



Rep. C.D. Davidsmeyer

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LRB099 03648 KTG 34668 a

1 AMENDMENT TO HOUSE BILL 3547

2 AMENDMENT NO. _____. Amend House Bill 3547 by replacing
3 everything after the enacting clause with the following:

4 "Section 1. Short title. This Act may be cited as the
5 Professional Limited Liability Company Act.

6 Section 5. Definitions. In this Act:

7 "Department" means the Department of Financial and
8 Professional Regulation.

9 "Professional limited liability company" means a limited
10 liability company that intends to provide, or does provide,
11 professional services that require the individuals engaged in
12 the profession to be licensed by the Department of Financial
13 and Professional Regulation.

14 Section 10. Application of the Limited Liability Company
15 Act. The Limited Liability Company Act, as now or hereafter

1 amended, shall be applicable to professional limited liability
2 companies, and they shall enjoy the powers and privileges and
3 be subject to the duties, restrictions, and liabilities of
4 other limited liability companies, except where inconsistent
5 with the letter and purpose of this Act. This Act shall take
6 precedence in the event of any conflict with the provisions of
7 the Limited Liability Company Act or other laws.

8 Section 15. Certificate of registration.

9 (a) No professional limited liability company may render
10 professional services that require the issuance of a license by
11 the Department, except through its managers, members, agents,
12 or employees who are duly licensed or otherwise legally
13 authorized to render such professional services within this
14 State. An individual's association with a professional limited
15 liability company as a manager, member, agent, or employee,
16 shall in no way modify or diminish the jurisdiction of the
17 Department that licensed, certified, or registered the
18 individual for a particular profession.

19 (b) A professional limited liability company shall not
20 open, operate, or maintain an establishment for any of the
21 purposes for which a limited liability company may be organized
22 without obtaining a certificate of registration from the
23 Department.

24 (c) Application for a certificate of registration shall be
25 made in writing and shall contain the name and primary mailing

1 address of the professional limited liability company, the name
2 and address of the company's registered agent, the address of
3 the practice location maintained by the company, each assumed
4 name being used by the company, and such other information as
5 may be required by the Department. All official correspondence
6 from the Department shall be mailed to the primary mailing
7 address of the company except that the company may elect to
8 have renewal and non-renewal notices sent to the registered
9 agent of the company. Upon receipt of such application, the
10 Department shall make an investigation of the professional
11 limited liability company. If this Act or any Act administered
12 by the Department requires the organizers, managers, and
13 members to each be licensed in the particular profession or
14 related professions related to the professional services
15 offered by the company, the Department shall determine that the
16 organizers, managers, and members are each licensed pursuant to
17 the laws of Illinois to engage in the particular profession or
18 related professions involved (except that an initial organizer
19 may be a licensed attorney) and that no disciplinary action is
20 pending before the Department against any of them before
21 issuing a certificate of registration. For all other companies
22 submitting an application, the Department shall determine if
23 any organizer, manager, or member claiming to hold a
24 professional license issued by the Department is currently so
25 licensed and that no disciplinary action is pending before the
26 Department against any of them before issuing a certificate of

1 registration. If it appears that the professional limited
2 liability company will be conducted in compliance with the law
3 and the rules and regulations of the Department, the Department
4 shall issue, upon payment of a registration fee of \$50, a
5 certificate of registration.

6 (d) A separate application shall be submitted for each
7 business location in Illinois. If the professional limited
8 liability company is using more than one fictitious or assumed
9 name and has an address different from that of the parent
10 company, a separate application shall be submitted for each
11 fictitious or assumed name.

12 (e) Upon written application of the holder, the Department
13 shall renew the certificate if it finds that the professional
14 limited liability company has complied with its regulations and
15 the provisions of this Act and the applicable licensing Act.
16 This fee for the renewal of a certificate of registration shall
17 be calculated at the rate of \$40 per year. The certificate of
18 registration shall be conspicuously posted upon the premises to
19 which it is applicable. A certificate of registration shall not
20 be assignable.

21 (f) The Department shall not issue or renew any certificate
22 of registration to a professional limited liability company
23 during the period of dissolution.

24 Section 20. Failure to obtain a certificate of
25 registration. Whenever the Department has reason to believe a

1 professional limited liability company has opened, operated,
2 or maintained an establishment without a certificate of
3 registration, the Department may issue a notice of violation to
4 the professional limited liability company. The notice of
5 violation shall provide a period of 30 days after the date of
6 the notice to either file an answer to the satisfaction of the
7 Department or submit an application for a certificate of
8 registration in compliance with this Act. If the professional
9 limited liability company submits an application for a
10 certificate of registration, it must pay the \$50 application
11 fee and a late fee of \$100 for each year that the professional
12 limited liability company opened, operated, or maintained an
13 establishment without a certificate of registration for the
14 purpose of providing any professional service that requires the
15 individuals engaged in the profession to be licensed by the
16 Department, with a maximum late fee of \$500. If the
17 professional limited liability company that is the subject of
18 the notice of violation fails to respond, fails to respond to
19 the satisfaction of the Department, or fails to submit an
20 application for registration, the Department may institute
21 disciplinary proceedings against the professional limited
22 liability company and may impose a civil penalty up to \$1,000
23 for violation of this Act after affording the professional
24 limited liability company a hearing in conformance with the
25 requirements of this Act.

1 Section 25. Suspension, revocation or discipline of
2 certificate of registration.

3 (a) The Department may suspend, revoke, or otherwise
4 discipline the certificate of registration of a professional
5 limited liability company for any of the following reasons:

6 (1) the revocation or suspension of the license to
7 practice the profession of any officer, manager, member,
8 agent, or employee not promptly removed or discharged by
9 the professional limited liability company;

10 (2) unethical professional conduct on the part of any
11 officer, manager, member, agent, or employee not promptly
12 removed or discharged by the professional limited
13 liability company;

14 (3) the death of the last remaining member;

15 (4) upon finding that the holder of the certificate has
16 failed to comply with the provisions of this Act or the
17 regulations prescribed by the Department; or

18 (5) the failure to file a return, to pay the tax,
19 penalty, or interest shown in a filed return, or to pay any
20 final assessment of tax, penalty, or interest, as required
21 by a tax Act administered by the Illinois Department of
22 Revenue, until such time as the requirements of any such
23 tax Act are satisfied.

24 (b) Before any certificate of registration is suspended or
25 revoked, the holder shall be given written notice of the
26 proposed action and the reasons for the proposed action and

1 shall be provided a public hearing by the Department with the
2 right to produce testimony and other evidence concerning the
3 charges made. The notice shall also state the place and date of
4 the hearing, which shall be at least 10 days after service of
5 the notice.

6 (c) All orders of the Department denying an application for
7 a certificate of registration or suspending or revoking a
8 certificate of registration or imposing a civil penalty shall
9 be subject to judicial review pursuant to the Administrative
10 Review Law.

11 (d) The proceedings for judicial review shall be commenced
12 in the circuit court of the county in which the party applying
13 for review is located. If the party is not currently located in
14 Illinois, the venue shall be in Sangamon County. The Department
15 shall not be required to certify any record to the court or
16 file any answer in court or otherwise appear in any court in a
17 judicial review proceeding, unless and until the Department has
18 received from the plaintiff payment of the costs of furnishing
19 and certifying the record, which costs shall be determined by
20 the Department. Exhibits shall be certified without cost.
21 Failure on the part of the plaintiff to file a receipt in court
22 is grounds for dismissal of the action.

23 Section 30. Confidentiality.

24 (a) All information collected by the Department in the
25 course of an examination or investigation of a holder of a

1 certificate of registration or an applicant, including, but not
2 limited to, any complaint against a holder of a certificate of
3 registration filed with the Department and information
4 collected to investigate any such complaint, shall be
5 maintained for the confidential use of the Department and shall
6 not be disclosed.

7 (b) The Department may not disclose the information to
8 anyone other than law enforcement officials, other regulatory
9 agencies that have an appropriate regulatory interest as
10 determined by the Secretary of the Department, or a party
11 presenting a lawful subpoena to the Department. Information and
12 documents disclosed to a federal, State, county, or local law
13 enforcement agency shall not be disclosed by the agency for any
14 purpose to any other agency or person. A formal complaint filed
15 against a holder of a certificate of registration by the
16 Department or any order issued by the Department against a
17 holder of a certificate of registration or an applicant shall
18 be a public record, except as otherwise prohibited by law.

