

# State of South Dakota

SEVENTY-FIFTH SESSION  
LEGISLATIVE ASSEMBLY, 2000

643D0453

## HOUSE ENGROSSED NO. **HB1100** - 1/27/00

Introduced by: Representatives Michels, Brown (Jarvis), Fischer-Clemens, Hunt, Koehn, McIntyre, Slaughter, Wilson, and Young and Senators Everist, Daugaard, Dunn (Rebecca), Flowers, and Moore

1 FOR AN ACT ENTITLED, An Act to allow certain nurses and physician's assistants to form  
2 limited liability partnerships and limited liability companies.

3 BE IT ENACTED BY THE LEGISLATURE OF THE STATE OF SOUTH DAKOTA:

4 Section 1. That § 48-7-111 be amended to read as follows:

5 48-7-111. Any person registered, certified, or licensed pursuant to chapter 16-16, 36-4, 36-  
6 4A, 36-5, 36-6A, 36-7, 36-8, 36-9, 36-9A, 36-10, 36-12, or 36-20A may practice in a limited  
7 liability partnership.

8 Section 2. That § 47-11E-1 be amended to read as follows:

9 47-11E-1. One or more registered nurses, licensed practical nurses, certified registered nurse  
10 anesthetists, or clinical nurse specialists licensed pursuant to chapter 36-9 or nurse ~~practitioner~~  
11 practitioners or nurse ~~midwife~~ midwives licensed pursuant to chapter 36-9A may form a  
12 professional service ~~corporations~~ corporation for the practice of nursing under the South Dakota  
13 Business Corporation Act. The articles of incorporation of ~~such corporations~~ the corporation  
14 shall contain provisions complying with the requirements of §§ 47-11E-1 to 47-11E-19,  
15 inclusive.

16 Registered nurses, licensed practical nurses, certified registered nurse anesthetists, or clinical

1 nurse specialists licensed pursuant to chapter 36-9 or nurse practitioners or nurse midwives  
2 licensed pursuant to chapter 36-9A may form a professional limited liability company under the  
3 South Dakota Limited Liability Company Act if the limited liability company is organized and  
4 operated in accordance with the provisions of this chapter. The articles of organization of the  
5 limited liability company shall contain provisions complying with the requirements of §§ 47-11E-  
6 1 to 47-11E-19, inclusive.

7 Section 3. That chapter 47-11E be amended by adding thereto a NEW SECTION to read  
8 as follows:

9 Terms used in this chapter shall also include the following terms:

- 10 (1) "Articles of incorporation," the articles of organization of a limited liability company;
- 11 (2) "Corporation," both corporations under the South Dakota Business Corporations Act  
12 and limited liability companies under the South Dakota Limited Liability Company  
13 Act;
- 14 (3) "Director" or "officer," any manager of a limited liability company or the members of  
15 a limited liability company that does not have managers;
- 16 (4) "Incorporation," the members of a limited liability company;
- 17 (5) "Shareholders," the members of a limited liability company;
- 18 (6) "Shares" or "stock," membership interests in a limited liability company.

19 Section 4. That § 47-11E-4 be amended to read as follows:

20 47-11E-4. The name of a corporation formed pursuant to § 47-11E-1 shall contain the  
21 words, "professional company" or "professional corporation" or abbreviations thereof, such as  
22 "Prof. Co.," or "Prof. Corp." or "P.C." The name of a limited liability company formed under  
23 § 47-11E-1 shall contain the words, professional limited liability company, or the abbreviation,  
24 Prof. L.L.C. The name of the corporation or limited liability company shall always meet the  
25 ethical standards established for the names of nursing firms by the canons of professional ethics

1 of the South Dakota Board of Nursing as if all of the stockholders of the corporation were  
2 partners.

3 Section 5. That § 47-11D-1 be amended to read as follows:

4 47-11D-1. One or more physician assistants may form a professional corporation for  
5 practicing as physician's assistants under the South Dakota Business Corporation Act, if such  
6 corporations are organized and operated in accordance with the provisions of this chapter.

7 Physician's assistants may form a professional limited liability company under the South  
8 Dakota Limited Liability Company Act if the limited liability company is organized and operated  
9 in accordance with the provisions of this chapter. The articles of organization of the limited  
10 liability company shall contain provisions complying with the requirements of this chapter.

11 Section 6. That chapter 47-11D be amended by adding thereto a NEW SECTION to read  
12 as follows:

13 Terms used in this chapter shall also include the following terms:

- 14 (1) "Articles of incorporation," the articles of organization of a limited liability company;
- 15 (2) "Corporation," both corporations under the South Dakota Business Corporations Act  
16 and limited liability companies under the South Dakota Limited Liability Company  
17 Act;
- 18 (3) "Director" or "officer," any manager of a limited liability company or the members of  
19 a limited liability company that does not have managers;
- 20 (4) "Incorporation," the members of a limited liability company;
- 21 (5) "Shareholders," the members of a limited liability company;
- 22 (6) "Shares" or "stock," membership interests in a limited liability company.

23 Section 7. That § 47-11D-2 be amended to read as follows:

24 47-11D-2. The ~~corporate~~ name of a corporation shall contain the words, "professional  
25 company" or "professional corporation", or abbreviations thereof, such as "Prof. Co.," "Prof.

- 1 Corp., "P.C.," or "Prof. Ltd." The name of a limited liability company formed under § 47-11D-1
- 2 shall contain the words, professional limited liability company, or the abbreviation, Prof. L.L.C.

1 **BILL HISTORY**

2 1/15/00 First read in House and referred to committee assignment waived. H.J. 60

3 1/18/00 Referred to Judiciary. H.J. 120

4 1/21/00 Scheduled for Committee hearing on this date.

5 1/21/00 Judiciary Do Pass Amended, Passed, AYES 11, NAYS 0. H.J. 189

6 1/26/00 House of Representatives Do Pass Amended, Passed, AYES 65, NAYS 2. H.J. 253

7 1/26/00 House of Representatives Title Amended Passed. H.J. 254