

IN THE CHANCERY COURT FOR DAVIDSON COUNTY, TENNESSEE
AT NASHVILLE

FILED

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THE CONVENTION OF THE
PROTESTANT EPISCOPAL CHURCH IN
THE DIOCESE OF TENNESSEE d/b/a THE
DIOCESE OF TENNESSEE, a Tennessee
Corporation and THE RIGHT REVEREND
JOHN C. BAUERSCHMIDT,

Plaintiffs,

v.

FATHER JAMES M. GUILL, as Rector of St.
Andrew's Episcopal Church, HENRY H.
CARPENTER, JR., as the former Senior
Warden of St. Andrew's Episcopal Church,
and VICKY DAVIS, MICHAEL CLIMER,
ANNE ROSS, CARTER PHILLIPS, MAC
DAVIS, III, PAUL DOWNEY, and KEITH
MOORMAN as former Vestry Members and
members of the Board of Directors of St.
Andrew's Episcopal Church, and THE
RECTOR, WARDENS, AND VESTRYMEN
OF ST. ANDREW'S PARISH, a Tennessee
Corporation,

Defendants.

No. 09-2092-III
JURY DEMANDED

**MOTION TO DISMISS FOR FAILURE TO STATE A CLAIM AGAINST
DEFENDANTS, FATHER JAMES M. GUILL, HENRY H. CARPENTER, JR., VICKY
DAVIS, MICHAEL CLIMER, ANNE ROSS, CARTER PHILLIPS, MAC DAVIS, III,
PAUL DOWNEY, AND KEITH MOORMAN**

Come now Defendants, Father James M. Guill, Henry H. Carpenter, Jr., Vicky Davis, Michael Climer, Anne Ross, Carter Phillips, Mac Davis, III, Paul Downey, and Keith Moorman, ("Individual Defendants"), by and through counsel, pursuant to Rule 12.02(6) of the Tennessee Rules of Civil Procedure, and move this Court for an Order dismissing the Complaint for failure to state a claim upon which relief may be granted against them.

As grounds for this Motion, the Individual Defendants would show:

1. The Convention of the Protestant Episcopal Church In the Diocese of Tennessee d/b/a The Diocese of Tennessee and the Right Reverend John C. Bauerschmidt ("Plaintiffs"), have sued both a corporate entity, The Rector, Wardens, and Vestrymen of St. Andrew's Parish ("St. Andrew's Church"), and the Individual Defendants, members of the governing body of St. Andrew's Church;

2. The Complaint alleges conduct of the Individual Defendants in their representative capacity as members of the governing body of the defendant corporation, St. Andrew's Church;


3. The Complaint seeks relief solely against the St. Andrew's Church;

4. The Individual Defendants are immune from suit pursuant Tenn. Code Ann. § 48-58-601(c) for actions associated with the affairs of St. Andrew's Church, a nonprofit organization.

In further support of this Motion, the Individual Defendants submits their Memorandum in Support simultaneously herewith.

WHEREFORE, PREMISES CONSIDERED, the Individual Defendants, Father James M. Guill, Henry H. Carpenter, Jr., Vicky Davis, Michael Climer, Anne Ross, Carter Phillips, Mac Davis, III, Paul Downey, and Keith Moorman, request that the Plaintiffs' cause of action against them be dismissed.

Respectfully submitted,



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Attorneys for the Defendants, Father James M. Guill, Henry H. Carpenter, Jr., Vicky Davis, Michael Climer, Anne Ross, Carter Phillips, Mac Davis, III, Paul Downey, and Keith Moorman, and the Rector, Wardens, and Vestrymen of St. Andrew's Parish, a Tennessee Corporation

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing has been sent via United States Mail, postage prepaid, on this 2nd day of December, 2009, to the following:

J. Richard Lodge
Anthony J. McFarland
Wendy M. Warren
Bass, Berry & Simms, PLC
315 Deaderick Street, Suite 2700
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Blakeley D. Matthews