19 Section 35. Professional relationship and liability;
20 rights and obligations pertaining to communications.

21 (a) Nothing contained in this Act shall be interpreted to
22 abolish, repeal, modify, restrict, or limit the law in effect
23 in this State on the effective date of this Act that is
24 applicable to the professional relationship and liabilities
25 between the person furnishing the professional services and the

1 person receiving such professional services or the law that is
2 applicable to the standards for professional conduct. Any
3 manager, member, agent, or employee of a professional limited
4 liability company shall remain personally and fully liable and
5 accountable for any negligent or wrongful acts or misconduct
6 committed by him or her or by any person under his or her
7 direct supervision and control while rendering professional
8 services on behalf of the professional limited liability
9 company. However, a professional limited liability company
10 shall have no greater liability for the conduct of its agents
11 than any other limited liability company organized under the
12 Limited Liability Company Act. A professional limited
13 liability company shall be liable up to the full value of its
14 property for any negligence or wrongful acts or misconduct
15 committed by any of its managers, members, agents, or employees
16 while they are engaged in the rendering of professional
17 services on behalf of the professional limited liability
18 company.

19 (b) All rights and obligations pertaining to
20 communications made to or information received by any qualified
21 person or the advice he or she gives on such communications or
22 information, shall be extended to the professional limited
23 liability company of which he or she is a manager, member,
24 agent, or employee, and to the professional limited liability
25 company's managers, members, agents, and employees.

1 Section 40. Dissolution. A professional limited liability
2 company may, for the purposes of dissolution, have as its
3 managers and members individuals who are not licensed by the
4 Department to provide professional services notwithstanding
5 any provision of this Act or of any professional Act
6 administered by the Department, provided that the professional
7 limited liability company under these circumstances does not
8 render any professional services nor hold itself out as capable
9 or available to render any professional services during the
10 period of dissolution. A copy of the certificate of
11 dissolution, as issued by the Secretary of State, shall be
12 delivered to the Department within 30 days of its receipt by
13 the managers or members.

14 Section 45. Dishonored payments. Any professional limited
15 liability company that, on 2 occasions, issues or delivers a
16 check or other order to the Department that is not honored by
17 the financial institution upon which it is drawn because of
18 insufficient funds on the account, shall pay to the Department,
19 in addition to the amount owing upon such check or other order,
20 a fee of \$50. If such check or other order was issued or
21 delivered in payment of a renewal fee and the professional
22 limited liability company whose certificate of registration
23 has lapsed continues to practice as a professional limited
24 liability company without paying the renewal fee and the \$50
25 fee required under this Section, an additional fee of \$100

1 shall be imposed for practicing without a current certificate.
2 The Department shall notify the professional limited liability
3 company whose certificate of registration has lapsed within 30
4 days after the discovery by the Department that such
5 professional limited liability company is operating without a
6 current certificate of the fact that the professional limited
7 liability company is operating without a certificate and of the
8 amount due to the Department, which shall include the lapsed
9 renewal fee and all other fees required by this Section. If the
10 professional limited liability company whose certification has
11 lapsed seeks a current certificate more than 30 days after the
12 date it receives notification from the Department, it shall be
13 required to apply to the Department for reinstatement of the
14 certificate and to pay all fees due to the Department. The
15 Department may establish a fee for the processing of an
16 application for reinstatement of a certificate that allows the
17 Department to pay all costs and expenses related to the
18 processing of the application. The Secretary of the Department
19 may waive the fees due under this Section in individual cases
20 where he or she finds that in the particular case such fees
21 would be unreasonable or unnecessarily burdensome.

22 Section 50. Deposit of fees and fines. All fees, civil
23 penalties, and fines collected under this Act shall be
24 deposited into the General Professions Dedicated Fund.

1 Section 902. The Clinical Psychologist Licensing Act is
2 amended by changing Section 3 and by adding Section 24.2 as
3 follows:

4 (225 ILCS 15/3) (from Ch. 111, par. 5353)

5 (Section scheduled to be repealed on January 1, 2017)

6 Sec. 3. Necessity of license; corporations, professional
7 limited liability companies, partnerships, and associations;
8 display of license.

9 (a) No individual, partnership, association or corporation
10 shall, without a valid license as a clinical psychologist
11 issued by the Department, in any manner hold himself or herself
12 out to the public as a psychologist or clinical psychologist
13 under the provisions of this Act or render or offer to render
14 clinical psychological services as defined in paragraph 7 of
15 Section 2 of this Act; or attach the title "clinical
16 psychologist", "psychologist" or any other name or designation
17 which would in any way imply that he or she is able to practice
18 as a clinical psychologist; or offer to render or render, to
19 individuals, corporations or the public, clinical
20 psychological services as defined in paragraph 7 of Section 2
21 of this Act.

22 No person may engage in the practice of clinical
23 psychology, as defined in paragraph (5) of Section 2 of this
24 Act, without a license granted under this Act, except as
25 otherwise provided in this Act.

1 (b) No association or partnership shall be granted a
2 license and no professional limited liability company shall
3 provide, attempt to provide, or offer to provide clinical
4 psychological services unless every member, partner, and
5 employee of the association, or partnership, or professional
6 limited liability company who renders clinical psychological
7 services holds a currently valid license issued under this Act.
8 No license shall be issued by the Department to a corporation
9 that (i) has a stated purpose that includes clinical
10 psychology, or (ii) practices or holds itself out as available
11 to practice clinical psychology, unless it is organized under
12 the Professional Service Corporation Act.

13 (c) Individuals, corporations, professional limited
14 liability companies, partnerships, and associations may employ
15 practicum students, interns or postdoctoral candidates seeking
16 to fulfill educational requirements or the professional
17 experience requirements needed to qualify for a license as a
18 clinical psychologist to assist in the rendering of services,
19 provided that such employees function under the direct
20 supervision, order, control and full professional
21 responsibility of a licensed clinical psychologist in the
22 corporation, professional limited liability company,
23 partnership, or association. Nothing in this paragraph shall
24 prohibit a corporation, professional limited liability
25 company, partnership, or association from contracting with a
26 licensed health care professional to provide services.

1 (c-5) Nothing in this Act shall preclude individuals
2 licensed under this Act from practicing directly or indirectly
3 for a physician licensed to practice medicine in all its
4 branches under the Medical Practice Act of 1987 or for any
5 legal entity as provided under subsection (c) of Section 22.2
6 of the Medical Practice Act of 1987.

7 (d) Nothing in this Act shall prevent the employment, by a
8 clinical psychologist, individual, association, partnership,
9 professional limited liability company, or ~~a~~ corporation
10 furnishing clinical psychological services for remuneration,
11 of persons not licensed as clinical psychologists under the
12 provisions of this Act to perform services in various
13 capacities as needed, provided that such persons are not in any
14 manner held out to the public as rendering clinical
15 psychological services as defined in paragraph 7 of Section 2
16 of this Act. Nothing contained in this Act shall require any
17 hospital, clinic, home health agency, hospice, or other entity
18 that provides health care services to employ or to contract
19 with a clinical psychologist licensed under this Act to perform
20 any of the activities under paragraph (5) of Section 2 of this
21 Act.

22 (e) Nothing in this Act shall be construed to limit the
23 services and use of official title on the part of a person, not
24 licensed under the provisions of this Act, in the employ of a
25 State, county or municipal agency or other political
26 subdivision insofar that such services are a part of the duties

1 in his or her salaried position, and insofar that such services
2 are performed solely on behalf of his or her employer.

3 Nothing contained in this Section shall be construed as
4 permitting such person to offer their services as psychologists
5 to any other persons and to accept remuneration for such
6 psychological services other than as specifically excepted
7 herein, unless they have been licensed under the provisions of
8 this Act.

9 (f) Duly recognized members of any bonafide religious
10 denomination shall not be restricted from functioning in their
11 ministerial capacity provided they do not represent themselves
12 as being clinical psychologists or providing clinical
13 psychological services.

14 (g) Nothing in this Act shall prohibit individuals not
15 licensed under the provisions of this Act who work in self-help
16 groups or programs or not-for-profit organizations from
17 providing services in those groups, programs, or
18 organizations, provided that such persons are not in any manner
19 held out to the public as rendering clinical psychological
20 services as defined in paragraph 7 of Section 2 of this Act.

21 (h) Nothing in this Act shall be construed to prevent a
22 person from practicing hypnosis without a license issued under
23 this Act provided that the person (1) does not otherwise engage
24 in the practice of clinical psychology including, but not
25 limited to, the independent evaluation, classification, and
26 treatment of mental, emotional, behavioral, or nervous

1 disorders or conditions, developmental disabilities,
2 alcoholism and substance abuse, disorders of habit or conduct,
3 the psychological aspects of physical illness, (2) does not
4 otherwise engage in the practice of medicine including, but not
5 limited to, the diagnosis or treatment of physical or mental
6 ailments or conditions, and (3) does not hold himself or
7 herself out to the public by a title or description stating or
8 implying that the individual is a clinical psychologist or is
9 licensed to practice clinical psychology.

