

PORTER | SCOTT

A PROFESSIONAL CORPORATION

Martin N. Jensen, SBN 232231

Thomas L. Riordan, SBN 104827

350 University Ave., Suite 200

Sacramento, California 95825

TEL: 916.929.1481

FAX: 916.927.3706

Attorneys for Plaintiff/Cross-Defendants

THE NATIONAL GRANGE OF THE ORDER OF PATRONS OF HUSBANDRY

and EDWARD L. LUTTRELL

IN THE SUPERIOR COURT OF THE STATE OF CALIFORNIA
IN THE COUNTY OF SACRAMENTO

THE NATIONAL GRANGE OF THE
ORDER OF PATRONS OF HUSBANDRY,
a Washington D.C. nonprofit corporation,

Plaintiff,

v.

THE CALIFORNIA STATE GRANGE, a
California nonprofit corporation, and
ROBERT MCFARLAND, JOHN LUYAAS,
GERALD CHERNOFF and DAMIAN
PARR,

Defendants.

ROBERT MCFARLAND, an individual

Cross-Complainant,

v.

THE NATIONAL GRANGE OF THE
ORDER OF PATRONS OF HUSBANDRY,
a Washington D.C. nonprofit corporation,
and MARTHA STEFENONI, an individual,
and EDWARD L. LUTTRELL, an
individual, and SHIRLEY BAKER, an
individual, ROES 1 through 10, inclusive,

Cross-Defendants.

Case No. 34-2012-00130439

**DECLARATION OF ED KOMSKI IN
SUPPORT OF THE NATIONAL GRANGE
OF THE ORDER OF PATRONS OF
HUSBANDRY'S MOTION FOR SUMMARY
JUDGMENT OR, IN THE ALTERNATIVE,
SUMMARY ADJUDICATION IN FAVOR OF
THE SECOND AMENDED COMPLAINT**

DATE: April 30, 2015

TIME: 2:00 p.m.

DEPT: 53

Reservation Number: 2025712

Original Complaint Filed: October 1, 2012

1 I, Ed Komski, declare:

2 1. I currently serve as Master of the California State Grange, a position that I have
3 held since 2014. The California State Grange was created in 1873 as a subordinate, constituent part
4 of the National Grange of the Order of Patrons of Husbandry, a hierarchical fraternal organization
5 that is made up of multiple levels, or "divisions," including the California State Grange. For
6 purposes of this Declaration, I shall use the term "National Grange" to refer to the highest level of
7 the Order of Patrons of Husbandry, and I shall use the terms "The Grange" or "the Order" to refer
8 to the Order of Patrons of Husbandry as a whole, from the National Grange down to the lowest
9 levels of its hierarchy.

10 2. I have been a member of the Order of Patrons of Husbandry since 2003, when I
11 joined the Rainbow Valley Grange, a Subordinate Grange in California. I have held various offices
12 in the Rainbow Valley Grange, including Master, Youth Director, and member of the Executive
13 Committee. I am also a member of the San Diego Pomona Grange, and serve on its Executive
14 Committee. From 2006 until 2009, I held the position of Youth Activities Director in the
15 California State Grange, and from 2006 until 2012, I was the representative of the California State
16 Grange on the Rules and Ethics Committee of the California Department of Food and Agriculture.
17 I also served as a deputy of the National Grange in California from 2013 until my election as
18 Master of the California State Grange in 2014. Through serving in these roles, I have developed
19 knowledge of the rules of the National Grange and California State Grange, as well as of the
20 relationship between the California State Grange and the other Granges of the Order, including the
21 National Grange. I also have developed knowledge of and familiarity with the documents that the
22 California state Grange creates in the normal course of business, including its Constitution and By-
23 Laws and the Journals of Proceedings of the annual meetings of the California State Grange's
24 delegate body. All statements made in this Declaration are based on my personal knowledge or my
25 review of documents produced in the regular course of business by the California State Grange, or
26 otherwise identified herein. If called, I could and would testify competently as to all facts stated
27 herein.

28 3. The California State Grange was formed in 1873 upon receipt of a Charter from the

1 National Grange. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit A** is a true
2 and correct copy of an excerpt from The Patrons of Husbandry on the Pacific Coast by Ezra S.
3 Carr, published in 1875, detailing the founding of the California State Grange and setting forth its
4 first Constitution and By-Laws. This book contains an account of the organization, first meeting,
5 and adoption of the original Constitution and By-Laws of the California State Grange, and is
6 generally acted upon as true by members of the California State Grange and the Order.

