

STATE OF NEW YORK
INDUSTRIAL BOARD OF APPEALS

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In the Matter of the Application of: :

PUBLIC UNION CORPORATION :

DOCKET NO. CI 11-013

For Approval of a Corporate Instrument Pursuant to
Section 104 of the New York Labor Law. :

RESOLUTION OF DECISION

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WHEREAS:

By letter dated August 5, 2011, Public Union Corporation (applicant) filed an application with the New York State Industrial Board of Appeals (Board) for approval of a certificate of incorporation for a proposed corporation engaged in the entertainment, media, and internet business.

Business Corporation Law (BCL) § 301 (B) (6) provides that the name of a domestic or foreign corporation shall not absent the approval of the Board contain the word “union . . . in a context which indicates or implies that the domestic corporation is formed or the foreign corporation authorized as an organization of working men or women or wage earners or for the performance, rendition or sale of services as a labor or management consultant, adviser or specialist, or as negotiator or arbitrator in labor-management disputes.”

The applicant seeks approval of a certificate of incorporation with the corporate name “Public Union Corporation” which contains the word “union” and is therefore subject to Board approval pursuant to BCL § 301 (B) (6).

Labor Law § 104 governs the Board’s review of corporate instruments that are submitted to it for approval in accordance with the requirements of other statutes, including BCL § 301 (B) (6). Labor Law § 104 states that the Board

“shall make such inquiry as it may deem advisable . . . to determine whether or not the purposes of the proposed corporation are in all respects consistent with public policy and the labor law, and whether the corporate name is in all respects consistent with its purposes and activities or tends to be misleading.”

Pursuant to Labor Law § 104, we find that although the purposes of the proposed corporation are consistent with public policy, the application cannot be approved because the proposed corporate name “Public Union Corporation,” may mislead the public to believe that the company is affiliated with or is a organization of public employees formed for their mutual betterment, protection and advancement, or affiliated or associated with such an organization (*see Matter of Tool Owners Union v Roberts*, 190 Misc 577 [Sup Ct New York County 1947] [misleading and confusing name is one of the grounds upon which Board may deny approval

of an application before it)). Accordingly, the application for approval of the proposed certificate of incorporation is denied.

NOW, THEREFORE, IT IS HEREBY RESOLVED THAT:

- 1 The certificate of incorporation is disapproved; and
2. A certified copy of this Resolution be annexed thereto.

WITNESS, the signatures of the Members of the Industrial Board of Appeals and the Seal of the Industrial Board of Appeals of the State of New York, at New York, New York, on the 14th day of December, 2012.

Absent

Anne P. Stevason, Chairman

J. Christopher Meagher

J. Christopher Meagher, Member

Jean Grumet

Jean Grumet, Member

LaMarr J. Jackson

LaMarr J. Jackson, Member

Jeffrey R. Cassidy

Jeffrey R. Cassidy, Member

Dated and signed in the Office
of the Industrial Board of Appeals
at New York, New York, on
December 14, 2012.