10 (i) Every licensee under this Act shall prominently display
11 the license at the licensee's principal office, place of
12 business, or place of employment and, whenever requested by any
13 representative of the Department, must exhibit the license.

14 (Source: P.A. 94-870, eff. 6-16-06.)

15 (225 ILCS 15/24.2 new)

16 Sec. 24.2. Confidentiality. All information collected by
17 the Department in the course of an examination or investigation
18 of a licensee or applicant, including, but not limited to, any
19 complaint against a licensee filed with the Department and
20 information collected to investigate any such complaint, shall
21 be maintained for the confidential use of the Department and
22 shall not be disclosed. The Department may not disclose the
23 information to anyone other than law enforcement officials,
24 other regulatory agencies that have an appropriate regulatory
25 interest as determined by the Secretary, or a party presenting

1 a lawful subpoena to the Department. Information and documents
2 disclosed to a federal, State, county, or local law enforcement
3 agency shall not be disclosed by the agency for any purpose to
4 any other agency or person. A formal complaint filed against a
5 licensee by the Department or any order issued by the
6 Department against a licensee or applicant shall be a public
7 record, except as otherwise prohibited by law.

8 Section 905. The Clinical Social Work and Social Work
9 Practice Act is amended by changing Section 10 and by adding
10 Section 34.1 as follows:

11 (225 ILCS 20/10) (from Ch. 111, par. 6360)

12 (Section scheduled to be repealed on January 1, 2018)

13 Sec. 10. License restrictions and limitations.

14 (a) No person shall, without a license as a social worker
15 issued by the Department: (i) in any manner hold himself or
16 herself out to the public as a social worker under this Act;
17 (ii) use the title "social worker" or "licensed social worker";
18 or (iii) offer to render to individuals, corporations, or the
19 public social work services if the words "social work" or
20 "licensed social worker" are used to describe the person
21 offering to render or rendering the services or to describe the
22 services rendered or offered to be rendered.

23 (b) No person shall, without a license as a clinical social
24 worker issued by the Department: (i) in any manner hold himself

1 or herself out to the public as a clinical social worker or
2 licensed clinical social worker under this Act; (ii) use the
3 title "clinical social worker" or "licensed clinical social
4 worker"; or (iii) offer to render to individuals, corporations,
5 or the public clinical social work services if the words
6 "licensed clinical social worker" or "clinical social work" are
7 used to describe the person to render or rendering the services
8 or to describe the services rendered or offered to be rendered.

9 (c) Licensed social workers may not engage in independent
10 practice of clinical social work without a clinical social
11 worker license. In independent practice, a licensed social
12 worker shall practice at all times under the order, control,
13 and full professional responsibility of a licensed clinical
14 social worker, a licensed clinical psychologist, or a
15 psychiatrist, as defined in Section 1-121 of the Mental Health
16 and Developmental Disabilities Code.

17 (d) No association, ~~or~~ partnership, or professional
18 limited liability company shall provide, attempt to provide, or
19 offer to provide social work or clinical social work services
20 ~~be granted a license~~ unless every member, partner, and employee
21 of the association, ~~or~~ partnership, or professional limited
22 liability company who practices social work or clinical social
23 work~~7~~ or who renders social work or clinical social work
24 services~~7~~ holds a current license issued under this Act. No
25 business shall provide, attempt to provide, or offer to provide
26 social work or clinical social work services ~~license shall be~~

1 ~~issued to a corporation, the stated purpose of which includes~~
2 ~~or that practices or holds itself out as available to practice~~
3 ~~social work or clinical social work~~ unless it is organized
4 under the Professional Service Corporation Act, the Medical
5 Corporation Act, or the Professional Limited Liability Company
6 Act.

7 (e) Nothing in this Act shall preclude individuals licensed
8 under this Act from practicing directly or indirectly for a
9 physician licensed to practice medicine in all its branches
10 under the Medical Practice Act of 1987 or for any legal entity
11 as provided under subsection (c) of Section 22.2 of the Medical
12 Practice Act of 1987.

13 (Source: P.A. 90-150, eff. 12-30-97.)

14 (225 ILCS 20/34.1 new)

15 Sec. 34.1. Confidentiality. All information collected by
16 the Department in the course of an examination or investigation
17 of a licensee or applicant, including, but not limited to, any
18 complaint against a licensee filed with the Department and
19 information collected to investigate any such complaint, shall
20 be maintained for the confidential use of the Department and
21 shall not be disclosed. The Department may not disclose the
22 information to anyone other than law enforcement officials,
23 other regulatory agencies that have an appropriate regulatory
24 interest as determined by the Secretary, or a party presenting
25 a lawful subpoena to the Department. Information and documents

1 disclosed to a federal, State, county, or local law enforcement
2 agency shall not be disclosed by the agency for any purpose to
3 any other agency or person. A formal complaint filed against a
4 licensee by the Department or any order issued by the
5 Department against a licensee or applicant shall be a public
6 record, except as otherwise prohibited by law.

7 (225 ILCS 20/18 rep.)

8 Section 910. The Clinical Social Work and Social Work
9 Practice Act is amended by repealing Section 18.

10 Section 915. The Marriage and Family Therapy Licensing Act
11 is amended by changing Section 75 and by adding Section 156 as
12 follows:

13 (225 ILCS 55/75) (from Ch. 111, par. 8351-75)

14 (Section scheduled to be repealed on January 1, 2018)

15 Sec. 75. License restrictions and limitations. ~~Practice by~~
16 ~~corporations.~~ No association, partnership, or professional
17 limited liability company shall provide, attempt to provide, or
18 offer to provide marriage and family therapy services unless
19 every member, partner, and employee of the association,
20 partnership, or professional limited liability company who
21 practices marriage and family therapy or who renders marriage
22 and family therapy services holds a current license issued
23 under this Act. No business shall provide, attempt to provide,

1 ~~or offer to provide license shall be issued by the Department~~
2 ~~to any corporation (i) that has a stated purpose that includes,~~
3 ~~or (ii) that practices or holds itself out as available to~~
4 ~~practice,~~ marriage and family therapy services, unless it is
5 organized under the Professional Service Corporation Act or
6 Professional Limited Liability Company Act. Nothing in this Act
7 shall preclude individuals licensed under this Act from
8 practicing directly or indirectly for a physician licensed to
9 practice medicine in all its branches under the Medical
10 Practice Act of 1987 or for any legal entity as provided under
11 subsection (c) of Section 22.2 of the Medical Practice Act of
12 1987.

13 (Source: P.A. 87-783.)

14 (225 ILCS 55/156 new)

15 Sec. 156. Confidentiality. All information collected by
16 the Department in the course of an examination or investigation
17 of a licensee or applicant, including, but not limited to, any
18 complaint against a licensee filed with the Department and
19 information collected to investigate any such complaint, shall
20 be maintained for the confidential use of the Department and
21 shall not be disclosed. The Department may not disclose the
22 information to anyone other than law enforcement officials,
23 other regulatory agencies that have an appropriate regulatory
24 interest as determined by the Secretary, or a party presenting
25 a lawful subpoena to the Department. Information and documents

1 disclosed to a federal, State, county, or local law enforcement
2 agency shall not be disclosed by the agency for any purpose to
3 any other agency or person. A formal complaint filed against a
4 licensee by the Department or any order issued by the
5 Department against a licensee or applicant shall be a public
6 record, except as otherwise prohibited by law.

7 Section 920. The Professional Counselor and Clinical
8 Professional Counselor Licensing and Practice Act is amended by
9 changing Section 20 as follows:

10 (225 ILCS 107/20)

11 (Section scheduled to be repealed on January 1, 2023)

12 Sec. 20. Restrictions and limitations.

13 (a) No person shall, without a valid license as a
14 professional counselor issued by the Department: (i) in any
15 manner hold himself or herself out to the public as a
16 professional counselor under this Act; (ii) attach the title
17 "professional counselor" or "licensed professional counselor";
18 or (iii) offer to render or render to individuals,
19 corporations, or the public professional counseling services.

20 (b) No person shall, without a valid license as a clinical
21 professional counselor issued by the Department: (i) in any
22 manner hold himself or herself out to the public as a clinical
23 professional counselor or licensed clinical professional
24 counselor under this Act; (ii) attach the title "clinical

1 professional counselor" or "licensed clinical professional
2 counselor"; or (iii) offer to render to individuals,
3 corporations, or the public clinical professional counseling
4 services.

