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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 LUVAAS,
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 EDWARD LUTTRELL
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

DECLARATION OF EDWARD LUTTRELL 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

{01357243.DOCX}

1 I, Edward L Luttrell, declare:

2 1. I currently serve as Master of the National Grange of the Order of Patrons of
3 Husbandry, a position that I have held since 2007. Master is the highest-ranking office in the
4 National Grange. The responsibilities of that office require knowledge, understanding, and
5 application of the National Grange's rules, the structure and history of the Order of Patrons of
6 Husbandry, and the relationship of the National Grange to the subordinate Granges of the Order,
7 including State Granges. Additionally, the National Grange in the normal course of business
8 creates and maintains copies of its Digest of Laws as amended over time, as well as Journals of
9 Proceedings of the annual meetings of the National Grange's delegate body and documents related
10 to the Order's rituals and ceremonies. As Master, I have access to these documents. All statements
11 made in this Declaration are based on my personal knowledge or my review of documents
12 maintained by the National Grange. If called, I could and would testify competently as to all facts
13 stated herein.

14 2. The National Grange of the Order of Patrons of Husbandry is a hierarchical fraternal
15 organization that was founded in 1867 that is made up of multiple levels, or "divisions." For
16 purposes of this Declaration, I shall use the term "National Grange" to refer to the highest level of
17 the Order of Patrons of Husbandry, and I shall use the terms "The Grange" or "the Order" to refer
18 to the Order of Patrons of Husbandry as a whole, from the National Grange down to the lowest
19 levels of its hierarchy.

20 3. At its highest level, the National Grange is a delegate body that meets annually and
21 is comprised of the Masters of the State Granges (the level below the National Grange in the
22 Order's structure) and their spouses, or, if any Master cannot attend, an alternate representative
23 from his or her State Grange.

24 4. A State Grange is a delegate body that meets annually and is made up of the Masters
25 and their spouses (or alternate representatives) of the Subordinate and/or Pomona Granges located
26 in that state. Subordinate and Pomona Granges (as well as Junior Granges) are the entities in the
27 lower levels of The Grange's structure.

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1 5. The Grange's hierarchical structure provides for representative participation in each
2 level of governance. Each Subordinate Grange sends representatives to the annual meeting of the
3 State Grange in which it is located, as do many Pomona Granges. Each State Grange, in turn,
4 sends its representatives to the annual meetings of the National Grange.

5 6. The National Grange has adopted and from time to time amends rules that are
6 binding on all levels and all individual members of The Grange. These rules are collected in its
7 "Digest of Laws." The multi-tiered structure of The Grange and its representative form of
8 government is set forth in the Digest of Laws. Attached to the concurrently-filed Appendix of
9 Exhibits as Exhibit S is a true and correct copy of the 2012 version of the Digest of Laws.

10 7. The Digest of Laws in its current form was adopted at the 1985 annual meeting of
11 the National Grange and went into effect in 1987 following ratification by the State Granges
12 pursuant to the procedure set forth in the Digest of Laws. Delegates from the California State
13 Grange were present and participated at the 1985 and 1986 annual meetings of the National
14 Grange.

15 8. Attached to the concurrently-filed Appendix of Exhibits as Exhibit T are true and
16 correct copies of excerpts from the 1985 Journal of Proceedings of the National Grange.

17 9. Attached to the concurrently-filed Appendix of Exhibits as Exhibit U are true and
18 correct copies of excerpts from the 1986 Journal of Proceedings of the National Grange.

19 10. Attached to the concurrently-filed Appendix of Exhibits as Exhibit V is a true and
20 correct copy of the Digest of Laws of the National Grange ratified at the 1986 annual meeting.

21 11. A Grange is formed when it receives a Charter. Only the National Grange may
22 issue Charters. Upon receipt of a Charter, a Grange is formed as a subordinate, constituent part, or
23 "division," of The Grange. An entity is not a Grange until it receives its Charter, and it may
24 operate as a Grange only so long as it holds a Charter. This is true for Granges at all levels of the
25 Order, including State Granges.

26 12. All Charters require that the members of the Grange holding the Charter "at all
27 times will faithfully comply with the Constitution of the Order, the Articles of Incorporation, By-
28 Laws, and Grange Laws and Usage of the various Granges of the divisions of the Order as from

1 time to time adopted.” Charters are issued by the National Grange in reliance upon the promise
2 that the members of the Grange to be formed will always follow the rules of the Order, including
3 the rules contained in the Digest of Laws.

4 13. State Granges may adopt their own Constitution, By-Laws, and other rules, which
5 are binding on all Pomona, Subordinate, and Junior Granges and individual members in that State
6 Grange. However, a State Grange’s Constitution, By-Laws, and other rules may not conflict in any
7 way with the National Grange’s rules.

