

SUPREME COURT OF WYOMING

Christine E. Aimone v. Benjamin W. Aimone; Benjamin W. Aimone v. Christine E. Aimone

2023 WY 43 (Wyo. 2023) · No. S-22-0213; S-22-0220 · Decided May 9, 2023

SUMMARY

The Wyoming Supreme Court considered consolidated appeals arising from a dispute over inheritance rights, trust interpretation, and management of family ranch entities. The Court held that Gay Aimone’s trust unambiguously included the grandchildren as beneficiaries and that Christine Aimone breached fiduciary duties owed to the LLC by disputing ownership interests and altering company records before a court determination. The Court reversed in part but concluded that the grandchildren had not established damages with sufficient certainty to recover.

CASE DETAILS

COURT	Supreme Court of Wyoming
WRITING FOR THE COURT	Fox, Chief Justice; Fox, C.J.; Kautz, J.; Boomgaarden, J.; Gray, J.; Fenn, J.
JURISDICTION	Wyoming
DECIDED	May 9, 2023
DOCKET	S-22-0213; S-22-0220
DISPOSITION	other
PROCEDURAL POSTURE	Consolidated appeals from a bench-trial judgment of the District Court of Uinta County involving interpretation and reformation of a revocable trust, alleged breaches of fiduciary duties by an LLC manager and trustee, a request to remove the LLC manager, and an asserted violation of a trust no-contest clause.
STANDARD OF REVIEW	After a bench trial, factual findings are reviewed for clear error and legal conclusions de novo. Interpretation of an unambiguous trust agreement is reviewed de novo. Removal or nonremoval of a fiduciary is reviewed for abuse of discretion. Denial of a post-trial motion is reviewed for abuse of discretion.
PRECEDENTIAL VALUE	published precedential opinion

PARTIES

Christine E. Aimone, Frances Colleen Aimone, Benjamin W. Aimone, Matthew M. Aimone, William B. Aimone, Jonathon I. Aimone v. Benjamin W. Aimone, Matthew M. Aimone, William B. Aimone, Jonathon I. Aimone, Michael J. Aimone, Amanda M. Aimone, Thomas A. Aimone, Jacob D. Aimone, Behlee A. Aimone, Christine E. Aimone, Frances Colleen Aimone

TOPICS

trusts

trustee duties

breach of fiduciary duty

limited liability companies

appellate procedure

PRACTICE AREAS

trusts and estates

trust administration

fiduciary duty

limited liability companies

appellate procedure

QUESTIONS PRESENTED

1. Whether the plain language of Gay's Trust made grandchildren beneficiaries when their parent predeceased Martin but not Gay.
2. Whether Christine Aimone breached her fiduciary duties as manager of Martin Aimone Ranch, LLC and should be removed as manager.
3. Whether Colleen Aimone breached her fiduciary duties as trustee of Gay's Trust.
4. Whether the Aimone brothers properly presented their claim that Christine and Colleen violated the trust's no-contest provision.
5. Whether the Aimone brothers proved damages to a reasonable degree of certainty.

HOLDINGS

1. Gay's Trust was unambiguous and provided that, upon the distribution event occurring after both Gay and Martin had died, living children would take their shares and the shares of children who had predeceased that event would pass per stirpes to their issue. The grandchildren were therefore intended beneficiaries without reformation of the trust.
2. Christine breached her fiduciary duties of loyalty, care, and good faith by disputing Bruce's children's LLC interests, amending LLC tax records, and removing the children from other LLC documentation before a court determined ownership. Because the conduct was intended to benefit Christine and Colleen personally at the expense of the other members, Christine should be removed as manager.
3. Colleen breached her fiduciary duties by advocating an interpretation of Gay's Trust that favored her personally, relying on personal counsel rather than counsel for the trust, failing to deal fairly with all beneficiaries, and failing to distribute the trust or seek court instructions before litigation.
4. Although Christine and Colleen breached fiduciary duties, the Aimone brothers were not entitled to damages because they failed to establish damages to a reasonable degree of certainty after being given an opportunity to do so.

5. The district court did not abuse its discretion by refusing to consider the Aimone brothers' no-contest-clause argument because it was raised months after the judgment and two years after trial, without supporting authority or a proper procedural basis.

