

**TRANSMITTAL SHEET FOR  
NOTICE OF INTENDED ACTION**

Control      Department or Agency: Board of Dental Examiners of Alabama

Rule No.: 270-X-4.06

Rule Title: Limited Liability Companies

     New   X   Amend      Repeal      Adopt by Reference

Would the absence of the proposed rule significantly  
Harm or endanger the public health, welfare, or safety?     Yes    

Is there a reasonable relationship between the state's  
Police power and the protection of the public health,  
Safety, or welfare?     Yes    

Is there another, less restrictive method of regulation  
Available that could adequately protect the public?     No    

Does the proposed rule have the effect of directly or  
Indirectly increasing the costs of any goods or services  
Involved and, if so, to what degree?     No    

Is the increase in cost, if any, more harmful to the public  
Than the harm that might result from the absence of  
The proposed rule?     No    

Are all facets of the rulemaking process designed solely  
For the purpose of, and so they have, as their primary  
Effect, the protection of the public?     Yes    

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Does the proposed rule have an economic impact?     No    

If the proposed rule has an economic impact, the proposed rule is required to be accompanied by  
a fiscal note prepared in accordance with subsection (f) of Section 41-22-23, Code of Alabama,  
1975.

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Certification of Authorized Official

I certify that the attached proposed rule has been proposed in full compliance with the  
requirements of Chapter 22, Title 41, Code of Alabama, 1975, and that it conforms to all  
applicable filing requirements of the Administrative Procedure Division of the Legislative  
Reference Service.

Signature of certifying officer     B. Barnett    

Date:     12/6/11    

(DATE FILED)  
(STAMP)

**Board of Dental Examiners of Alabama**

NOTICE OF INTENDED ACTION

AGENCY NAME: Board of Dental Examiners of Alabama

RULE NO. & TITLE: 270-X-4.06 Limited Liability Companies.

INTENDED ACTION: Amend

SUBSTANCE OF PROPOSED ACTION: The Board proposes to correctly site statutory authority and to clarify language


TIME, PLACE, MANNER OF PRESENTING VIEWS: Written comments will be received by the Board until 4:30 p.m. on Friday, February 3, 2012. Comments should be directed to Sonya Lankford, Financial Secretary, at 5346 Stadium Trace Pky., Ste. 112 Hoover, AL 35244 or via electronic mail at [BDEAL@dentalboard.org](mailto:BDEAL@dentalboard.org) or via telephone at 205-985-7267.

FINAL DATE FOR COMMENT AND COMPLETION OF NOTICE:

Friday, February 3, 2012

CONTACT PERSON AT AGENCY:

Ms. Sonya Lankford  
*Financial Secretary*  
5346 Stadium Trace Pky., Ste. 112  
Hoover, AL 35244  
(205) 985-7267

  
Billington M. Garrett, *Counsel*  
Board of Dental Examiners of Alabama

## Board of Dental Examiners of Alabama

### NOTICE OF INTENDED ACTION

RULE NUMBER: 270-X-4.06

TITLE OF RULE: Limited Liability Companies.

(1) This rule is promulgated pursuant to the Alabama Limited Liability Act, ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-12-4~~ §10A-5, et seq. (hereinafter referred to as the "Act"). This rule is applicable to limited liability companies formed for the purpose of rendering dental professional services by dentists licensed to practice dentistry in the State of Alabama.

(2) Any dentist or group thereof licensed to practice dentistry in the State of Alabama who desire to render dental professional services as a limited liability company shall comply with the provisions of the Act and this rule.

(3) The names of limited liability companies shall be governed by the provisions of ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-1-25~~ §10A-1-5.06. If the name of the limited liability company utilizes the name or names of the dentist(s) who are members or employees of the limited liability company, then such name shall include the designation "D.M.D." or "D.D.S." whichever is appropriate. In addition, the following requirements shall be applicable to limited liability companies.

