

1 ENGROSSED SENATE  
2 BILL NO. 1279

By: David of the Senate

3 and

4 Mulready of the House

5  
6  
7 An Act relating to professional entities; amending 18  
8 O.S. 2011, Section 803, which relates to the  
9 Professional Entity Act; modifying definitions; and  
10 providing an effective date.

11 BE IT ENACTED BY THE PEOPLE OF THE STATE OF OKLAHOMA:

12 SECTION 1. AMENDATORY 18 O.S. 2011, Section 803, is  
13 amended to read as follows:

14 Section 803. A. As used ~~herein~~ in the Professional Entity Act,  
15 unless the context clearly indicates that a different meaning is  
16 intended:

17 1. "Associated act" means the Oklahoma General Corporation Act,  
18 in the case of a corporation; the Oklahoma Revised Uniform Limited  
19 Partnership Act, in the case of a limited partnership; or the  
20 Oklahoma Limited Liability Company Act, in the case of a limited  
21 liability company;

22 2. "Interest" means a share of stock in a corporation, a  
23 partnership interest in a limited partnership or a membership  
24 interest in a limited liability company;

1           3. "Owner" means a shareholder in the case of a corporation, a  
2 general or limited partner in the case of a limited partnership or a  
3 member in the case of a limited liability company;

4           4. "Manager" means a director or officer in the case of a  
5 corporation, a general partner in the case of a limited partnership  
6 or a manager in the case of a limited liability company;

7           5. "Professional entity" means a domestic corporation, limited  
8 partnership or limited liability company formed for the purpose of  
9 rendering professional service;

10          6. "Professional service" means the personal service rendered  
11 by:

12           a. a physician, surgeon or doctor of medicine pursuant to  
13 a license under Sections 481 through 524 of Title 59  
14 of the Oklahoma Statutes, and any subsequent laws  
15 regulating the practice of medicine,

16           b. an osteopathic physician or surgeon pursuant to a  
17 license under Sections 620 through 645 of Title 59 of  
18 the Oklahoma Statutes, and any subsequent laws  
19 regulating the practice of osteopathy,

20           c. a chiropractic physician pursuant to a license under  
21 Sections 161.1 through 161.20 of Title 59 of the  
22 Oklahoma Statutes, and any subsequent laws regulating  
23 the practice of chiropractic,  
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- 1           d.    a podiatric physician pursuant to a license under  
2                    Sections 135.1 through 160.2 of Title 59 of the  
3                    Oklahoma Statutes, and any subsequent laws regulating  
4                    the practice of podiatric medicine,
- 5           e.    an optometrist pursuant to a license under Sections  
6                    581 through 606 of Title 59 of the Oklahoma Statutes,  
7                    and any subsequent laws regulating the practice of  
8                    optometry,
- 9           f.    a veterinarian pursuant to a license under Sections  
10                   698.1 through 698.18 of Title 59 of the Oklahoma  
11                   Statutes, and any subsequent laws regulating the  
12                   practice of veterinary medicine,
- 13          g.    an architect pursuant to a license under Sections 46.1  
14                   through 46.37 of Title 59 of the Oklahoma Statutes,  
15                   and any subsequent laws regulating the practice of  
16                   architecture,
- 17          h.    an attorney pursuant to his authority to practice law  
18                   granted by the Supreme Court of the State of Oklahoma,
- 19          i.    a dentist pursuant to a license under Sections 328.1  
20                   through 328.51a of Title 59 of the Oklahoma Statutes,  
21                   and any subsequent laws regulating the practice of  
22                   dentistry,
- 23          j.    a certified public accountant or a public accountant  
24                   pursuant to his or her authority to practice

1 accounting under Sections 15.1 through 15.35 of Title  
2 59 of the Oklahoma Statutes, and any subsequent laws  
3 regulating the practice of public accountancy,

