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7 *Attorney for Respondent*

8 **MONTANA SIXTH JUDICIAL DISTRICT COURT,**
9 **PARK COUNTY**

10 DENNIS RILEY, WENDY RILEY, JERRY
11 LADEWIG, JEFFREY LADEWIG, MARK
12 SEAVER, ANDREA SEDLAK, MARTH
13 McALISTER, JOHN McALISTER,
14 together with and on behalf of other lot
15 owners,

16 **Petitioners,**

17 vs.

18 GLASTONBURY LANDOWNERS
19 ASSOCIATION, INC.,

20 **Respondent.**

21 **DV-21-0101-DX**

22 **RESPONDENT'S ANSWER TO**
23 **PETITIONER'S PETITION FOR**
24 **JUDICIAL DISSOLUTION OF**
25 **NONPROFIT CORPORATION**

26 COMES NOW, Respondent, Glastonbury Landowners Association, Inc. ("GLA"),
27 through the undersigned, and answers Petitioners' Petition as follows:

- 28 1. Responding to paragraph 1 of Petitioners' Petition, GLA admits the allegations
29 contained therein.
- 30 2. Responding to paragraph 2 of Petitioners' Petition, GLA admits the allegations
31 contained therein.
- 32 3. Responding to paragraph 3 of Petitioners' Petition, GLA admits the allegations

1 contained therein.

2 4. Responding to paragraph 4 of Petitioners' Petition, GLA admits the allegations
3 contained therein.

4 5. Responding to paragraph 5 of Petitioners' Petition, based upon information and
5 belief, GLA admits the allegations contained therein.

6 6. Responding to paragraph 6 of Petitioners' Petition, GLA admits the allegations
7 contained therein.

8 7. Responding to paragraph 7 of Petitioners' Petition, GLA admits the allegations
9 contained therein.

10 8. Responding to paragraph 8 of Petitioners' Petition, GLA admits the allegations
11 contained therein.

12 9. Responding to paragraph 9 of Petitioners' Petition, GLA lacks knowledge sufficient
13 to form a belief regarding the allegations and, therefore, denies the same.

14 10. Responding to paragraph 10 of Petitioners' Petition, GLA admits the allegations
15 contained therein.

16 11. Responding to paragraph 11 of Petitioners' Petition, GLA admits the allegations
17 contained therein.

18 12. Responding to paragraph 12 of Petitioners' Petition, GLA admits the allegations
19 contained therein.

1 13. Responding to paragraph 13 of Petitioners' Petition, GLA admits the allegations
2 contained therein.

3 14. Responding to paragraph 14 of Petitioners' Petition, GLA admits the allegations
4 contained therein.

5 15. Responding to paragraph 15 of Petitioners' Petition, based upon information and
6 belief, GLA admits the allegations contained therein.

7 16. Responding to paragraph 16 of Petitioners' Petition, GLA admits the allegations
8 contained therein.

9 17. Responding to paragraph 17 of Petitioners' Petition, GLA admits the allegations
10 contained therein.

11 18. Responding to paragraph 18 of Petitioners' Petition, GLA admits the allegations
12 contained therein.

13 19. Responding to paragraph 19 of Petitioners' Petition, GLA admits the allegations
14 contained therein.

15 20. Responding to paragraph 20 of Petitioners' Petition, GLA admits the allegations
16 contained therein.

17 21. Responding to paragraph 21 of Petitioners' Petition, based upon information and
18 belief, GLA admits the allegations contained therein.

19 22. Responding to paragraph 22 of Petitioners' Petition, GLA admits the allegations
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1 contained therein.

2 23. Responding to paragraph 23 of Petitioners' Petition, GLA denies the allegations
3 contained therein.

4 24. Responding to paragraph 24 of Petitioners' Petition, GLA denies the allegations
5 contained therein.

6 25. Responding to paragraph 25 of Petitioners' Petition, GLA admits the allegations
7 contained therein.

8 26. Responding to paragraph 26 of Petitioners' Petition, GLA denies the allegations
9 contained therein.