(a) Practicing dentists forming or who formed a limited liability company may practice under a name other than the one(s) of the participating dentist(s) only if the following requirements are met:

(i) That the name of the participating dentist(s) shall appear following or beneath the name selected.

(ii) That the names so selected should not suggest a non-profit or charitable activity or be false, fraudulent, misleading or deceptive.

(iii) That the name of the dentist(s) and the words "Limited Liability company" or the abbreviation "L.L.C.", as required by ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-2-5~~ §10A-1-5.06 shall be displayed with similar prominence as the name so selected.

(4) Every limited liability company organized for the rendering of dental professional services shall file with the Board of Dental Examiners of Alabama a certified copy of the Articles of Organization and any and all subsequent amendments to those articles, changes of members of the limited liability company or changes in the business address of the limited liability company. As to limited liability companies formed after the effective date of this Rule, the filing referenced above shall be made within thirty (30) days of the effective date of the instrument or document filed. As to limited liability companies in existence on the effective date of this Rule, the filings referenced above shall be made within thirty (30) days of that effective date.

(5) Every limited liability company governed by the provisions of the Act shall file with the Board of Dental Examiners of Alabama a certified copy of the Articles of Dissolution or Articles of Merger within thirty (30) days of the dissolution or merger.

(6) Dentists licensed to practice dentistry who render dental professional services as a limited liability company shall comply with the conditions, requirements and restrictions of ~~Code of Ala.~~

~~1975, Code of Alabama (1975), Section 10-12-45 §10A-5-8.01.~~ A limited liability company organized to render dental professional services, foreign or domestic, may render dental professional services in Alabama only through individuals licensed to practice dentistry in the state of Alabama.

(7) In addition to the requirements of ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-2-45(h), §10-2-45(h), §10-12-45(h)~~ §10A-5-8.01 (i) no interest may be transferred until there is presented to and filed with the limited company a certificate by the Board of Dental Examiners of Alabama stating that the individual to whom the transfer is made is licensed to practice dentistry in the State of Alabama.

(8) No employee of a limited liability company who is not licensed to practice dentistry shall participate in any decision constituting the practice of dentistry or shall interfere with the exercise of the independent professional judgment of a dentist in matters related to the practice of dentistry. In addition, a dentist's actions with respect to the practice of dentistry shall not be subject to the control of any individual not licensed to practice dentistry, including but not limited to those matters set forth in ~~Code of Ala. 1975, Code of Ala. 1975, Code of Alabama (1975), Section 34-9-9(b) §34-9-9(b).~~

(9) A foreign limited liability company rendering dental professional services in the State of Alabama shall, in addition to the requirements of ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-12-47 §10A5-8.01,~~ be subject to the following:

(a) All members or employees of a foreign limited liability company who render dental professional services in Alabama shall be dentists licensed to practice dentistry in the State of Alabama.

(b) Filing with the Board of Dental Examiners of Alabama the ~~registration Certificate of Formation form~~ required by ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-12-46 §10A-1-3.01,~~ the ~~certificate Certificate of registration Formation~~ referenced in ~~Code of Ala. 1975, Code of Alabama (1975), Section 10-12-47 §10A-1-3.05~~ and the ~~certificate Certificate of cancellation Withdrawal~~ required by ~~Code of Ala. 1975, Code of Alabama (1975), Section 10A-1-7.11.~~ These documents shall be filed within thirty (30) days of their filing with the Secretary of State. As to those foreign limited liability companies registered on the effective date of this Rule, the above referenced filings shall be made within thirty (30) days of that effective date.

Statutory Authority ~~Code of Ala. 1975, Code of Alabama (1975), §§10-12-45~~ 10A-1-3.01, 10A-1-3.05, 10A-1-5.06, 10A-1-7.11, 10A-5, et seq., 34-9-43(2)

Original Rule Filed: March 23, 2001, Amended: Filed November \_\_\_\_, 2011