

1 A bill to be entitled
 2 An act relating to design professionals; creating s.
 3 558.0035, F.S.; specifying conditions under which a
 4 design professional employed by a business entity or
 5 an agent of the business entity may not be held
 6 individually liable for damages resulting from
 7 negligence occurring within the course and scope of a
 8 professional services contract; defining the term
 9 "business entity"; amending ss. 471.023, 472.021,
 10 481.219, and 481.319, F.S.; conforming provisions to
 11 changes made by the act; providing an effective date.

12
 13 Be It Enacted by the Legislature of the State of Florida:

14
 15 Section 1. Section 558.0035, Florida Statutes, is created
 16 to read:

17 558.0035 Design professionals; contractual limitation on
 18 liability.—

19 (1) A design professional employed by a business entity or
 20 an agent of the business entity is not individually liable for
 21 damages resulting from negligence occurring within the course
 22 and scope of a professional services contract if:

23 (a) The contract is made between the business entity and a
 24 claimant or another entity for the provision of professional
 25 services to the claimant.

26 (b) The contract does not name an individual employee or
 27 agent as a party to the contract.

28 (c) The contract includes a prominent statement, in

29 | uppercase font that is at least 5 point sizes larger than the
30 | rest of the text, that, pursuant to this section, an individual
31 | employee or agent may not be held individually liable for
32 | negligence.

33 | (d) The business entity maintains professional liability
34 | insurance required under the contract.

35 | (e) Any damages are solely economic in nature and the
36 | damages do not extend to persons or property not subject to the
37 | contract.

38 | (2) As used in this section, the term "business entity"
39 | means any corporation, limited liability company, partnership,
40 | limited partnership, proprietorship, firm, enterprise,
41 | franchise, association, self-employed individual, or trust,
42 | whether fictitiously named or not, doing business in this state.

43 | Section 2. Subsection (3) of section 471.023, Florida
44 | Statutes, is amended to read:

45 | 471.023 Certification of business organizations.—

46 | (3) Except as provided in s. 558.0035, the fact that a
47 | licensed engineer practices through a business organization does
48 | not relieve the licensee from personal liability for negligence,
49 | misconduct, or wrongful acts committed by him or her.

50 | Partnerships and all partners shall be jointly and severally
51 | liable for the negligence, misconduct, or wrongful acts
52 | committed by their agents, employees, or partners while acting
53 | in a professional capacity. Any officer, agent, or employee of a
54 | business organization other than a partnership shall be
55 | personally liable and accountable only for negligent acts,
56 | wrongful acts, or misconduct committed by him or her or

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57 committed by any person under his or her direct supervision and
58 control, while rendering professional services on behalf of the
59 business organization. The personal liability of a shareholder
60 or owner of a business organization, in his or her capacity as
61 shareholder or owner, shall be no greater than that of a
62 shareholder-employee of a corporation incorporated under chapter
63 607. The business organization shall be liable up to the full
64 value of its property for any negligent acts, wrongful acts, or
65 misconduct committed by any of its officers, agents, or
66 employees while they are engaged on its behalf in the rendering
67 of professional services.

68 Section 3. Subsection (3) of section 472.021, Florida
69 Statutes, is amended to read:

70 472.021 Certification of partnerships and corporations.—

71 (3) Except as provided in s. 558.0035, the fact that any
72 registered surveyor and mapper practices through a corporation
73 or partnership does ~~shall~~ not relieve the registrant from
74 personal liability for negligence, misconduct, or wrongful acts
75 committed by him or her. Partnerships and all partners shall be
76 jointly and severally liable for the negligence, misconduct, or
77 wrongful acts committed by their agents, employees, or partners
78 while acting in a professional capacity. An ~~Any~~ officer, agent,
79 or employee of a business organization other than a partnership
80 shall be personally liable and accountable only for negligent
81 acts, wrongful acts, or misconduct committed by him or her or
82 committed by a ~~any~~ person under his or her direct supervision
83 and control while rendering professional services on behalf of
84 the business organization. The personal liability of a

85 | shareholder or owner of a business organization, in his or her
 86 | capacity as shareholder or owner, shall be no greater than that
 87 | of a shareholder-employee of a corporation incorporated under
 88 | chapter 607. The business organization shall be liable up to the
 89 | full value of its property for any negligent acts, wrongful
 90 | acts, or misconduct committed by any of its officers, agents, or
 91 | employees while they are engaged on its behalf in the rendering
 92 | of professional services.

93 | Section 4. Subsection (11) of section 481.219, Florida
 94 | Statutes, is amended to read:

95 | 481.219 Certification of partnerships, limited liability
 96 | companies, and corporations.—

97 | (11) No corporation, limited liability company, or
 98 | partnership shall be relieved of responsibility for the conduct
 99 | or acts of its agents, employees, or officers by reason of its
 100 | compliance with this section. However, except as provided in s.
 101 | 558.0035, the architect who signs and seals the construction
 102 | documents and instruments of service shall be liable for the
 103 | professional services performed, and the interior designer who
 104 | signs and seals the interior design drawings, plans, or
 105 | specifications shall be liable for the professional services
 106 | performed.

107 | Section 5. Subsection (6) of section 481.319, Florida
 108 | Statutes, is amended to read:

109 | 481.319 Corporate and partnership practice of landscape
 110 | architecture; certificate of authorization.—

111 | (6) Except as provided in s. 558.0035, the fact that a
 112 | registered landscape architect practices ~~architects practice~~

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113 | landscape architecture through a corporation or partnership as
114 | provided in this section does ~~shall~~ not relieve the ~~any~~
115 | landscape architect from personal liability for his or her
116 | professional acts.

117 | Section 6. This act shall take effect July 1, 2013.