7 4. The foundational document of any Grange, including the California State Grange, is
8 its Charter, which may only be issued by the National Grange. The California State Grange's
9 Charter provides "[t]hat the officers and Members of the State Grange hereby constituted, and their
10 successors, shall at all times comply with the Constitution of the National grange and with the By-
11 Laws of the State Grange, which must be in harmony with, and conformity to, all National Grange
12 laws and rulings."

13 5. The Constitution, By-Laws, and other laws and rulings of the National Grange are
14 collected in its Digest of Laws. The Digest of Laws is the supreme law of the Order and thus
15 supersedes any rule adopted by any other Grange, including the California State Grange.

16 6. The California State Grange's Constitution and By-Laws adopted in 1873, and
17 amended over time, are binding on all Community Granges and individual members in the
18 California State Grange. However, these rules only supplement, and may not conflict in any way
19 with, the National Grange's rules.

20 7. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit B** is a true and
21 correct copy of the 2009 version of the California State Grange's Constitution and By-Laws.

22 8. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit C** is a true and
23 correct copy of the 2011 version of the California State Grange's Constitution and By-Laws.

24 9. Since I first joined The Grange in 2003, it has been commonly understood that all
25 Granges and their members are subject to and bound by all of the rules set forth in the National
26 Grange's Digest of Laws. Indeed, until at least late 2012, after the dispute underlying the above-
27 captioned matter arose, on the "Members Only Information" page of the California State Grange's
28 website, under the heading "Bylaws," the National Grange's Digest of Laws was the first set of

1 rules identified, even ahead of the California State Grange's rules. Attached to the concurrently-
2 filed Appendix of Exhibits as **Exhibit D** is a true and correct copy of a screenshot of the California
3 State Grange's "Members Only Information" page taken on September 14, 2012, and sent to the
4 then-Master and then-members of the Executive Committee of the California State Grange,
5 including Robert McFarland, Jon Luvaas, and Damian Parr.

6 10. In order to become a member of a Grange, an individual must submit an application
7 for membership. All application forms used to apply to become a member of a Grange in
8 California before 2012 included a promise of faithful compliance with or acknowledgment that the
9 applicant agrees to be bound by the rules of the National Grange. Attached to the concurrently-
10 filed Appendix of Exhibits as **Exhibit E** are a true and copies of several membership application
11 forms used in California before 2012.

12 11. In order to hold office in the California State Grange, an individual must be
13 installed in office. Prior to being installed, the candidate must promise to comply with the rules of
14 the National Grange at all times. This is done during the installation ceremony, when the candidate
15 swears an "obligation" (*i.e.*, an oath) to support and comply with the National Grange's rules. I
16 have participated in several installation ceremonies, and witnessed several others, and the
17 obligation to comply with the National Grange's rules was taken by each candidate, including me.

18 12. An individual may hold office in the California State Grange only so long as he or
19 she is a member of and in good standing with the California State Grange and the Order of Patrons
20 of Husbandry. An individual who is not a member of the Order, or who is not in good standing,
21 may not hold office in the California State Grange. While in office, all officers of the California
22 State Grange must "ensure that the Constitution and By-Laws of the Grange at all levels,"
23 including the National Grange, "are observed and obeyed."

24 13. There is not and there has never been any provision in the rules of the California
25 State Grange for the unilateral disaffiliation of the California State Grange or any other Grange in
26 California from the Order of Patrons of Husbandry.

27 14. The California State Grange has sent representatives to the annual meetings of the
28 National Grange since it was formed in 1873. I am not aware of any annual meeting of the

1 National Grange before 2012 to which the California State Grange did not send representatives.

2 15. At various points after receiving its charter on July 5, 1873, the California State
3 Grange acquired real and personal property. Details about such property are contained in the
4 Journals of Proceedings and other records currently in the possession or control of the Defendants
5 in this lawsuit.

6 16. In 1946, the California State Grange wished to acquire a new headquarters building.
7 In order to hold title to the property in its own name, the California State Grange passed a motion
8 to incorporate itself, "provided by-laws can be written that confirm to the by-laws of the California
9 State Grange" in effect at that time. Attached to the concurrently-filed Appendix of Exhibits as
10 **Exhibit F** is a true and correct copy of an excerpt from the 1946 Journal of Proceedings of the
11 California State Grange.

