

1 Oklahoma Limited Liability Company Act, in the case of a limited
2 liability company;

3 2. "Interest" means a share of stock in a corporation, a
4 partnership interest in a limited partnership or a membership
5 interest in a limited liability company;

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

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

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

15 6. "Professional service" means the personal service rendered
16 by:

17 a. a physician, surgeon or doctor of medicine pursuant to
18 a license under Sections 481 through 524 of Title 59
19 of the Oklahoma Statutes, and any subsequent laws
20 regulating the practice of medicine,

21 b. an osteopathic physician or surgeon pursuant to a
22 license under Sections 620 through 645 of Title 59 of
23 the Oklahoma Statutes, and any subsequent laws
24 regulating the practice of osteopathy,

- 1 c. a chiropractic physician pursuant to a license under
2 Sections 161.1 through 161.20 of Title 59 of the
3 Oklahoma Statutes, and any subsequent laws regulating
4 the practice of chiropractic,
- 5 d. a podiatric physician pursuant to a license under
6 Sections 135.1 through 160.2 of Title 59 of the
7 Oklahoma Statutes, and any subsequent laws regulating
8 the practice of podiatric medicine,
- 9 e. an optometrist pursuant to a license under Sections
10 581 through 606 of Title 59 of the Oklahoma Statutes,
11 and any subsequent laws regulating the practice of
12 optometry,
- 13 f. a veterinarian pursuant to a license under Sections
14 698.1 through 698.30b of Title 59 of the Oklahoma
15 Statutes, and any subsequent laws regulating the
16 practice of veterinary medicine,
- 17 g. an architect pursuant to a license under Sections 46.1
18 through 46.41 of Title 59 of the Oklahoma Statutes,
19 and any subsequent laws regulating the practice of
20 architecture,
- 21 h. an attorney pursuant to his authority to practice law
22 granted by the Supreme Court of the State of Oklahoma,
- 23 i. a dentist pursuant to a license under Sections 328.1
24 through 328.53 of Title 59 of the Oklahoma Statutes,

1 and any subsequent laws regulating the practice of
2 dentistry,

3 j. a certified public accountant or a public accountant
4 pursuant to his or her authority to practice
5 accounting under Sections 15.1 through 15.38 of Title
6 59 of the Oklahoma Statutes, and any subsequent laws
7 regulating the practice of public accountancy,

8 k. a psychologist pursuant to a license under Sections
9 1351 through 1376 of Title 59 of the Oklahoma
10 Statutes, and any subsequent laws regulating the
11 practice of psychology,

12 l. a physical therapist pursuant to a license under
13 Sections 887.1 through 887.18 of Title 59 of the
14 Oklahoma Statutes, and any subsequent laws regulating
15 the practice of physical therapy,

16 m. a registered nurse pursuant to a license under
17 Sections 567.1 through 567.19 of Title 59 of the
18 Oklahoma Statutes, and any other subsequent laws
19 regulating the practice of nursing,

20 n. a professional engineer pursuant to a license under
21 Sections 475.1 through 475.22a of Title 59 of the
22 Oklahoma Statutes, and any subsequent laws relating to
23 the practice of engineering,

24

- 1 o. a land surveyor pursuant to a license under Sections
2 475.1 through 475.22a of Title 59 of the Oklahoma
3 Statutes, and any subsequent laws relating to the
4 practice of land surveying,
- 5 p. an occupational therapist pursuant to Sections 888.1
6 through 888.15 of Title 59 of the Oklahoma Statutes
7 and any subsequent law regulating the practice of
8 occupational therapy,
- 9 q. a speech pathologist or speech therapist pursuant to
10 Sections 1601 through 1622 of Title 59 of the Oklahoma
11 Statutes, and any subsequent law regulating the
12 practice of speech pathology,
- 13 r. an audiologist pursuant to Sections 1601 through 1622
14 of Title 59 of the Oklahoma Statutes, and any
15 subsequent law regulating the practice of audiology,
- 16 s. a registered pharmacist pursuant to Sections 353
17 through 366 of Title 59 of the Oklahoma Statutes, and
18 any subsequent law regulating the practice of
19 pharmacy,
- 20 t. a licensed perfusionist pursuant to Sections 2051
21 through 2071 of Title 59 of the Oklahoma Statutes, and
22 any subsequent laws regulating the practice of
23 perfusionists,
- 24

- 1 u. a licensed professional counselor pursuant to Sections
2 1901 through 1920 of Title 59 of the Oklahoma
3 Statutes, and any subsequent law regulating the
4 practice of professional counseling,
- 5 v. a licensed marital and family therapist pursuant to
6 Sections 1925.1 through 1925.18 of Title 59 of the
7 Oklahoma Statutes, and any subsequent law regulating
8 the practice of marital and family therapy,
- 9 w. a dietitian licensed pursuant to Sections 1721 through
10 1739 of Title 59 of the Oklahoma Statutes and any
11 subsequent laws regulating the practice of dietitians,
- 12 x. a social worker licensed pursuant to Sections 1250
13 through 1273 of Title 59 of the Oklahoma Statutes, and
14 any subsequent laws regulating the practice of social
15 work,
- 16 y. a licensed alcohol and drug counselor pursuant to
17 Sections 1870 through 1885 of Title 59 of the Oklahoma
18 Statutes, and any subsequent laws regulating the
19 practice of alcohol and drug counseling, ~~or~~
- 20 z. a licensed behavioral practitioner pursuant to
21 Sections 1930 through 1949.1 of Title 59 of the
22 Oklahoma Statutes, and any subsequent laws regulating
23 the practice of behavioral health services, or
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1 aa. a certified real estate appraiser licensed pursuant to
2 Sections 858-700 through 858-732 of Title 59 of the
3 Oklahoma Statutes or listed on the National Registry
4 of Appraisers by the Appraisal Subcommittee in
5 compliance with Title XI of the Financial Institutions
6 Reform, Recovery, and Enforcement Act (FIRREA) of
7 1989, and any subsequent laws regulating the practice
8 of real estate appraisal;