5 (c) (Blank).

6 (d) No association, limited liability company,
7 professional limited liability company, or partnership shall
8 provide, attempt to provide, or offer to provide ~~practice~~
9 clinical professional counseling or professional counseling
10 services unless every member, partner, and employee of the
11 association, limited liability company, professional limited
12 liability company, or partnership who practices professional
13 counseling or clinical professional counseling, or who renders
14 professional counseling or clinical professional counseling
15 services, holds a currently valid license issued under this
16 Act. No business shall provide, attempt to provide, or offer to
17 provide ~~license shall be issued to a corporation, the stated~~
18 ~~purpose of which includes or which practices or which holds~~
19 ~~itself out as available to practice~~ professional counseling or
20 clinical professional counseling services unless it is
21 organized under the Professional Service Corporation Act or
22 Professional Limited Liability Company Act.

23 (d-5) Nothing in this Act shall preclude individuals
24 licensed under this Act from practicing directly or indirectly
25 for a physician licensed to practice medicine in all its
26 branches under the Medical Practice Act of 1987 or for any

1 legal entity as provided under subsection (c) of Section 22.2
2 of the Medical Practice Act of 1987.

3 (e) Nothing in this Act shall be construed as permitting
4 persons licensed as professional counselors or clinical
5 professional counselors to engage in any manner in the practice
6 of medicine in all its branches as defined by law in this
7 State.

8 (f) When, in the course of providing professional
9 counseling or clinical professional counseling services to any
10 person, a professional counselor or clinical professional
11 counselor licensed under this Act finds indication of a disease
12 or condition that in his or her professional judgment requires
13 professional service outside the scope of practice as defined
14 in this Act, he or she shall refer that person to a physician
15 licensed to practice medicine in all of its branches or another
16 appropriate health care practitioner.

17 (Source: P.A. 97-706, eff. 6-25-12.)

18 Section 925. The Sex Offender Evaluation and Treatment
19 Provider Act is amended by changing Section 40 as follows:

20 (225 ILCS 109/40)

21 Sec. 40. Application; exemptions.

22 (a) No person may act as a sex offender evaluator, sex
23 offender treatment provider, or associate sex offender
24 provider as defined in this Act for the provision of sex

1 offender evaluations or sex offender treatment pursuant to the
2 Sex Offender Management Board Act, the Sexually Dangerous
3 Persons Act, or the Sexually Violent Persons Commitment Act
4 unless the person is licensed to do so by the Department. Any
5 evaluation or treatment services provided by a licensed health
6 care professional not licensed under this Act shall not be
7 valid under the Sex Offender Management Board Act, the Sexually
8 Dangerous Persons Act, or the Sexually Violent Persons
9 Commitment Act. No business shall provide, attempt to provide,
10 or offer to provide sex offender evaluation services unless it
11 is organized under the Professional Service Corporation Act,
12 the Medical Corporation Act, or the Professional Limited
13 Liability Company Act.

14 (b) Nothing in this Act shall be construed to require any
15 licensed physician, advanced practice nurse, physician
16 assistant, or other health care professional to be licensed
17 under this Act for the provision of services for which the
18 person is otherwise licensed. This Act does not prohibit a
19 person licensed under any other Act in this State from engaging
20 in the practice for which he or she is licensed. This Act only
21 applies to the provision of sex offender evaluations or sex
22 offender treatment provided for the purposes of complying with
23 the Sex Offender Management Board Act, the Sexually Dangerous
24 Persons Act, or the Sexually Violent Persons Commitment Act.

25 (Source: P.A. 97-1098, eff. 7-1-13.)

1 Section 930. The Professional Service Corporation Act is
2 amended by changing Sections 2, 3.1, 3.2, 3.6, 12, 12.1, and 13
3 and by adding Sections 13.5 and 15.5 as follows:

4 (805 ILCS 10/2) (from Ch. 32, par. 415-2)

5 Sec. 2. It is the legislative intent to provide for the
6 incorporation of an individual or group of individuals to
7 render the same professional service or related professional
8 services to the public for which such individuals are required
9 by law to be licensed or to obtain other legal authorization,
10 while preserving the established professional aspects of the
11 personal relationship between the professional person and
12 those he or she serves professionally.

13 (Source: P.A. 78-783.)

14 (805 ILCS 10/3.1) (from Ch. 32, par. 415-3.1)

15 Sec. 3.1. "Ancillary personnel" means such person acting in
16 their customary capacities, employed by those rendering a
17 professional service who:

18 (1) Are not licensed to engage in the category of
19 professional service for which a professional corporation was
20 formed; and

21 (2) Work at the direction or under the supervision of those
22 who are so licensed; and

23 (3) Do not hold themselves out to the public generally as
24 being authorized to engage in the practice of the profession

1 for which the corporation is licensed; and

2 (4) Are not prohibited by the regulating ~~licensing~~
3 authority, regulating the category of professional service
4 rendered by the corporation from being so employed and includes
5 clerks, secretaries, technicians and other assistants who are
6 not usually and ordinarily considered by custom and practice to
7 be rendering the professional services for which the
8 corporation was formed.

9 (Source: P.A. 77-565.)

10 (805 ILCS 10/3.2) (from Ch. 32, par. 415-3.2)

11 Sec. 3.2. "Regulating authority" means ~~the State board,~~
12 ~~department, agency or~~ the Supreme Court of Illinois (in the
13 case of attorneys at law), the Department of Financial and
14 Professional Regulation, or other State board, department, or
15 agency having jurisdiction to grant a license to render the
16 category of professional service for which a professional
17 corporation has been organized, ~~or~~ the United States Patent
18 Office, or the Internal Revenue Service of the United States
19 Treasury Department.

20 (Source: P.A. 78-561.)

21 (805 ILCS 10/3.6) (from Ch. 32, par. 415-3.6)

22 Sec. 3.6. "Related professions" and "related professional
23 services" mean more than one personal service which requires as
24 a condition precedent to the rendering thereof the obtaining of

1 a license and which prior to October 1, 1973 could not be
2 performed by a corporation by reason of law; provided, however,
3 that these terms shall be restricted to:

4 (1) a combination of 2 ~~two~~ or more of the following
5 personal services: (a) "architecture" as defined in
6 Section 5 of the Illinois Architecture Practice Act of
7 1989, (b) "professional engineering" as defined in Section
8 4 of the Professional Engineering Practice Act of 1989, (c)
9 "structural engineering" as defined in Section 5 of the
10 Structural Engineering Practice Act of 1989, (d) "land
11 surveying" as defined in Section 2 of the Illinois
12 Professional Land Surveyor Act of 1989; ~~or~~

13 (2) a combination of the following personal services:
14 (a) the practice of medicine by persons licensed under the
15 Medical Practice Act of 1987, (b) the practice of podiatry
16 as defined in ~~Section 5 of~~ the Podiatric Medical Practice
17 Act of 1987, (c) the practice of dentistry as defined in
18 the Illinois Dental Practice Act, (d) the practice of
19 optometry as defined in the Illinois Optometric Practice
20 Act of 1987; ~~or~~

21 (3) a combination of 2 or more of the following
22 personal services: (a) the practice of clinical psychology
23 by persons licensed under the Clinical Psychologist
24 Licensing Act, (b) the practice of social work or clinical
25 social work by persons licensed under the Clinical Social
26 Work and Social Work Practice Act, (c) the practice of

1 marriage and family therapy by persons licensed under the
2 Marriage and Family Therapy Licensing Act, (d) the practice
3 of professional counseling or clinical professional
4 counseling by persons licensed under the Professional
5 Counselor and Clinical Professional Counselor Licensing
6 and Practice Act, or (e) the practice of sex offender
7 evaluations by persons licensed under the Sex Offender
8 Evaluation and Treatment Provider Act; or

9 (4) a combination of 2 or more of the following
10 personal services: (a) the practice of acupuncture by
11 persons licensed under the Acupuncture Practice Act, (b)
12 the practice of massage by persons licensed under the
13 Massage Licensing Act, (c) the practice of naprapathy by
14 persons licensed under the Naprapathic Practice Act, (d)
15 the practice of occupational therapy by persons licensed
16 under the Illinois Occupational Therapy Practice Act, or
17 (e) the practice of physical therapy by persons licensed
18 under the Illinois Physical Therapy Act.

19 (Source: P.A. 95-738, eff. 1-1-09.)