10 27. Responding to paragraph 27 of Petitioners' Petition, GLA denies the allegations
11 contained therein.

12 28. Responding to paragraph 28 of Petitioners' Petition, GLA denies the allegations
13 contained therein.

14 29. Responding to paragraph 29 of Petitioners' Petition, GLA denies the allegations
15 contained therein.

16 30. Responding to paragraph 30 of Petitioners' Petition, GLA denies the allegations
17 contained therein.

18 31. Responding to paragraph 31 of Petitioners' Petition, GLA admits that on November
19 13, 2020 a virtual meeting was held and Secretary Mizzi moved and Director Dubiel
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1 seconded that the annual election should be postponed and the motion passed 7-3.
2 the allegations contained therein. GLA lacks the information and knowledge
3 sufficient to form a belief regarding the remaining allegations and, therefore, denies
4 the remaining allegations contained therein.
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6 32. Responding to paragraph 32 of Petitioners' Petition, GLA admits the allegations
7 contained therein.

8 33. Responding to paragraph 33 of Petitioners' Petition, GLA denies the allegations
9 contained therein.

10 34. Responding to paragraph 34 of Petitioners' Petition, GLA admits the allegations
11 contained therein.
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13 35. Responding to paragraph 35 of Petitioners' Petition, GLA lacks information and
14 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
15 the same.

16 36. Responding to paragraph 36 of Petitioners' Petition, GLA lacks information and
17 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
18 the same.

19 37. Responding to paragraph 37 of Petitioners' Petition, GLA denies the allegations
20 contained therein.
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22 38. Responding to paragraph 38 of Petitioners' Petition, GLA lacks information and
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1 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
2 the same.

3 39. Responding to paragraph 39 of Petitioners' Petition, GLA lacks information and
4 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
5 the same.
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7 40. Responding to paragraph 40 of Petitioners' Petition, GLA admits the allegations
8 contained therein.

9 41. Responding to paragraph 41 of Petitioners' Petition, GLA denies the allegations
10 contained therein.
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12 42. Responding to paragraph 42 of Petitioners' Petition, GLA admits the allegations
13 contained therein with the exception of the last sentence of paragraph 42 which GLA
14 denies.

15 43. Responding to paragraph 43 of Petitioners' Petition, GLA denies the allegations
16 contained therein.
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18 44. Responding to paragraph 44 of Petitioners' Petition, GLA lacks information and
19 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
20 the same.

21 45. Responding to paragraph 45 of Petitioners' Petition, GLA admits the allegations
22 contained therein.
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1 46. Responding to paragraph 46 of Petitioners' Petition, GLA denies the allegations
2 contained therein.

3 47. Responding to paragraph 47 of Petitioners' Petition, GLA denies the allegations
4 contained therein.

5 48. Responding to paragraph 48 of Petitioners' Petition, GLA denies the allegations
6 contained therein.

7 49. Responding to paragraph 49 of Petitioners' Petition, GLA denies the allegations
8 contained therein.

9 50. Responding to paragraph 50 of Petitioners' Petition, GLA admits the allegations
10 contained therein.

11 51. Responding to paragraph 51 of Petitioners' Petition, GLA denies the allegations
12 contained therein.

13 52. Responding to paragraph 52 of Petitioners' Petition, GLA denies the allegations
14 contained therein.

15 53. Responding to paragraph 53 of Petitioners' Petition, GLA restates and realleges each
16 of the foregoing paragraphs of this Answer as if fully set forth herein.

17 54. Responding to paragraph 54 of Petitioners' Petition, GLA lacks information and
18 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
19 the same.
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1 55. Responding to paragraph 55 of Petitioners' Petition, GLA denies the allegations
2 contained therein.

3 56. Responding to paragraph 56 of Petitioners' Petition, GLA denies the allegations
4 contained therein.

5 57. Responding to paragraph 57 of Petitioners' Petition, GLA denies the allegations
6 contained therein.