KEY QUOTATIONS

“Gay’s Trust is clear and unambiguous that upon the distribution event, her living children were to take their share, and the shares of her children who predeceased the distribution event were to pass, per stirpes, to their issue.” (¶ 27)

“If there was a true dispute as to ownership interests in the LLC, a reasonable manager would have waited for a court determination before making changes to the LLC’s membership.” (¶ 32)

“By disputing that Bruce and Joe’s children were beneficiaries, Colleen’s share of Gay’s Trust would increase substantially at the expense of the Aimone brothers’ inheritance.” (¶ 43)

“We affirm in part and reverse in part.” (¶ 51)

FACTUAL BACKGROUND

Martin and Gay Aimone created and amended substantially identical trusts to hold and distribute family ranch assets. Gay died in 1999, her sons Joe and Bruce later died before Martin, and Martin died in 2014; the timing of those deaths created a dispute over whether Joe and Bruce's children inherited under Gay's Trust. The family ranch properties and interests were held through partnerships, trusts, and Martin Aimone Ranch, LLC, and Christine became the LLC's sole manager while Colleen served as trustee of Gay's Trust. Christine disputed Bruce's children's LLC interests and amended tax and other records to remove them, while Colleen relied on personal counsel in asserting that the children were not beneficiaries and delayed distribution of the trust.

PROCEDURAL HISTORY

The Aimone brothers filed probate and civil claims seeking distribution and an accounting of Gay Aimone's Trust, alleging that Colleen Aimone breached her fiduciary duties as trustee and that Christine Aimone breached her fiduciary duties as manager of Martin Aimone Ranch, LLC. Colleen and Christine later contended that Joe and Bruce Aimone's children were not trust beneficiaries. After a bench trial, the district court reformed the trust to reflect an intent to include the grandchildren, rejected the fiduciary-duty claims, declined to remove Christine as LLC manager, and refused to consider the no-contest claim because it was raised post-trial. The Wyoming Supreme Court affirmed the trust-beneficiary result on different grounds, reversed the rulings that Christine and Colleen did not breach their fiduciary duties, directed that Christine be removed as LLC manager, denied recovery of damages because the brothers had not proven them with reasonable certainty, and affirmed the refusal to consider the no-contest claim.

DISPOSITION

other

REMAND INSTRUCTIONS

The court reversed the rulings that Christine and Colleen did not breach their fiduciary duties and held that Christine should be removed as LLC manager. It declined to remand for a damages calculation because the Aimone brothers failed to prove damages to a reasonable degree of certainty. The opinion does not state additional specific remand instructions.

CASES CITED

- Lyman v. Childs, 2023 WY 16, ¶ 10, 524 P.3d 744, 751
- Fuger v. Wagoner, 2020 WY 154, ¶ 8, 478 P.3d 176, 181
- Forbes v. Forbes, 2022 WY 59, 509 P.3d 888
- Forbes v. Forbes, 2015 WY 13, 341 P.3d 1041
- Gowdy v. Cook, 2020 WY 3, 455 P.3d 1201
- Shriners Hosps. for Child. v. First N. Bank of Wyo., 2016 WY 51, 373 P.3d 392
- Jackson as Tr. of Phillip G. Jackson Fam. Revocable Tr. v. Montoya, 2020 WY 116, 471 P.3d 984
- Prancing Antelope I, LLC v. Saratoga Inn Overlook Homeowners Ass'n, 2021 WY 3, 478 P.3d 1171
- Four B Props. v. Nature Conservancy, 2020 WY 24, 458 P.3d 832
- Ultra Res., Inc. v. Hartman, 2010 WY 36, 226 P.3d 889
- Claman v. Popp, 2012 WY 92, 279 P.3d 1003
- RSUI Indem. Co. v. The Lynd Co., 466 S.W.3d 113 (Tex. 2015)
- Winter v. Pleasant, 2010 WY 4, 222 P.3d 828
- Central Wyoming Medical Laboratory v. Medical Testing Laboratory, Inc., 2002 WY 47, 43 P.3d 121
- Acorn v. Moncecchi, 2016 WY 124, 386 P.3d 739
- In re Kite Ranch, LLC v. Powell Family of Yakima, LLC, 2008 WY 39, 181 P.3d 920
- Mattheis Co. v. Town of Jackson, 2019 WY 78, 444 P.3d 1268
- Flippo v. CSC Associates III, 547 S.E.2d 216 (Va. 2001)
- Gill v. Lockhart, 2022 WY 87, 512 P.3d 971
- Goforth v. Fifield, 2015 WY 82, 352 P.3d 242
- Mantle v. N. Star Energy & Constr. LLC, 2019 WY 29, 437 P.3d 758
- In re Estate of Klarnar, 113 P.3d 150 (Colo. 2005)
- Matter of W.N. Connell & Marjorie T. Connell Living Trust, 393 P.3d 1090 (Nev. 2017)
- Carroll v. State ex rel. Department of Family Services, Child Support Enforcement Division, 2022 WY 88, 513 P.3d 144
- Estate of Dalhke ex rel. Jubie v. Dahlke, 2014 WY 29, 319 P.3d 116
- Hammons v. Table Mountain Ranches Owners Ass'n, Inc., 2003 WY 85, 72 P.3d 1153
- Beyah v. Murphy, 825 F. Supp. 213 (E.D. Wis. 1993)