20 (805 ILCS 10/12) (from Ch. 32, par. 415-12)

21 Sec. 12. (a) No corporation shall open, operate or maintain
22 an establishment for any of the purposes for which a
23 corporation may be organized under this Act without a
24 certificate of registration from the regulating authority
25 authorized by law to license individuals to engage in the

1 profession or related professions concerned. Application for
2 such registration shall be made in writing, and shall contain
3 the name and primary mailing address of the corporation, the
4 name and address of the corporation's registered agent, the
5 address of the practice location maintained by the corporation,
6 each assumed name being used by the corporation, and such other
7 information as may be required by the regulating authority. All
8 official correspondence from the regulating authority shall be
9 mailed to the primary mailing address of the corporation except
10 that the corporation may elect to have renewal and non-renewal
11 notices sent to the registered agent of the corporation. Upon
12 receipt of such application, the regulating authority, or some
13 administrative agency of government designated by it, shall
14 make an investigation of the corporation. If the regulating
15 authority is the Supreme Court it may designate the bar or
16 legal association which investigates and prefers charges
17 against lawyers to it for disciplining. If such authority finds
18 that the incorporators, officers, directors and shareholders
19 are each licensed pursuant to the laws of Illinois to engage in
20 the particular profession or related professions involved
21 (except that the secretary of the corporation need not be so
22 licensed), and if no disciplinary action is pending before it
23 against any of them, and if it appears that the corporation
24 will be conducted in compliance with the law and the
25 regulations and rules of the regulating authority, such
26 authority, shall issue, upon payment of a registration fee of

1 \$50, a certificate of registration.

2 A separate application shall be submitted for each business
3 location in Illinois. If the corporation is using more than one
4 fictitious or assumed name and has an address different from
5 that of the parent company, a separate application shall be
6 submitted for each fictitious or assumed name.

7 Upon written application of the holder, the regulating
8 authority which originally issued the certificate of
9 registration shall renew the certificate if it finds that the
10 corporation has complied with its regulations and the
11 provisions of this Act.

12 The fee for the renewal of a certificate of registration
13 shall be calculated at the rate of \$40 per year.

14 The certificate of registration shall be conspicuously
15 posted upon the premises to which it is applicable, ~~and the~~
16 ~~professional corporation shall have only those offices which~~
17 ~~are designated by street address in the articles of~~
18 ~~incorporation, or as changed by amendment of such articles.~~ No
19 certificate of registration shall be assignable.

20 (b) Moneys collected under this Section from a professional
21 corporation organized to practice law shall be deposited into
22 the Supreme Court Special Purposes Fund.

23 (c) After the effective date of this amendatory Act of the
24 98th General Assembly, the amount of any fee collected under
25 this Section from a professional corporation organized to
26 practice law may be set by Supreme Court rule, except that the

1 amount of the fees shall remain as set by statute until the
2 Supreme Court adopts rules specifying a higher or lower fee
3 amount.

4 (Source: P.A. 98-324, eff. 10-1-13.)

5 (805 ILCS 10/12.1) (from Ch. 32, par. 415-12.1)

6 Sec. 12.1. Any corporation which on 2 occasions issues or
7 delivers a check or other order to the Department of Financial
8 and Professional Regulation which is not honored by the
9 financial institution upon which it is drawn because of
10 insufficient funds on account, shall pay to the Department, in
11 addition to the amount owing upon such check or other order, a
12 fee of \$50. If such check or other order was issued or
13 delivered in payment of a renewal fee and the corporation whose
14 certificate of registration has lapsed continues to practice as
15 a corporation without paying the renewal fee and the \$50 fee
16 required under this Section, an additional fee of \$100 shall be
17 imposed for practicing without a current license. The
18 Department shall notify the corporation whose certificate of
19 registration has lapsed, within 30 days after the discovery by
20 the Department that such corporation is operating without a
21 current certificate, that the corporation is operating without
22 a certificate, and of the amount due to the Department, which
23 shall include the lapsed renewal fee and all other fees
24 required by this Section. If after the expiration of 30 days
25 from the date of such notification, the corporation whose

1 certificate has lapsed seeks a current certificate, it shall
2 thereafter apply to the Department for reinstatement of the
3 certificate and pay all fees due to the Department. The
4 Department may establish a fee for the processing of an
5 application for reinstatement of a certificate which allows the
6 Department to pay all costs and expenses incident to the
7 processing of this application. The Director may waive the fees
8 due under this Section in individual cases where he finds that
9 in the particular case such fees would be unreasonable or
10 unnecessarily burdensome.

11 (Source: P.A. 85-1209.)

12 (805 ILCS 10/13) (from Ch. 32, par. 415-13)

13 Sec. 13. The regulating authority which issued the
14 certificate of registration may suspend or revoke the
15 certificate or may otherwise discipline the certificate holder
16 ~~it~~ for any of the following reasons:

17 (a) The revocation or suspension of the license to practice
18 the profession of any officer, director, shareholder or
19 employee not promptly removed or discharged by the corporation;

20 (b) unethical professional conduct on the part of any officer,
21 director, shareholder or employee not promptly removed or
22 discharged by the corporation; (c) the death of the last
23 remaining shareholder; (d) upon finding that the holder of a
24 certificate has failed to comply with the provisions of this
25 Act or the regulations prescribed by the regulating authority

1 that issued it; or (e) the failure to file a return, or to pay
2 the tax, penalty or interest shown in a filed return, or to pay
3 any final assessment of tax, penalty or interest, as required
4 by any tax Act administered by the Illinois Department of
5 Revenue, until such time as the requirements of any such tax
6 Act are satisfied.

7 Before any certificate of registration is suspended or
8 revoked, the holder shall be given written notice of the
9 proposed action and the reasons therefor, and shall provide a
10 public hearing by the regulating authority, with the right to
11 produce testimony and other evidence concerning the charges
12 made. The notice shall also state the place and date of the
13 hearing which shall be at least 10 days after service of said
14 notice.

15 All orders of regulating authorities denying an
16 application for a certificate of registration, ~~or~~ suspending or
17 revoking a certificate of registration, or imposing a civil
18 penalty shall be subject to judicial review pursuant to the
19 provisions of the Administrative Review Law, as now or
20 hereafter amended, and the rules adopted pursuant thereto then
21 in force.

22 The proceedings for judicial review shall be commenced in
23 the circuit court of the county in which the party applying for
24 review is located. If the party is not currently located in
25 Illinois, the venue shall be in Sangamon County. The regulating
26 authority shall not be required to certify any record to the

1 court or file any answer in court or otherwise appear in any
2 court in a judicial review proceeding, unless and until the
3 regulating authority has received from the plaintiff payment of
4 the costs of furnishing and certifying the record, which costs
5 shall be determined by the regulating authority. Exhibits shall
6 be certified without cost. Failure on the part of the plaintiff
7 to file a receipt in court is grounds for dismissal of the
8 action.

9 (Source: P.A. 85-1222.)

10 (805 ILCS 10/13.5 new)

11 Sec. 13.5. Notice of violation. Whenever the regulating
12 authority has reason to believe a corporation has opened,
13 operated, or maintained an establishment for any of the
14 purposes for which a corporation may be organized under this
15 Act without a certificate of registration from the regulating
16 authority authorized by law to license individuals to engage in
17 the profession or related professions, the regulating
18 authority may issue a notice of violation to the corporation.
19 The notice of violation shall provide a period of 30 days from
20 the date of the notice to either file an answer to the
21 satisfaction of the regulating authority or submit an
22 application for registration in compliance with this Act,
23 including payment of the \$50 application fee and a late fee of
24 \$100 for each year that the corporation opened, operated, or
25 maintained an establishment for any of the purposes for which a

1 corporation may be organized under this Act without having been
2 issued a certificate of registration, with a maximum late fee
3 of \$500. If the corporation that is the subject of the notice
4 of violation fails to respond, fails to respond to the
5 satisfaction of the regulating authority, or fails to submit an
6 application for registration, the regulating authority may
7 institute disciplinary proceedings against the corporation and
8 may impose a civil penalty up to \$1,000 for violation of this
9 Act after affording the corporation a hearing in conformance
10 with the requirements of this Act.

11 (805 ILCS 10/15.5 new)

12 Sec. 15.5. Confidentiality. All information collected by
13 the regulating authority in the course of an examination or
14 investigation of a holder of a certificate of registration or
15 an applicant, including, but not limited to, any complaint
16 against a holder of a certificate of registration filed with
17 the regulating authority and information collected to
18 investigate any such complaint, shall be maintained for the
19 confidential use of the regulating authority and shall not be
20 disclosed. The regulating authority may not disclose the
21 information to anyone other than law enforcement officials,
22 other regulatory agencies that have an appropriate regulatory
23 interest as determined by the regulating authority, or a party
24 presenting a lawful subpoena to the regulating authority.
25 Information and documents disclosed to a federal, State,

1 county, or local law enforcement agency shall not be disclosed
2 by the agency for any purpose to any other agency or person. A
3 formal complaint filed against a holder of a certificate of
4 registration or an applicant shall be a public record, except
5 as otherwise prohibited by law.

