. Delivery, possession, and indorsement are not required to obtain or exercise any of the rights under this subdivision.

5. Except as otherwise agreed, an obligor under a transferable record has the same rights and defenses as an equivalent obligor under equivalent records or writings under the uniform commercial code.

6. If requested by a person against which enforcement is sought, the person seeking to enforce the transferable record shall provide reasonable proof that the person is in control of the transferable record. Proof may include access to the authoritative copy of the transferable record and related business records sufficient to review the terms of the transferable record and to establish the identity of the person having control of the transferable record.

§ 17. The state technology law is amended by adding a new section 319 to read as follows:

§ 319. Severability clause. If any provision of this article or its application to any person or circumstance is held invalid, the invalidity does not affect other provisions or applications of this article which can be given effect without the invalid provision or application, and to this end the provisions of this article are severable.

§ 18. The state technology law is amended by adding a new section 320 to read as follows:

§ 320. Construction and application. 1. This article shall be construed and applied:

(a) to facilitate electronic transactions consistent with other applicable law;

(b) to be consistent with reasonable practices concerning electronic transactions and with the continued expansion of those practices; and

(c) to effectuate its general purpose to make New York law uniform with the law governing electronic records and signatures in the jurisdictions that have enacted the uniform electronic transactions act.

2. Any reference to the New York electronic signatures and records act or article three of the state technology law in any contract governed by New York law, or in any law, rule or regulation adopted by the state of New York or a government entity on or after the effective date of this section, shall mean the electronic signatures and records act, as amended by the chapter of the laws of two thousand twenty-six that added this section and any amendments to this article after such date.

3. Nothing in this article shall impair the validity or enforceability of any signature or record created prior to the effective date of the chapter of the laws of two thousand twenty-six that added this section.

§ 19. The state technology law is amended by adding a new section 321 to read as follows:

§ 321. Relation to electronic signatures in global and national commerce act. This article modifies, limits, and supersedes the federal Electronic Signatures in Global and National Commerce Act, 15 U.S.C. Section 7001 et seq., except that nothing in this article modifies, limits, or supersedes section 7001(c) of such act or authorizes electronic delivery of any of the notices described in section 7003(b) of such act.

§ 20. Subsection (d) of section 7-103 of the uniform commercial code is REPEALED.

§ 21. Paragraph 3 of subsection (a) of section 12-102 of the uniform commercial code, as added by chapter 579 of the laws of 2025, is amended to read as follows:

(3) "Transferable record" [~~means an electronic record that either~~] **has the meaning provided for such term, as applicable, in**:

(A) [~~is a "transferable record" under~~] Section 201(a)(1) of the Electronic Signatures in Global and National Commerce Act, 15 U.S.C. Section 7021(a)(1), as amended; or,

(B) [~~is governed by the law of any State that has enacted or adopted the Uniform Electronic Transactions Act substantially as approved and recommended for enactment in all the States by the National Conference of Commissioners on Uniform State Laws in 1999 and is a "transferable record" under Section 16(a) of that Act~~] **subdivision one of section three hundred eighteen of the state technology law**.

§ 22. Subsection (c) of section 12-103 of the uniform commercial code is REPEALED.

§ 23. Subdivision 7 of section 290 of the real property law, as added by chapter 549 of the laws of 2011, is amended to read as follows:

7. "Electronic record" means information evidencing any act, transaction, occurrence, event or other activity, produced or stored by electronic means and capable of being accurately reproduced in forms perceptible by human sensory capabilities**, and includes a tangible printout of an electronically signed and electronically notarized electronic record certified as authentic by an authorized notary public in compliance with section two hundred ninety-one-i of this article**.

§ 24. Subdivision 1 of section 291-i of the real property law is amended by adding a new paragraph (e) to read as follows:

(e)(i) where a law, rule or regulation requires, as a condition for recording that a signed document be an original document, in writing or another tangible medium, or have a wet signature, that requirement is satisfied with respect to an electronic signature on an electronic record by a tangible printout of an electronically signed electronic record that complies with the requirements of this subdivision, and a county clerk, city registrar, or other recording officer where applicable, shall accept for recording such a tangible printout that is otherwise eligible to be recorded under the laws of this state where:

(1) the electronic signature on such electronic record has been notarized, and witnessed if applicable, in compliance with section three hundred ten of article three of the state technology law.

(2) in the case of the notarization of an electronically signed electronic record, a tangible printout of the electronically notarized elec-

tronically signed electronic record has been certified as authentic by a notary public authorized to perform such electronic notarial act.

(ii) a signed certification of authenticity in substantially the form set forth in subdivision six of section one hundred thirty-five-c of the executive law is sufficient for the purposes of this subdivision.

§ 25. Paragraph (m) of subdivision 2 of section 5-1501 of the general obligations law, as amended by chapter 340 of the laws of 2010, is amended to read as follows:

(m) "Sign" means to place any memorandum, mark or sign, written, printed, stamped, photographed, engraved or otherwise upon an instrument or writing, or to use an electronic signature as that term is defined in subdivision three of section three hundred two of the state technology law, with the intent to execute the instrument, writing or electronic record. [~~**In accordance with the requirements of section three hundred seven of the state technology law, a power of attorney or any other instrument executed by the principal or agent that is recordable under the real property law shall not be executed with an electronic signature.**~~]

§ 26. Subparagraphs 9 and 10 of paragraph (a) of subdivision 2 of section 5-1504 of the general obligations law, as amended by chapter 323 of the laws of 2020, are amended and a new subparagraph 11 is added to read as follows:

(9) the refusal by a title insurance company to underwrite title insurance for a gift of real property made pursuant to a statutory short form power of attorney or non-statutory power of attorney that does not contain express instructions or purposes of the principal with respect to gifts in the modifications section of the statutory short form power of attorney or in the non-statutory power of attorney; [~~**or**~~]

(10) the refusal of a request for a certification or an opinion of counsel under paragraph (d) of subdivision one of this section[~~**.**~~]**; or**

(11) the refusal of a request for a notarial certificate of authenticity of a printout under paragraph (e) of subdivision one of section two hundred ninety-one-i of the real property law with respect to an electronically signed power of attorney in electronic format.

§ 27. This act shall take effect on the ninetieth day after it shall have become a law; provided, however, that if chapter 637 of the laws of 2025 shall not have taken effect on or before such date then section five-a of this act shall take effect on the same date and in the same manner as such chapter of the laws of 2025, takes effect.