12 17. In September 2014, I requested copies of the articles of incorporation of the
13 California State Grange's corporation formed in 1946 (C#0210454) from the California Secretary
14 of State. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit G** is a true and correct
15 copy of the articles of incorporation provided to me by the Secretary of State.

16 18. In 1946, the rules of the California State Grange required that its officers must agree
17 as a condition of their installation in office to comply with the rules of the National grange, and
18 that all officers must be members in good standing of The Grange. That requirement was in place
19 at all times through at least September 2013, even assuming that the supposed amendments to the
20 California State Grange's By-Laws during the unauthorized annual meeting in October 2013 had
21 any effect.

22 19. In 1965, the California State Grange acquired property on which its current
23 headquarters in Sacramento is located. Attached to the concurrently-filed Appendix of Exhibits as
24 **Exhibit H** is a true and correct copy of the deed whereby the California State Grange acquired title
25 to that property. Its headquarters building was dedicated in 1966 pursuant to the National Grange's
26 dedication ceremony for Grange halls, during which it was dedicated "to the use and purposes of
27 the Order of Patrons of Husbandry." Attached to the concurrently-filed Appendix of Exhibits as
28 **Exhibit I** are true and correct copies of excerpts from the 1966 Journal of Proceedings of the

1 California State Grange.

2 20. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit J** is a true and
3 correct copy of the 1986 version of the California State Grange's Constitution and By-Laws.

4 21. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit K** is a true and
5 correct copy of excerpts from the 1987 Journal of Proceedings of the California State Grange.

6 22. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit L** is a true and
7 correct copy of the 1988 version of the California State Grange's Constitution and By-Laws.

8 23. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit M** are true and
9 correct copies of excerpts from the 2008 Journal of Proceedings of the California State Grange.

10 24. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit N** are true and
11 correct copies of excerpts from the 2009 Journal of Proceedings of the California State Grange.

12 25. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit O** are true and
13 correct copies of excerpts from the 2011 Journal of Proceedings of the California State Grange.

14 26. In September 2014, I requested copies of the articles of incorporation of the
15 California Grange Foundation from the California Secretary of State. Attached to the concurrently-
16 filed Appendix of Exhibits as **Exhibit P** is a true and correct copy of the documents provided to
17 me by the Secretary of State.

18 27. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit Q** is a true and
19 correct copy of the California Grange Foundation's financial statements dated December 31, 2011.

20 28. Following the revocation of the California State Grange's Charter on April 5, 2013,
21 there was no active State Grange in California. Many Subordinate Granges in California were in
22 compliance with the National Grange's rules and wished to remain a part of The Grange. I was
23 appointed to be a deputy of the National Grange to assist in the efforts of those Subordinate
24 Granges to reorganize the California State Grange. Those Subordinate Granges took the necessary
25 steps to reorganize the California State Grange pursuant to the Digest of Laws.

26 29. On July 7, 2014, the National Grange restored the California State Grange's
27 Charter. At that time, the California State Grange once again became an active State Grange.
28 Attached to the concurrently-filed Appendix of Exhibits as **Exhibit R** is a true and correct copy of

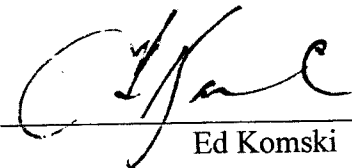
1 the Charter of the California State Grange.

2 30. At a meeting of the reorganized California State Grange on July 12, 2014, I was
3 installed into the office of Master of the California State Grange by the Master of the National
4 Grange, Ed Luttrell. The other duly elected officers of the California State Grange also were
5 installed into their offices by the National Master on that day. I am a member in good standing in
6 The Grange, as are the other officers of the California state Grange installed in July 2014.

7 31. Robert McFarland and his followers refused to relinquish control of the California
8 State Grange's corporate entities and properties after the revocation of the Charter on April 5,
9 2013, and remain in control and have refused to return those entities and properties to the
10 California State Grange.