6 Section 935. The Medical Corporation Act is amended by
7 changing Sections 2, 5, 5.1, 8, 10, 11, 12, 13, and 15 and by
8 adding Sections 13.5 and 16.5 as follows:

9 (805 ILCS 15/2) (from Ch. 32, par. 632)

10 Sec. 2. One or more persons licensed pursuant to the
11 Medical Practice Act of 1987, as heretofore or hereafter
12 amended, may form a corporation pursuant to the "Business
13 Corporation Act of 1983", as amended, to own, operate and
14 maintain an establishment for the study, diagnosis and
15 treatment of human ailments and injuries, whether physical or
16 mental, and to promote medical, surgical and scientific
17 research and knowledge; provided that medical or surgical
18 treatment, consultation or advice may be given by shareholders,
19 directors, officers, agents, and employees of the corporation
20 only if they are licensed pursuant to the Medical Practice Act
21 of 1987; and provided further, however, that nothing herein
22 shall prohibit an attorney licensed to practice law in Illinois
23 from signing and acting as initial incorporator on behalf of
24 such corporation.

1 (Source: P.A. 85-1209.)

2 (805 ILCS 15/5) (from Ch. 32, par. 635)

3 Sec. 5. No corporation shall open, operate or maintain an
4 establishment for any of the purposes set forth in Section 2 of
5 this Act without a certificate of registration from the
6 Department of Financial and Professional Regulation,
7 hereinafter called the Department. Application for such
8 registration shall be made to the Department in writing and
9 shall contain the name and primary mailing address of the
10 corporation, the name and address of the corporation's
11 registered agent, the address of the practice location
12 maintained by the corporation, each assumed name being used by
13 the corporation, and such other information as may be required
14 by the Department. All official correspondence from the
15 Department shall be mailed to the primary mailing address of
16 the corporation except that the corporation may elect to have
17 renewal and non-renewal notices sent to the registered agent of
18 the corporation. Upon receipt of such application, the
19 Department shall make an investigation of the corporation. If
20 the Department finds that the incorporators, officers,
21 directors and shareholders are all licensed pursuant to the
22 Medical Practice Act of 1987 and if no disciplinary action is
23 pending before the Department against any of them, and if it
24 appears that the corporation will be conducted in compliance
25 with law and the regulations of the Department, the Department

1 shall issue, upon payment of a registration fee of \$50, a
2 certificate of registration.

3 (Source: P.A. 85-1209.)

4 (805 ILCS 15/5.1)

5 Sec. 5.1. Deposit of fees and fines. Beginning July 1,
6 2003, all of the fees, civil penalties, and fines collected
7 under this Act shall be deposited into the General Professions
8 Dedicated Fund.

9 (Source: P.A. 93-32, eff. 7-1-03.)

10 (805 ILCS 15/8) (from Ch. 32, par. 638)

11 Sec. 8. In the event of a change of location of the
12 registered establishment, the corporation shall notify the
13 Department, in accordance with its regulations, and the
14 Department shall amend the certificate of registration so that
15 it shall apply to the new location.

16 (Source: Laws 1963, p. 3513.)

17 (805 ILCS 15/10) (from Ch. 32, par. 640)

18 Sec. 10. The Department may suspend or revoke any
19 certificate of registration or may otherwise discipline the
20 certificate holder for any of the following reasons: (a) the
21 revocation or suspension of the license to practice medicine of
22 any officer, director, shareholder or employee not promptly
23 removed or discharged by the corporation; (b) unethical

1 professional conduct on the part of any officer, director,
2 shareholder or employee not promptly removed or discharged by
3 the corporation; (c) the death of the last remaining
4 shareholder; or (d) upon finding that the holder of a
5 certificate has failed to comply with the provisions of this
6 Act or the regulations prescribed by the Department.

7 The Department may refuse to issue or renew or may suspend
8 the certificate of any corporation which fails to file a
9 return, or to pay the tax, penalty or interest shown in a filed
10 return, or to pay any final assessment of tax, penalty or
11 interest, as required by any tax Act administered by the
12 Illinois Department of Revenue, until such time as the
13 requirements of any such tax Act are satisfied.

14 (Source: P.A. 85-1222.)

15 (805 ILCS 15/11) (from Ch. 32, par. 641)

16 Sec. 11. Before any certificate of registration is
17 suspended or revoked, the holder shall be given written notice
18 of the proposed action and the reasons therefor, and shall be
19 given a public hearing by the Department with the right to
20 produce testimony concerning the charges made. The notice shall
21 also state the place and date of the hearing which shall be at
22 least 10 ~~5~~ days after service of said notice.

23 (Source: Laws 1963, p. 3513.)

24 (805 ILCS 15/12) (from Ch. 32, par. 642)

1 Sec. 12. The provisions of the Administrative Review Law,
2 as heretofore or hereafter amended, and all rules adopted
3 pursuant thereto, shall apply to and govern all proceedings for
4 the judicial review of final administrative decisions of the
5 Department hereunder. The term "administrative decision" is
6 defined as in Section 3-101 of the Code of Civil Procedure.

7 The proceedings for judicial review shall be commenced in
8 the circuit court of the county in which the party applying for
9 review is located. If the party is not currently located in
10 Illinois, the venue shall be in Sangamon County. The Department
11 shall not be required to certify any record to the court or
12 file any answer in court or otherwise appear in any court in a
13 judicial review proceeding, unless and until the Department has
14 received from the plaintiff payment of the costs of furnishing
15 and certifying the record, which costs shall be determined by
16 the Department. Exhibits shall be certified without cost.
17 Failure on the part of the plaintiff to file a receipt in court
18 is grounds for dismissal of the action.

19 (Source: P.A. 82-783.)

20 (805 ILCS 15/13) (from Ch. 32, par. 643)

21 Sec. 13. (a) All of the officers, directors and
22 shareholders of a corporation subject to this Act shall at all
23 times be persons licensed pursuant to the Medical Practice Act
24 of 1987. No person who is not so licensed shall have any part
25 in the ownership, management, or control of such corporation,

1 nor may any proxy to vote any shares of such corporation be
2 given to a person who is not so licensed. Notwithstanding any
3 provisions to the contrary in the "Business Corporation Act of
4 1983", as now or hereafter amended, if all of the shares of a
5 corporation subject to this Act are owned by one shareholder,
6 the office of president and secretary may be held by the same
7 person.

8 (b) No corporation may issue any of its capital stock to
9 anyone other than an individual who is duly licensed under the
10 Medical Practice Act of 1987. No shareholder shall enter into a
11 voting trust agreement or any other type of agreement vesting
12 another person with the authority to exercise the voting power
13 of any of his or her stock.

14 (c) A corporation may, for purposes of dissolution, have as
15 its shareholders, directors, officers, agents, and employees
16 individuals who are not licensed under the Medical Practice Act
17 of 1987, provided that the corporation does not render any
18 medical services nor hold itself out as capable of or available
19 to render medical services during the period of dissolution.
20 The Department shall not issue or renew any certificate of
21 authority to a corporation during the period of dissolution. A
22 copy of the certificate of dissolution, as issued by the
23 Secretary of State, shall be delivered to the Department within
24 30 days after its receipt by the incorporators.

25 (Source: P.A. 85-1209.)

1 (805 ILCS 15/13.5 new)

2 Sec. 13.5. Notice of violation. Whenever the Department has
3 reason to believe a corporation has opened, operated, or
4 maintained an establishment for any of the purposes for which a
5 corporation may be organized under this Act without a
6 certificate of registration from the Department, the
7 Department may issue a notice of violation to the corporation.
8 The notice of violation shall provide a period of 30 days from
9 the date of the notice to either file an answer to the
10 satisfaction of the Department or submit an application for
11 registration in compliance with this Act, including payment of
12 the \$50 application fee and a late fee of \$100 for each year
13 that the corporation opened, operated, or maintained an
14 establishment for any of the purposes for which a corporation
15 may be organized under this Act without having been issued a
16 certification of registration, with a maximum late fee of \$500.
17 If the corporation that is the subject of the notice of
18 violation fails to respond, fails to respond to the
19 satisfaction of the Department, or fails to submit an
20 application for registration, the Department may institute
21 disciplinary proceedings against the corporation and may
22 impose a civil penalty up to \$1,000 for violation of this Act
23 after affording the corporation a hearing in conformance with
24 the requirements of this Act.