7 58. Responding to paragraph 58 of Petitioners' Petition, GLA affirmatively states that
8 the allegations are legal conclusions for which no response is required. To the extent
9 an answer is deemed necessary, GLA denies the allegations contained therein.
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11 59. Responding to paragraph 59 of Petitioners' Petition, GLA restates and realleges each
12 of the other paragraphs of this Answer as if fully set forth herein.
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14 60. Responding to paragraph 60 of Petitioners' Petition, GLA lacks information and
15 knowledge sufficient to form a belief regarding the allegations and, therefore, denies
16 the same.
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18 61. Responding to paragraph 61 of Petitioners' Petition, GLA denies the allegations
19 contained therein.

20 62. Responding to paragraph 62 of Petitioners' Petition, GLA denies the allegations
21 contained therein.
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23 63. Responding to paragraph 63 of Petitioners' Petition, GLA denies the allegations
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1 contained therein.

2 64. Responding to paragraph 64 of Petitioners' Petition, GLA denies the allegations
3 contained therein.

4 65. GLA denies any and all further allegations made by Petitioners if not specifically
5 addressed herein.
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7 **AFFIRMATIVE DEFENSES**

8 The following affirmative defenses are asserted to ensure they are not waived. In
9 the event discovery reveals that some or all of the defenses are not warranted, they will
10 be withdrawn following complete discovery.
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12 A. Petitioners claims are barred by the doctrine of unclean hands.

13 B. Petitioners lack standing to assert some, or all, of the claims set forth in their
14 Petition.

15 C. Petitioners' claims and assertions are already the subject of a proceeding in
16 this District Court, i.e. DV-2021-52, which seeks a reasonable alternative to dissolution as
17 set forth in § 35-2-728(2)(a), MCA. As such, this matter should be dismissed, stayed, or
18 consolidated to avoid multiplicity of proceedings and resulting unnecessary expense and
19 costs to the parties.
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21 D. Petitioners have failed to state a claim upon which relief can be granted.
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1 E. Petitioners' claims and request for dissolution are counterintuitive to
2 protecting the interests of the GLA members as a mutual benefit corporation pursuant to
3 § 35-2-728(2)(c), MCA.
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5 **RESERVATION OF ADDITIONAL DEFENSES, CROSS-CLAIMS**

6 GLA expressly reserves its right to add additional defenses, including affirmative
7 defenses, following initial discovery and also to assert and file counterclaims and third-
8 party claims prior to the deadline imposed by the Court and as prescribed by Rule 16 as
9 discovery is ongoing. All such amendments shall take place no later than the final pretrial
10 conference.
11

12 WHEREFORE, GLA respectfully pray for the following relief:

- 13 1. Petitioners take nothing by their Petition against Petition;
- 14 2. That GLA recover its attorney's fees and costs against Petitioners as set
15 forth in 35-2-1306, MCA;
- 16 3. For such further and other relief as this Court may deem just.
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18 **Jackson Law, P.C.**

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22 _____
23 Ryan K. Jackson
24 Counsel for GLA

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CERTIFICATE OF SERVICE

I hereby certify that, on the 29th day of July, 2021, I served a true and correct copy of the above foregoing document upon the counsel of record by depositing in the U.S. mail postage prepaid and email to the following:

Nicholas J. Lofing
Garlington, Lohn & Robinson, PLLP
PO Box 7909
Missoula, MT 59807-7909

Via email to:
njlofing@garlington.com



Ryan K. Jackson

CERTIFICATE OF SERVICE

I, Ryan Kurt Jackson, hereby certify that I have served true and accurate copies of the foregoing Answer/Brief - Answer First Appearance to the following on 07-29-2021:

Nicholas J. Lofing (Attorney)
Garlington Lohn & Robinson PLLP
PO Box 7909
Missoula MT 59807

Representing: John McAlister, Andrea Sedlak, Dennis Riley, Wendy Riley, Martha McAlister, Jeffrey Ladewig, Jerry Ladewig, Mark Seaver
Service Method: eService

Glastonbury Landowners Association, Inc. (Respondent)
P.O. Box 312
Emigrant 59027
Service Method: Email

Electronically Signed By: Ryan Kurt Jackson
Dated: 07-29-2021