11 32. Following its reorganization, the California State Grange needed a corporate entity
12 to hold its property and accounts and conduct its business. However, the former officers of the
13 California State Grange – the Defendants in this lawsuit – had refused and still refuse to relinquish
14 control of the California State Grange's corporate entities. Accordingly, in 2014, a California
15 nonprofit corporation called "The Grange of the State of California's Order of patrons of
16 Husbandry, Chartered" was incorporated to hold an administer the property of the California State
17 Grange until control of the nonprofit corporations called "California State Grange" and "California
18 Grange Foundation" is recovered from Defendants.

19 I declare under the penalty of perjury under the laws of the State of California that the
20 foregoing is true and correct and that this declaration was executed on February 10, 2015 in
21 Fallbrook, California.

22 
23 Ed Kowski
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National Grange, et al. v. The California State Grange, et al.
Sacramento County Superior Court Case No.: 34-2012-00130439

PROOF OF SERVICE

At the time of service, I was over 18 years of age and not a party to this action. My business address is 350 University Avenue, Suite 200, Sacramento, California 95825.

On the date below, I caused to have served the following document:

DECLARATION OF ED KOMSKI IN SUPPORT OF THE NATIONAL GRANGE OF THE ORDER OF PATRONS OF HUSBANDRY'S MOTION FOR SUMMARY JUDGMENT OR, IN THE ALTERNATIVE, SUMMARY ADJUDICATION IN FAVOR OF THE SECOND AMENDED COMPLAINT

X	BY MAIL: I placed the envelope for collection and mailing, following our ordinary business practices. I am readily familiar with this business' practice for collecting and processing correspondence for mailing. On the same day that correspondence is placed for collection and mailing, it is deposited in the ordinary course of business with the United States Postal Service, in a sealed envelope with postage fully prepaid.
X	BY PERSONAL SERVICE: I caused such document to be personally delivered to the person(s) addressed below. (1) For a party represented by an attorney, delivery was made to the attorney or at the attorney's office by leaving the documents, in an envelope or package clearly labeled to identify the attorney being served, with a receptionist or an individual in charge of the office, between the hours of nine in the morning and five in the evening. (2) For a party, delivery was made to the party or by leaving the documents at the party's residence with some person not younger than 18 years of age between the hours of eight in the morning and six in the evening.
	BY OVERNIGHT DELIVERY: I enclosed the documents in an envelope or package provided by an overnight delivery carrier and addressed to the person(s) listed below. I placed the envelope or package for collection and overnight delivery at my office or a regularly utilized drop box of the overnight delivery carrier.
	BY FAX TRANSMISSION: Based on an agreement of the parties to accept service by fax transmission, I faxed the documents to the persons at the fax numbers listed below. No error was reported by the fax machine that I used. A copy of the record of the fax transmission, which I printed out, is attached
X	BY ELECTRONIC SERVICE: Based on a court order or an agreement of the parties to accept service by electronic transmission, I caused the documents to be sent to the persons at the electronic notification address listed below.

Addressed as follows:

Attorney for Robert McFarland

Mark Ellis
Ellis Law Group
740 University Ave., Suite 100
Sacramento, CA 95825
MEllis@EllisLawGrp.com
(VIA HAND DELIVERY AND EMAIL)

Attorneys for The California State Grange, John Luvaas, Gerald Chernoff, Damian Parr, Takashi Yogi, Kathy Bergeron, and Bill Thomas

Robert D. Swanson / Daniel S. Stouder
BOUTIN JONES
555 Capitol Mall, Suite 1500
Sacramento, CA 95814
rswanson@boutinjones.com
dstouder@boutinjones.com
(VIA HAND DELIVERY AND EMAIL)

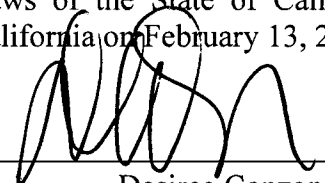
Attorney for Martha Stefenoni and Shirley Baker

Michael A. Farbstein
FARBSTEIN & BLACKMAN
A Professional Corporation
411 Borel Ave., Suite 425
San Mateo, CA 94402
maf@farbstein.com
(VIA EMAIL AND U.S. MAIL)

Attorney for Plaintiffs-in-Intervention California State Grange and Ed Kowski

Jeff Skinner
SCHIFF HARDIN
901 K Street NW, Suite 700
Washington, DC 20001
jskinner@schiffhardin.com
(VIA EMAIL AND U.S. MAIL)

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed at Sacramento, California on February 13, 2015.


Desiree Ganzon