25 (805 ILCS 15/15) (from Ch. 32, par. 645)

1 Sec. 15. Each individual shareholder, director, officer,
2 agent, or employee licensed pursuant to the Medical Practice
3 Act of 1987 who is employed by a corporation subject to this
4 Act shall remain subject to ~~reprimand or~~ discipline for his
5 conduct under the provisions of the Medical Practice Act of
6 1987.

7 (Source: P.A. 85-1209.)

8 (805 ILCS 15/16.5 new)

9 Sec. 16.5. Confidentiality. All information collected by
10 the Department in the course of an examination or investigation
11 of a holder of a certificate of registration or an applicant,
12 including, but not limited to, any complaint against a holder
13 of a certificate of registration filed with the Department and
14 information collected to investigate any such complaint, shall
15 be maintained for the confidential use of the Department and
16 shall not be disclosed. The Department may not disclose the
17 information to anyone other than law enforcement officials,
18 other regulatory agencies that have an appropriate regulatory
19 interest as determined by the Secretary, or a party presenting
20 a lawful subpoena to the Department. Information and documents
21 disclosed to a federal, State, county, or local law enforcement
22 agency shall not be disclosed by the agency for any purpose to
23 any other agency or person. A formal complaint filed against a
24 holder of a certificate of registration by the Department or
25 any order issued by the Department against a holder of a

1 certificate of registration or an applicant shall be a public
2 record, except as otherwise prohibited by law.

3 Section 940. The Limited Liability Company Act is amended
4 by changing Sections 1-10, 1-25, 1-28, 5-5, and 5-55 as
5 follows:

6 (805 ILCS 180/1-10)

7 Sec. 1-10. Limited liability company name.

8 (a) The name of each limited liability company or foreign
9 limited liability company organized, existing, or subject to
10 the provisions of this Act:

11 (1) shall contain the terms "limited liability
12 company", "L.L.C.", or "LLC", or, if organized as a
13 low-profit limited liability company under Section 1-26 of
14 this Act, shall contain the term "L3C";

15 (2) may not contain a word or phrase, or an
16 abbreviation or derivation thereof, the use of which is
17 prohibited or restricted by any other statute of this State
18 unless the restriction has been complied with;

19 (3) shall consist of letters of the English alphabet,
20 Arabic or Roman numerals, or symbols capable of being
21 readily reproduced by the Office of the Secretary of State;

22 (4) shall not contain any of the following terms:
23 "Corporation," "Corp.," "Incorporated," "Inc.," "Ltd.,"
24 "Co.," "Limited Partnership" or "L.P.";

1 (5) shall be the name under which the limited liability
2 company transacts business in this State unless the limited
3 liability company also elects to adopt an assumed name or
4 names as provided in this Act; provided, however, that the
5 limited liability company may use any divisional
6 designation or trade name without complying with the
7 requirements of this Act, provided the limited liability
8 company also clearly discloses its name;

9 (6) shall not contain any word or phrase that indicates
10 or implies that the limited liability company is authorized
11 or empowered to be in the business of a corporate fiduciary
12 unless otherwise permitted by the Secretary of Financial
13 and Professional Regulation ~~Commissioner of the Office of~~
14 ~~Banks and Real Estate~~ under Section 1-9 of the Corporate
15 Fiduciary Act. The word "trust", "trustee", or "fiduciary"
16 may be used by a limited liability company only if it has
17 first complied with Section 1-9 of the Corporate Fiduciary
18 Act; and

19 (7) shall contain the word "trust", if it is a limited
20 liability company organized for the purpose of accepting
21 and executing trusts. . ~~and~~

22 ~~(8) shall not, as to any limited liability company~~
23 ~~organized or amending its company name on or after April 3,~~
24 ~~2009 (the effective date of Public Act 96-7), without the~~
25 ~~express written consent of the United States Olympic~~
26 ~~Committee, contain the words: (i) "Olympic"; (ii)~~

1 ~~"Olympiad"; (iii) "Paralympic"; (iv) "Paralympiad"; (v)~~
2 ~~"Citius Altius Fortius"; or (vi) "CHICOG".~~

3 (b) Nothing in this Section or Section 1-20 shall abrogate
4 or limit the common law or statutory law of unfair competition
5 or unfair trade practices, nor derogate from the common law or
6 principles of equity or the statutes of this State or of the
7 United States of America with respect to the right to acquire
8 and protect copyrights, trade names, trademarks, service
9 marks, service names, or any other right to the exclusive use
10 of names or symbols.

11 (c) (Blank).

12 (d) The name shall be distinguishable upon the records in
13 the Office of the Secretary of State from all of the following:

14 (1) Any limited liability company that has articles of
15 organization filed with the Secretary of State under
16 Section 5-5.

17 (2) Any foreign limited liability company admitted to
18 transact business in this State.

19 (3) Any name for which an exclusive right has been
20 reserved in the Office of the Secretary of State under
21 Section 1-15.

22 (4) Any assumed name that is registered with the
23 Secretary of State under Section 1-20.

24 (5) Any corporate name or assumed corporate name of a
25 domestic or foreign corporation subject to the provisions
26 of Section 4.05 of the Business Corporation Act of 1983 or

1 Section 104.05 of the General Not For Profit Corporation
2 Act of 1986.

3 (e) The provisions of subsection (d) of this Section shall
4 not apply if the organizer files with the Secretary of State a
5 certified copy of a final decree of a court of competent
6 jurisdiction establishing the prior right of the applicant to
7 the use of that name in this State.

8 (f) The Secretary of State shall determine whether a name
9 is "distinguishable" from another name for the purposes of this
10 Act. Without excluding other names that may not constitute
11 distinguishable names in this State, a name is not considered
12 distinguishable, for purposes of this Act, solely because it
13 contains one or more of the following:

14 (1) The word "limited", "liability" or "company" or an
15 abbreviation of one of those words.

16 (2) Articles, conjunctions, contractions,
17 abbreviations, or different tenses or number of the same
18 word.

19 (Source: P.A. 98-720, eff. 7-16-14.)

20 (805 ILCS 180/1-25)

21 Sec. 1-25. Nature of business.

22 (a) A limited liability company may be formed for any
23 lawful purpose or business except:

24 (1) (blank);

25 (2) insurance unless, for the purpose of carrying on

1 business as a member of a group including incorporated and
2 individual unincorporated underwriters, the Director of
3 Insurance finds that the group meets the requirements of
4 subsection (3) of Section 86 of the Illinois Insurance Code
5 and the limited liability company, if insolvent, is subject
6 to liquidation by the Director of Insurance under Article
7 XIII of the Illinois Insurance Code;

8 (3) the practice of dentistry unless all the members
9 and managers are licensed as dentists under the Illinois
10 Dental Practice Act; ~~or~~

11 (4) the practice of medicine unless all the managers,
12 if any, are licensed to practice medicine under the Medical
13 Practice Act of 1987 and each member is either:

14 (A) licensed to practice medicine under the
15 Medical Practice Act of 1987; or

16 (B) a registered medical corporation or
17 corporations organized pursuant to the Medical
18 Corporation Act; or

19 (C) a professional corporation organized pursuant
20 to the Professional Service Corporation Act of
21 physicians licensed to practice under the Medical
22 Practice Act of 1987; ~~or~~

23 (C-5) a hospital or hospital affiliate as defined
24 in Section 10.8 of the Hospital Licensing Act; or

25 (D) a limited liability company that satisfies the
26 requirements of subparagraph (A), (B), ~~or~~ (C), or

1 (C-5);

2 (5) the practice of real estate unless all the
3 managers, if any, or every member in a member-managed
4 company are licensed to practice as a managing broker or
5 broker pursuant to the Real Estate License Act of 2000;

6 (6) the practice of clinical psychology unless all the
7 managers and members are licensed to practice as a clinical
8 psychologist under the Clinical Psychologist Licensing
9 Act;

10 (7) the practice of social work unless all the managers
11 and members are licensed to practice as a clinical social
12 worker or social worker under the Clinical Social Work and
13 Social Work Practice Act;

14 (8) the practice of marriage and family therapy unless
15 all the managers and members are licensed to practice as a
16 marriage and family therapist under the Marriage and Family
17 Therapy Licensing Act;

18 (9) the practice of professional counseling unless all
19 the managers and members are licensed to practice as a
20 clinical professional counselor or a professional
21 counselor under the Professional Counselor and Clinical
22 Professional Counselor Licensing and Practice Act;

23 (10) the practice of sex offender evaluations unless
24 all the managers and members are licensed to practice as a
25 sex offender evaluator under the Sex Offender Evaluation
26 and Treatment Provider Act; or

1 (11) the practice of veterinary medicine unless all the
2 managers and members are licensed to practice as a
3 veterinarian under the Veterinary Medicine and Surgery
4 Practice Act of 2004.

