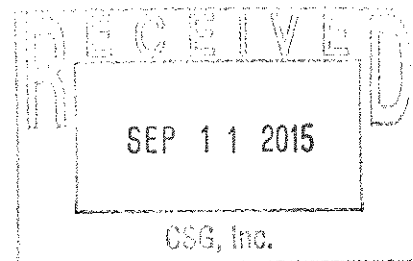


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IN THE SUPERIOR COURT FOR THE STATE OF ALASKA
FOURTH JUDICIAL DISTRICT AT FAIRBANKS

Tok Community Umbrella Corporation 2,)
)
 Plaintiff,)
)
 v.)
)
Tok Community Umbrella Corporation 1,)
)
 Defendant.)
)



Case No. 4FA-15-01930CI

Order Regarding Pending Motions

The community of Tok established the Tok Community Umbrella Corporation (TCUC) to receive and administer funds that would otherwise be managed by an incorporated governing body. It is a positive example of a local community adapting and responding to the exigencies of funding mechanisms to its local benefit. The organization effectively is the financial life blood for a variety of programs and organizations.

The questions before the court are not the benefits of this arrangement, but rather the composition of the organization. Neither of the present parties seeks to dissolve the organization; each contends it should operate the organization. The court agrees TCUC must necessarily function effectively, consistently, and legally while the internecine issues of control are litigated in an orderly fashion.¹ The court will first address issues regarding the caption of the case and then the several pending motions.

¹ The case came before the court in the context of an FED action, an action that normally would have been addressed by the District Court. A motion to intervene raised issues beyond the statutory scope of the district court, the matter came before this court, and the various rulings, on the record and in writing, followed. The cosmogony of this case is thus rooted in an action that is expedited by nature and has since assumed the present posture of competing factions for control of the organization. As noted above, and noted earlier on the record, the court will address all concerns on the merits while ensuring the community of Tok is not deprived of the significant benefits provided by TCUC.

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A. Caption. Parties rightfully are vested in how they are named in captions. The court adopted the construct proffered by Mr. Wilson on behalf of folks generally associated with Ms. Conrad and the original interveners, folks who apparently remain aligned with the board elected 9 July 2015.² The construct is particularly clunky, albeit accurate. Ms. Hodes, in subsequent pleadings, adopts a much more effective and useful construct. She refers to the “Tok Community Umbrella Corporation (as represented by the Board who contends they were not removed from office by the membership)” as “TCUC I” and the “Tok Community Umbrella Corporation (as represented by the Board elected on 9 July 2015)” as “TCUC II”. The court partially adopts this case name construct and all future pleadings will simply be Tok Community Umbrella Corporation 2 (TCUC 2) v. Tok Community Umbrella Corporation 1 (TCUC 1).³ Future pleadings shall include the new caption used on this order.

B. TCUC 1’s Unopposed Motion to Extension of Time. This motion is GRANTED and the opposition to the underlying motion to substitute parties is accepted for filing and considered on the merits.

C. TCUC 2’s Submission Regarding July 9 Election and Motion to Retain Status Quo Pending Outcome of Litigation. The court has considered the original pleadings filed 21 July 2015, the opposition and motion to accept late filing regarding Conrad’s statement of position and having reviewed the same on the merits, and the reply filed 24 August 2015, the court GRANTS IN PART the motion to maintain the status quo pending to the extent the board elected 9 July 2015 has full power, authority, and authorization to conduct the business of the organization consistent with the all articles, by-laws, and applicable laws pending resolution of

² The validity of the election, and the authority of that board, remain to be decided on the merits.

³ The naming construct is for administrative convenience only and does not otherwise realign plaintiffs, defendants, or third-party plaintiffs and defendants.

the fundamental organizational issues on the merits. The court DENIES IN PART to the extent it seeks to dismiss the case with prejudice.

As an additional order to the TCUC 2 party, the board elected 9 July 2015 is directed and required to not only comply with all the requirements just noted, but also provide the TCUC 1 party, through its counsel, with monthly reports of all activity, including financial activity. The goal is to insure the organization functions for the benefit of the community in a transparent, lawful, and sound manner while the underlying issues are litigated. These monthly reports shall be exchanged between counsels for the parties and not be filed in court.

D. Substitution of Parties. TCUC 2 (or, more accurately, that party before the adoption of the new naming construct), moved to substitute TCUC as the third-party plaintiff for Lisa Conrad. TCUC 1 moved for an extension of time to oppose that motion (granted above). The court has accepted the opposition and rules on the merits of the motion without reply from TCUC 2.⁴ The TCUC 2 motion for substitution is GRANTED.

E. TCUC 1 Motion for Reconsideration. The court has reviewed TCUC's motion for reconsideration filed 27 August 2015 and DENIES the same.

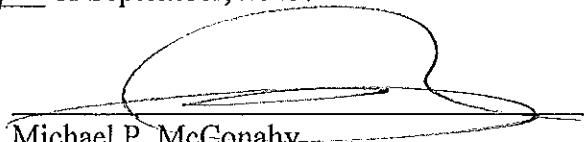
F. Initial Disclosures and Report of Parties Planning Meeting. The court will give this matter trial priority given the nature of interests at stake. The parties are thus directed and required to exchange initial disclosures required by Civil Rule 26 no later than 5 October 2015. This includes the identification, itemization, and supporting documentation of any special damages alleged by either party.⁵

⁴ TCUC 2 is free to file a reply if it believes the record requires it, and the court will revisit the instant ruling without the need for a motion for reconsideration.

⁵ Special damages have not been the focus of pleadings to date, but this issue needs to be identified or eliminated from consideration for trial.

The parties are further directed to conduct a meaningful planning meeting no later than 14 October 2015 and file a joint report of the planning meeting no later than 16 October 2015. (7)
The planning report will address all the usual issues required in a parties' planning report, but particularly emphasis is required as to when the parties believe the case will be ready for trial and how long they expect trial will take. This is a court trial and trial will occur in Fairbanks. Additionally, if the parties have any special needs for the pretrial order, the report shall address those needs with particularity.

DATED at Fairbanks, Alaska, this 9 of September, 2015.


Michael P. McGonahy
Superior Court Judge

I certify that on 9/10/15
copies of this form were sent to:
CLERK AS

WILSON
HODES