WHEREAS:

By letter dated December 6, 2007, the Union of Dominican Visual Artists, Inc. (Applicant), through its attorney, filed an application with the New York State Industrial Board of Appeals (the Board) for approval of a Certificate of Incorporation for a proposed not-for-profit corporation with the purpose of advancing the general public’s understanding of, interest in, and appreciation of artwork produced by local Washington Heights artists of predominately Dominican heritage.

Not-for-Profit Corporation Law § 404 (j) provides that:

Every certificate of incorporation which includes among its purposes the organization of wage-earners for their mutual betterment, protection and advancement; the regulation of hours of labor, working conditions, or wages; or the performance, rendition or sale of services as labor consultant, labor-management advisor, negotiator, arbitrator, or specialist; and every certificate of incorporation in which the name of the proposed corporation includes “union”, “labor”, “council” or “industrial organization”, or any abbreviation or derivative thereof in a context that indicates or implies that the corporation is formed for any of the above
purposes, shall have endorsed thereon or annexed thereto the approval of
the industrial board of appeals . . . .

The Applicant seeks approval of a Certificate of Incorporation with the corporate name
containing the word “union” and is thus subject to Board approval pursuant to Not-for-Profit
Corporation Law § 404 (j).

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 Not-for-Profit
Corporation Law § 404 (j). Section 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, “Union of Dominican Visual Artists”, may mislead the public to
believe that it is an organization of visual artists formed for their mutual betterment, protection
and advancement (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 23rd day of January, 2008.