5 (b) Notwithstanding any provision of this Section, any of
6 the following professional services may be combined and offered
7 within a single company provided that each professional service
8 is only offered by persons licensed to provide that
9 professional service and all managers and members are licensed
10 in at least one of the professional services offered by the
11 company:

12 (1) the practice of medicine by physicians licensed
13 under the Medical Practice Act of 1987, the practice of
14 podiatry by podiatrists licensed under the Podiatric
15 Medical Practice Act of 1987, the practice of dentistry by
16 dentists licensed under the Illinois Dental Practice Act,
17 and the practice of optometry by optometrists licensed
18 under the Illinois Optometric Practice Act of 1987; or

19 (2) the practice of clinical psychology by clinical
20 psychologists licensed under the Clinical Psychologist
21 Licensing Act, the practice of social work by clinical
22 social workers or social workers licensed under the
23 Clinical Social Work and Social Work Practice Act, the
24 practice of marriage and family counseling by marriage and
25 family therapists licensed under the Marriage and Family
26 Therapy Licensing Act, the practice of professional

1 counseling by professional counselors and clinical
2 professional counselors licensed under the Professional
3 Counselor and Clinical Professional Counselor Licensing
4 and Practice Act, and the practice of sex offender
5 evaluations by sex offender evaluators licensed under the
6 Sex Offender Evaluation and Treatment Provider Act.

7 (c) Professional limited liability companies may be
8 organized under this Act.

9 (Source: P.A. 95-331, eff. 8-21-07; 95-738, eff. 1-1-09.)

10 (805 ILCS 180/1-28)

11 Sec. 1-28. Certificate of Registration; Department of
12 Financial and Professional Regulation. This Section applies
13 only to a limited liability company that intends to provide, or
14 does provide, professional services that require the
15 individuals engaged in the profession to be licensed by the
16 Department of Financial and Professional Regulation. Under the
17 Professional Limited Liability Company Act, the definition of a
18 professional limited liability company is a limited liability
19 company that intends to provide, or does provide, professional
20 services that require the individual engaged in the
21 professional service to be licensed by the Department of
22 Financial and Professional Regulation. A limited liability
23 company covered by this Section shall not open, operate, or
24 maintain an establishment for any of the purposes for which a
25 limited liability company may be organized under this Act

1 without obtaining a certificate of registration from the
2 Department pursuant to the Professional Limited Liability
3 Company Act.

4 ~~Application for such registration shall be made in writing~~
5 ~~and shall contain the name and address of the limited liability~~
6 ~~company and such other information as may be required by the~~
7 ~~Department. Upon receipt of such application, the Department~~
8 ~~shall make an investigation of the limited liability company.~~
9 ~~If the Department finds that the organizers, managers, and~~
10 ~~members are each licensed pursuant to the laws of Illinois to~~
11 ~~engage in the particular profession or related professions~~
12 ~~involved (except that an initial organizer may be a licensed~~
13 ~~attorney) and if no disciplinary action is pending before the~~
14 ~~Department against any of them and if it appears that the~~
15 ~~limited liability company will be conducted in compliance with~~
16 ~~the law and the rules and regulations of the Department, the~~
17 ~~Department shall issue, upon payment of a registration fee of~~
18 ~~\$50, a certificate of registration.~~

19 ~~Upon written application of the holder, the Department~~
20 ~~shall renew the certificate if it finds that the limited~~
21 ~~liability company has complied with its regulations and the~~
22 ~~provisions of this Act and the applicable licensing Act. This~~
23 ~~fee for the renewal of a certificate of registration shall be~~
24 ~~calculated at the rate of \$40 per year. The certificate of~~
25 ~~registration shall be conspicuously posted upon the premises to~~
26 ~~which it is applicable, and the limited liability company shall~~

1 ~~have only those offices which are designated by street address~~
2 ~~in the articles of organization, or as changed by amendment of~~
3 ~~such articles. A certificate of registration shall not be~~
4 ~~assignable.~~

5 ~~All fees collected under this Section shall be deposited~~
6 ~~into the General Professions Dedicated Fund.~~

7 (Source: P.A. 96-679, eff. 8-25-09; 96-984, eff. 1-1-11;
8 96-1000, eff. 7-2-10.)

9 (805 ILCS 180/5-5)

10 Sec. 5-5. Articles of organization.

11 (a) The articles of organization shall set forth all of the
12 following:

13 (1) The name of the limited liability company and the
14 address of its principal place of business which may, but
15 need not be a place of business in this State.

16 (2) The purposes for which the limited liability
17 company is organized, which may be stated to be, or to
18 include, the transaction of any or all lawful businesses
19 for which limited liability companies may be organized
20 under this Act.

21 (3) The name of its registered agent and the address of
22 its registered office.

23 (4) If the limited liability company is to be managed
24 by a manager or managers, the names and business addresses
25 of the initial manager or managers.

1 (5) If management of the limited liability company is
2 to be vested in the members under Section 15-1, then the
3 names and addresses of the initial member or members.

4 (5.5) The duration of the limited liability company,
5 which shall be perpetual unless otherwise stated.

6 (6) (Blank).

7 (7) The name and address of each organizer.

8 (8) Any other provision, not inconsistent with law,
9 that the members elect to set out in the articles of
10 organization for the regulation of the internal affairs of
11 the limited liability company, including any provisions
12 that, under this Act, are required or permitted to be set
13 out in the operating agreement of the limited liability
14 company.

15 (b) A limited liability company is organized at the time
16 articles of organization are filed by the Secretary of State or
17 at any later time, not more than 60 days after the filing of
18 the articles of organization, specified in the articles of
19 organization.

20 (c) Articles of organization for the organization of a
21 limited liability company for the purpose of accepting and
22 executing trusts shall not be filed by the Secretary of State
23 until there is delivered to him or her a statement executed by
24 the Secretary of Financial and Professional Regulation
25 ~~Commissioner of the Office of Banks and Real Estate~~ that the
26 organizers of the limited liability company have made

1 arrangements with the Secretary of Financial and Professional
2 Regulation Commissioner of the Office of Banks and Real Estate
3 to comply with the Corporate Fiduciary Act.

4 (d) Articles of organization for the organization of a
5 limited liability company as a bank or a savings bank must be
6 filed with the Department of Financial and Professional
7 Regulation Commissioner of Banks and Real Estate or, if the
8 bank or savings bank will be organized under federal law, with
9 the appropriate federal banking regulator.

10 (Source: P.A. 98-171, eff. 8-5-13.)

11 (805 ILCS 180/5-55)

12 Sec. 5-55. Filing in Office of Secretary of State.

13 (a) Whenever any provision of this Act requires a limited
14 liability company to file any document with the Office of the
15 Secretary of State, the requirement means that:

16 (1) the original document, executed as described in
17 Section 5-45, and, if required by this Act to be filed in
18 duplicate, one copy (which may be a signed carbon or
19 photocopy) shall be delivered to the Office of the
20 Secretary of State;

21 (2) all fees and charges authorized by law to be
22 collected by the Secretary of State in connection with the
23 filing of the document shall be tendered to the Secretary
24 of State; and

25 (3) unless the Secretary of State finds that the

1 document does not conform to law, he or she shall, when all
2 fees have been paid:

3 (A) endorse on the original and on the copy the
4 word "Filed" and the month, day, and year of the filing
5 thereof;

6 (B) file in his or her office the original of the
7 document; and

8 (C) return the copy to the person who filed it or
9 to that person's representative.

10 (b) If another Section of this Act specifically prescribes
11 a manner of filing or signing a specified document that differs
12 from the corresponding provisions of this Section, then the
13 provisions of the other Section shall govern.

14 (c) Whenever any provision of this Act requires a limited
15 liability company that is a bank or a savings bank to file any
16 document, that requirement means that the filing shall be made
17 exclusively with the Department of Financial and Professional
18 Regulation ~~Commissioner of Banks and Real Estate~~ or, if the
19 bank or savings bank is organized under federal law, with the
20 appropriate federal banking regulator at such times and in such
21 manner as required by the Department ~~Commissioner~~ or federal
22 regulator.

23 (Source: P.A. 92-33, eff. 7-1-01; 93-561, eff. 1-1-04.)

24 Section 999. Effective date. This Act takes effect upon
25 becoming law."