8 14. The National Grange does not directly administer the day-to-day operations of the
9 lower levels of The Grange. Rather, The Grange is a rules-based organization. The National
10 Grange’s rules set forth in the Digest of Laws are binding on all Granges in the lower levels of the
11 Order, including State Granges, and establish the rules by which all Granges are to be operated and
12 governed.

13 15. Similarly, the National Grange does not hold title to the property of the lower levels
14 of The Grange. Such property generally has been accumulated by Grange members over long
15 periods of time; the individual members change as the years go by, as some individuals pass away
16 or withdraw from their Grange while other individuals join and become new members. The rules
17 set forth in the Digest of Laws ensure that Grange property will always be retained and used for the
18 general purposes of the Order of Patrons of Husbandry, regardless of any changes in membership.
19 Accordingly, a State Grange (or any other Grange) holds title to and is the steward of its property,
20 and is entitled to full use of that property so long as the Digest of Laws is observed and obeyed.

21 16. The headquarters buildings, called “Halls,” of Granges frequently are dedicated
22 according to the prescribed ritual of the Order of Patrons of Husbandry. During that dedication
23 ceremony, the Hall is dedicated “to the use and purposes of the Order of Patrons of Husbandry.”
24 Attached to the concurrently-filed Appendix of Exhibits as **Exhibit W** is a true and correct copy of
25 the Grange Hall Dedication Ceremony used after 1963.

26 17. In order to become a member of a Grange, an individual must submit an application
27 for membership. All application forms must include a promise of faithful compliance with the
28 rules of the National Grange. Membership in The Grange is granted in reliance on this promise.

1 18. In order to hold office in any Grange, including a State Grange, an individual must
2 be installed in office. Prior to being installed, the candidate must promise to comply with the rules
3 of the National Grange at all times. This is done during the installation ceremony, when the
4 candidate swears an "obligation" (*i.e.*, an oath) to support and comply with the National Grange's
5 rules. The installation ceremony is required for each term of office. Installation ceremonies are
6 performed according to a script prepared by the National Grange. Attached to the concurrently-
7 filed Appendix of Exhibits as **Exhibit X** is a true and correct copy of the script for the installation
8 of officers.

9 19. I attended the 2009 annual meeting of the California State Grange. Robert
10 McFarland was elected to the office of Master at that meeting, and Jon Luvaas was elected to the
11 Executive Committee. I witnessed the installation ceremony for both. That installation ceremony
12 included the obligation to comply with the rules of the National Grange, and both Mr. McFarland
13 and Mr. Luvaas swore that obligation.

14 20. An individual may hold office in a Grange only so long as he or she is a member of
15 and in good standing in the Order of Patrons of Husbandry. An individual who is not a member of
16 the Order, or who is not in good standing, may not hold office in any Grange, including a State
17 Grange.

18 21. A State Grange and its officers and members have no discretion to disregard any
19 rule of the National Grange, or to pick and choose which parts of the Digest of Laws to follow and
20 which not to follow. All rules stated in the Digest of Laws are binding upon them. Indeed, Section
21 8.1.1 of the Digest of Laws explicitly provides that "State Granges, or the Masters thereof, have no
22 authority to suspend the Constitution of the Order, the Articles of Incorporation, By-Laws or
23 Grange Laws as adopted by the National Grange as they may apply to said State Grange."

24 22. The National Grange may discipline the Master of a State Grange, as set forth in the
25 Digest of Laws.

26 23. The National Grange may suspend or revoke the Charter of a State Grange. One
27 grounds for suspension or revocation is when a "State Grange is working in violation of the law
28 and usages of the Order" and the Master of the National Grange determines "that the good of the

Order requires” suspension or revocation. An order suspending or revoking a State Grange’s Charter may be appealed pursuant to procedures set forth in the Digest of Laws. A State Grange may not operate once while its Charter has been suspended or once it has been revoked. Upon revocation of the Charter, a State Grange becomes inactive and ceases to exist as an active Grange.

24. The Digest of Laws explicitly sets forth the procedure for ensuring that the property of a State Grange remains within the Order after its Charter is revoked. Section 4.5.9 provides that all of the State Grange’s property shall become the property of the National Grange to hold “in trust for the benefit of the Inactive State Grange until such said State Grange is reorganized” within seven years.

25. There is not and there never has been any provision in the rules of the National Grange for the unilateral disaffiliation of a State Grange (or any other Grange) from the Order of Patrons of Husbandry. A State Grange may not unilaterally disaffiliate from The Grange.

26. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit Y** is a true and correct copy of the 1873 edition of the Digest of Laws of the National Grange.

27. At all relevant times, including at all times since 1946, the rules of the National Grange have required that all members and officers of any Grange, including a State Grange, must agree as a condition of membership or installation in office to comply with the rules of the National Grange.

28. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit Z** are true and correct copies of excerpts from the 1945 edition of the Digest of Laws of the National Grange. These provisions were identical in all material respects to the provisions in effect in 1946.

29. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit AA** is a true and correct copy of an e-mail chain between Robert McFarland and my office, on which I was cc’d. Mr. McFarland requested that the National Grange send a letter to the IRS stating: “The California State Grange is a subordinate of the National Grange of the Order of Patrons and Husbandry.” A letter to that effect was prepared and sent out shortly after Mr. McFarland’s request was received.

30. In August 2012, I suspended Defendant McFarland from his office of Master of the California State Grange due to violations of the laws of the Order and of his obligations of office

1 and of membership pursuant to Section 4.10.7 of the Digest of Laws and Section 14.13 of the
2 California State Grange By-Laws. On September 17, 2012, I ordered that the Charter of the
3 California State Grange be suspended pursuant to the rules and procedures set forth in the Digest of
4 Laws, which suspended its right for further operation as a Grange until said suspension was lifted
5 or the Charter revoked. Attached to the concurrently-filed Appendix of Exhibits as **Exhibit BB** is
6 a true and correct copy of the order suspending the California State Grange's Charter. This order
7 was not appealed.

8 31. On April 5, 2013, I ordered that the Charter of the California State Grange be
9 revoked pursuant to the rules and procedures set forth in the Digest of Laws. Attached to the
10 concurrently-filed Appendix of Exhibits as **Exhibit CC** is a true and correct copy of the order
11 revoking the California State Grange's Charter. This order was not appealed even after I reminded
12 Defendants of that available remedy.

13 32. On November 8, 2013, a "Position Statement" from Robert McFarland, Kathy
14 Bergeron, Bill Thomas, Jon Luvaas, Damian Parr, Takashi Yogi, Lawrence Jaffe, and Leo T.
15 Bergeron was delivered to the National Grange. That document informed the National Grange that
16 those individuals "acknowledge that we are no longer affiliated with the National Grange."
17 Accordingly, the National Grange does not recognize those individuals as members of the Order of
18 Patrons of Husbandry, and therefore they are not eligible to hold office in any Grange. Attached to
19 the concurrently-filed Appendix of Exhibits as **Exhibit DD** is a true and correct copy of the
20 November 8, 2013, "Position Statement."

21 33. Following the revocation of the California State Grange's Charter, there was no
22 active State Grange in California. Many Subordinate Granges in that State were in compliance
23 with the National Grange's rules and wished to remain a part of The Grange. Those Subordinate
24 Granges took the necessary steps to reorganize the California State Grange pursuant to the Digest
25 of Laws.

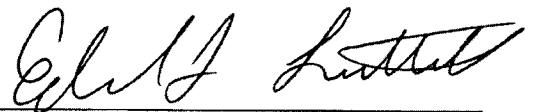
26 34. In February 2014, a re-organizational meeting involving the National Grange was
27 held among a number of California Subordinate Granges interested obtaining a Charter for a
28 reorganized California State Grange. Articles of Incorporation for a prospective Chartered

1 California State Grange were prepared and filed in Sacramento, California, on or about February
2 21, 2014. Attached hereto as **Exhibit EE** is a true and correct copy of the Articles of Incorporation
3 for The Grange of the State of California's Order of Patrons of Husbandry, Chartered.

4 35. On July 7, 2014, I signed the Charter for the re-organized California State Grange so
5 that the Chartered California State Grange could once again become an active State Grange within
6 the Order.

7 36. At a meeting of the reorganized California State Grange on July 12, 2014, I
8 participated in the formal installation ceremony in which Ed Komski and the other duly elected
9 officers of the California State Grange were installed into their offices. Mr. Komski and the other
10 officers of the California State Grange are members in good standing in The Grange, and are the
11 only individuals recognized by the National Grange as authorized to control the California State
12 Grange and its property.

13 I declare under the penalty of perjury under the laws of the State of California that the
14 foregoing is true and correct and that this declaration was executed on February 16, 2015, in
15 Sandy, Oregon.
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18 Edward L. Luttrell
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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 EDWARD LUTTRELL 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.

1 Addressed as follows:

2 **Attorney for Robert McFarland**

3 Mark Ellis
4 Ellis Law Group
5 740 University Ave., Suite 100
6 Sacramento, CA 95825
7 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
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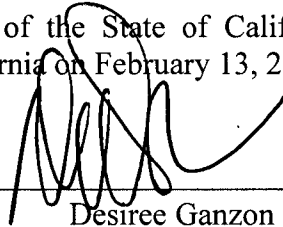
8 **Attorney for Martha Stefenoni and Shirley Baker**

9 Michael A. Farbstein
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Attorney for Plaintiffs-in-Intervention California State Grange and Ed Komski

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Washington, DC 20001
jskinner@schiffhardin.com
(VIA EMAIL AND U.S. MAIL)

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

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Desiree Ganzon