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

11 a. any combination of the following professionals:

- 12 (1) a physician, surgeon or doctor of medicine
13 pursuant to a license under Sections 481 through
14 524 of Title 59 of the Oklahoma Statutes, and any
15 subsequent laws regulating the practice of
16 medicine,
- 17 (2) an osteopathic physician or surgeon pursuant to a
18 license under Sections 620 through 645 of Title
19 59 of the Oklahoma Statutes, and any subsequent
20 laws relating to the practice of osteopathy,
- 21 (3) a dentist pursuant to a license under Sections
22 328.1 through 328.53 of Title 59 of the Oklahoma
23 Statutes, and any subsequent laws regulating the
24 practice of dentistry,

- 1 (4) a chiropractic physician pursuant to a license
2 under Sections 161.1 through 161.20 of Title 59
3 of the Oklahoma Statutes, and any subsequent laws
4 regulating the practice of chiropractic,
- 5 (5) a psychologist pursuant to a license under
6 Sections 1351 through 1376 of Title 59 of the
7 Oklahoma Statutes, and any subsequent laws
8 regulating the practice of psychology,
- 9 (6) an optometrist pursuant to a license under
10 Sections 581 through 606 of Title 59 of the
11 Oklahoma Statutes, and any subsequent laws
12 regulating the practice of optometry,
- 13 (7) a podiatric physician pursuant to a license under
14 Sections 135.1 through 160.2 of Title 59 of the
15 Oklahoma Statutes, and any subsequent laws
16 regulating the practice of podiatric medicine,
- 17 (8) a dietitian licensed pursuant to Sections 1721
18 through 1739 of Title 59 of the Oklahoma Statutes
19 and subsequent laws regulating the practice of
20 dietitians, or
- 21 (9) an occupational therapist pursuant to Sections
22 888.1 through 888.15 of Title 59 of the Oklahoma
23 Statutes and any subsequent law regulating the
24 practice of occupational therapy, or

1 b. any combination of the following professions:

2 (1) an architect pursuant to a license under Sections
3 46.1 through 46.41 of Title 59 of the Oklahoma
4 Statutes, and any subsequent laws regulating the
5 practice of architecture,

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

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

14 8. "Regulating board" means the board which is charged with the
15 licensing and regulation of the practice of the profession which the
16 professional entity is organized to render;

17 9. "Individual", "incorporator" and "shareholder" each include
18 the trustee of an express trust created by a person duly licensed to
19 render a professional service who has the right to revoke ~~said~~ the
20 trust and who is serving as the trustee of ~~said~~ the trust. Any
21 certificate required by the Professional Entity Act to be issued to
22 an individual incorporator or shareholder may be issued to the
23 grantor on behalf of a trust. All references in the Professional
24 Entity Act to death and incapacity of a shareholder shall include

1 the death and incapacity of the grantor of a trust which own stock
2 in a professional corporation;

3 10. "Incapacity" of a shareholder means a determination by a
4 court of competent jurisdiction, or otherwise by two independent
5 licensed physicians, that the ~~share holder~~ shareholder is fully
6 incapacitated or is partially incapacitated to the extent that the
7 shareholder is not capable of rendering the professional service for
8 which the professional corporation was organized; and

9 11. "Other personal representative" includes the successor
10 trustee of an express trust owning stock in a professional
11 corporation, which trust was created by a person duly licensed to
12 render the professional service for which the professional
13 corporation was organized who has the right to revoke the trust and
14 who is the original trustee of the trust.

15 B. The definitions of the applicable associated act shall apply
16 to ~~this act~~ the Professional Entity Act, unless the context clearly
17 indicates that a different meaning is intended.

18 SECTION 2. AMENDATORY 18 O.S. 2011, Section 819, is
19 amended to read as follows:

20 Section 819. All laws and rules and parts of laws and rules in
21 conflict with any of the provisions of ~~this act~~ the Professional
22 Entity Act or otherwise restricting the forms of organization
23 available to persons providing professional services shall be
24 inapplicable to professional entities formed under ~~this act~~ the

1 Professional Entity Act; provided, however, that nothing in ~~this act~~
2 the Professional Entity Act shall be construed to supersede the
3 provisions of 59 O.S. 1951, Sections 581 through 592, both
4 inclusive, Sections 601 through 606, both inclusive, Sections 858-
5 700 through 858-732, both inclusive, or Sections 941 through 947, of
6 Title 59 of the Oklahoma Statutes, both inclusive, as amended. In
7 the event of the conflict of any of the provisions of ~~this act~~ the
8 Professional Entity Act with any of the above cited sections, then
9 cited sections shall take precedence over ~~this act~~ the Professional
10 Entity Act and ~~this act~~ the Professional Entity Act shall be
11 construed accordingly.

12 SECTION 3. This act shall become effective November 1, 2019.

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14 COMMITTEE REPORT BY: COMMITTEE ON BUSINESS AND COMMERCE, dated
15 04/03/2019 - DO PASS.
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