4 k. a psychologist pursuant to a license under Sections  
5 1351 through 1376 of Title 59 of the Oklahoma  
6 Statutes, and any subsequent laws regulating the  
7 practice of psychology,

8 l. a physical therapist pursuant to a license under  
9 Sections 887.1 through 887.18 of Title 59 of the  
10 Oklahoma Statutes, and any subsequent laws regulating  
11 the practice of physical therapy,

12 m. a registered nurse pursuant to a license under  
13 Sections 567.1 through 567.16a of Title 59 of the  
14 Oklahoma Statutes, and any other subsequent laws  
15 regulating the practice of nursing,

16 n. a professional engineer pursuant to a license under  
17 Sections 475.1 through 475.22a of Title 59 of the  
18 Oklahoma Statutes, and any subsequent laws relating to  
19 the practice of engineering,

20 o. a land surveyor pursuant to a license under Sections  
21 475.1 through 475.22a of Title 59 of the Oklahoma  
22 Statutes, and any subsequent laws relating to the  
23 practice of land surveying,

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- 1 p. an occupational therapist pursuant to Sections 888.1  
2 through 888.15 of Title 59 of the Oklahoma Statutes  
3 and any subsequent law regulating the practice of  
4 occupational therapy,
- 5 q. a speech pathologist or speech therapist pursuant to  
6 Sections 1601 through 1622 of Title 59 of the Oklahoma  
7 Statutes, and any subsequent law regulating the  
8 practice of speech pathology,
- 9 r. an audiologist pursuant to Sections 1601 through 1622  
10 of Title 59 of the Oklahoma Statutes, and any  
11 subsequent law regulating the practice of audiology,
- 12 s. a registered pharmacist pursuant to Sections 353  
13 through 366 of Title 59 of the Oklahoma Statutes, and  
14 any subsequent law regulating the practice of  
15 pharmacy,
- 16 t. a licensed perfusionist pursuant to Sections 2051  
17 through 2071 of Title 59 of the Oklahoma Statutes, and  
18 any subsequent laws regulating the practice of  
19 perfusionists,
- 20 u. a licensed professional counselor pursuant to Sections  
21 1901 through 1920 of Title 59 of the Oklahoma  
22 Statutes, and any subsequent law regulating the  
23 practice of professional counseling,
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- 1 v. a licensed marital and family therapist pursuant to  
2 Sections 1925.1 through 1925.18 of Title 59 of the  
3 Oklahoma Statutes, and any subsequent law regulating  
4 the practice of marital and family therapy,
- 5 w. a dietitian licensed pursuant to Sections 1721 through  
6 1739 of Title 59 of the Oklahoma Statutes and any  
7 subsequent laws regulating the practice of dietitians,  
8 ~~or~~
- 9 x. a social worker licensed pursuant to Sections 1250  
10 through 1273 of Title 59 of the Oklahoma Statutes, and  
11 any subsequent laws regulating the practice of social  
12 work,
- 13 y. a licensed alcohol and drug counselor pursuant to  
14 Sections 1870 through 1885 of Title 59 of the Oklahoma  
15 Statutes, and any subsequent laws regulating the  
16 practice of alcohol and drug counseling, or
- 17 z. a licensed behavioral practitioner pursuant to  
18 Sections 1930 through 1949.1 of Title 59 of the  
19 Oklahoma Statutes, and any subsequent laws regulating  
20 the practice of behavioral health services;

21 7. "Related professional services" means those services which  
22 are combined for professional entity purposes as follows:

- 23 a. any combination of the following professionals:  
24

- 1 (1) a physician, surgeon or doctor of medicine  
2 pursuant to a license under Sections 481 through  
3 524 of Title 59 of the Oklahoma Statutes, and any  
4 subsequent laws regulating the practice of  
5 medicine,
- 6 (2) an osteopathic physician or surgeon pursuant to a  
7 license under Sections 620 through 645 of Title  
8 59 of the Oklahoma Statutes, and any subsequent  
9 laws relating to the practice of osteopathy,
- 10 (3) a dentist pursuant to a license under Sections  
11 328.1 through 328.51a of Title 59 of the Oklahoma  
12 Statutes, and any subsequent laws regulating the  
13 practice of dentistry,
- 14 (4) a chiropractic physician pursuant to a license  
15 under Sections 161.1 through 161.20 of Title 59  
16 of the Oklahoma Statutes, and any subsequent laws  
17 regulating the practice of chiropractic,
- 18 (5) a psychologist pursuant to a license under  
19 Sections 1351 through 1376 of Title 59 of the  
20 Oklahoma Statutes, and any subsequent laws  
21 regulating the practice of psychology,
- 22 (6) an optometrist pursuant to a license under  
23 Sections 581 through 606 of Title 59 of the  
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Oklahoma Statutes, and any subsequent laws  
regulating the practice of optometry,

(7) a podiatric physician pursuant to a license under  
Sections 135.1 through 160.2 of Title 59 of the  
Oklahoma Statutes, and any subsequent laws  
regulating the practice of podiatric medicine,

(8) a dietitian licensed pursuant to Sections 1721  
through 1739 of Title 59 of the Oklahoma Statutes  
and subsequent laws regulating the practice of  
dietitians, or

(9) an occupational therapist pursuant to Sections  
888.1 through 888.15 of Title 59 of the Oklahoma  
Statutes and any subsequent law regulating the  
practice of occupational therapy, or

b. any combination of the following professions:

(1) an architect pursuant to a license under Sections  
46.1 through 46.37 of Title 59 of the Oklahoma  
Statutes, and any subsequent laws regulating the  
practice of architecture,

(2) a professional engineer pursuant to a license  
under Sections 475.1 through 475.22a of Title 59  
of the Oklahoma Statutes, and any subsequent laws  
relating to the practice of engineering, or

1 (3) a land surveyor pursuant to a license under  
2 Sections 475.1 through 475.22a of Title 59 of the  
3 Oklahoma Statutes, and any subsequent laws  
4 relating to the practice of land surveying;

5 8. "Regulating board" means the board which is charged with the  
6 licensing and regulation of the practice of the profession which the  
7 professional entity is organized to render;

8 9. "Individual", "incorporator" and "shareholder" each include  
9 the trustee of an express trust created by a person duly licensed to  
10 render a professional service who has the right to revoke said trust  
11 and who is serving as the trustee of said trust. Any certificate  
12 required by the Professional Entity Act to be issued to an  
13 individual incorporator or shareholder may be issued to the grantor  
14 on behalf of a trust. All references in the Professional Entity Act  
15 to death and incapacity of a shareholder shall include the death and  
16 incapacity of the grantor of a trust which own stock in a  
17 professional corporation;

18 10. "Incapacity" of a shareholder means a determination by a  
19 court of competent jurisdiction, or otherwise by two independent  
20 licensed physicians, that the share holder is fully incapacitated or  
21 is partially incapacitated to the extent that the shareholder is not  
22 capable of rendering the professional service for which the  
23 professional corporation was organized; and  
24

1 11. "Other personal representative" includes the successor  
2 trustee of an express trust owning stock in a professional  
3 corporation, which trust was created by a person duly licensed to  
4 render the professional service for which the professional  
5 corporation was organized who has the right to revoke the trust and  
6 who is the original trustee of the trust.

7 B. The definitions of the applicable associated act shall apply  
8 to this act, unless the context clearly indicates that a different  
9 meaning is intended.

10 SECTION 2. This act shall become effective November 1, 2012.

11 Passed the Senate the 6th day of March, 2012.

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13 \_\_\_\_\_  
14 Presiding Officer of the Senate

15 Passed the House of Representatives the \_\_\_\_ day of \_\_\_\_\_,  
16 2012.

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18 \_\_\_\_\_  
19 Presiding Officer of the House  
20 of Representatives

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