

UNITED STATES DISTRICT COURT FOR THE DISTRICT OF SOUTH
DAKOTA, WESTERN DIVISION

Thompson v. Pioneer Bank & Trust

Thompson · No. 5:26-CV-05002-RAL · Decided April 17, 2026

SUMMARY

The United States District Court for the District of South Dakota denies Pioneer Bank & Trust’s motion to dismiss Andrew Taylor Thompson’s complaint. The court holds that the plaintiff’s claims are not barred by res judicata because the prior action was dismissed without prejudice and did not provide a full and fair opportunity to litigate the ERISA claim based on the retirement plan. The court also concludes that the ERISA allegations establish federal-question jurisdiction and that waiver and exhaustion arguments are not appropriate grounds for dismissal under Rule 12(b)(1).

CASE DETAILS

COURT	United States District Court for the District of South Dakota, Western Division
JURISDICTION	United States District Court for the District of South Dakota, Western Division
DECIDED	April 17, 2026
DOCKET	5:26-CV-05002-RAL
DISPOSITION	other
PROCEDURAL POSTURE	Plaintiff filed a new action asserting ERISA, declaratory-judgment, and breach-of-employment-agreement claims after the same court dismissed a prior action without prejudice. Defendant moved to dismiss under Federal Rule of Civil Procedure 12(b)(1), arguing res judicata, lack of subject matter jurisdiction, waiver, failure to exhaust administrative remedies, failure to state a viable ERISA § 510 claim, and lack of standing.
STANDARD OF REVIEW	On a Rule 12(b)(1) motion, the plaintiff bears the burden of establishing subject matter jurisdiction; a jurisdictional challenge may be facial or factual. On a facial challenge, factual allegations are accepted as true and reasonable inferences are drawn for the plaintiff, but legal conclusions need not be accepted. On a Rule 12(b)(6) motion, the complaint must contain sufficient factual matter to state a plausible claim for relief. Res judicata may support dismissal at the

pleading stage when the defense is apparent from the complaint and permissible incorporated materials.

PRECEDENTIAL VALUE

unknown

TOPICS

motions to dismiss

subject matter jurisdiction

res judicata

standing

erisa

PRACTICE AREAS

ERISA

civil procedure

employment law

contracts

commercial litigation

QUESTIONS PRESENTED

1. Whether res judicata barred Thompson’s new action because of the prior action involving the same parties and similar claims.
2. Whether the complaint adequately invoked federal-question jurisdiction through claims under ERISA.
3. Whether waiver, failure to exhaust administrative remedies, or failure to plead a viable ERISA § 510 claim required dismissal.
4. Whether Thompson adequately pleaded Article III standing and statutory eligibility to sue under ERISA.
5. Whether the court retained supplemental jurisdiction over the declaratory-judgment and breach-of-contract claims.

HOLDINGS

1. Res judicata did not bar the action because the prior action was dismissed without prejudice and therefore did not result in a final judgment on the merits of the ERISA claim based on the retirement plan or the state-law claims.
2. The complaint sufficiently invoked federal-question jurisdiction because it expressly asserted claims under ERISA §§ 502 and 510, and the federal rights being enforced arose under federal law.
3. Waiver and exhaustion did not warrant dismissal at the pleading stage. Waiver was not apparent from the complaint, and Thompson’s allegations that exhaustion was unnecessary, futile, or effectively pursued were sufficient to allow the ERISA claim to proceed.
4. Thompson adequately pleaded an ERISA § 510 claim by alleging that Pioneer constructively terminated him through intolerable working conditions and interfered with his ERISA rights.
5. Thompson adequately pleaded Article III standing and the court declined to consider Pioneer’s late-raised statutory-standing argument at that stage. Because the ERISA claim survived, the court retained supplemental jurisdiction over the related state-law claims.

KEY QUOTATIONS

“The dismissal without prejudice is not a final judgment on the merits of any of the three claims, including the ERISA claim pleaded in the Complaint based on the Plan, for the purposes of res judicata.” (9)

“whether a plan is an ERISA plan is an element of the plaintiffs case and not a jurisdictional inquiry.” (12)

“These allegations are sufficient to state a § 510 claim.” (19)

“Taking these allegations as true, Thompson has established Article III standing.” (25)

FACTUAL BACKGROUND

Thompson worked for Pioneer as a financial advisor under a 2006 employment agreement and participated in Pioneer’s employee profit-sharing retirement plan. He alleges that he was constructively compelled to resign in August 2024 and that Pioneer interfered with his ERISA rights and breached the employment agreement. His prior ERISA action relied on an unexecuted Salary Continuation Agreement, whereas this action relies primarily on the retirement plan.

PROCEDURAL HISTORY

Thompson filed a 2024 action against Pioneer asserting an ERISA claim based on an unexecuted Salary Continuation Agreement and two state-law claims. The court dismissed the ERISA claim without prejudice and declined supplemental jurisdiction over the state-law claims, preserving the possibility of an ERISA claim based on the actual retirement plan. Thompson then filed this 2026 action relying primarily on the plan, and the court denied Pioneer’s motion to dismiss.

DISPOSITION

other

CASES CITED

- Osborn v. United States, 918 F.2d 724, 729-30 (8th Cir. 1990)
- VS Ltd. Partnership v. Department of Housing & Urban Development, 235 F.3d 1109, 1112 (8th Cir. 2000)
- Jones v. United States, 727 F.3d 844, 846 (8th Cir. 2013)
- Retro Television Network, Inc. v. Luken Communications, LLC, 696 F.3d 766, 768-69 (8th Cir. 2012)
- Mortensen v. First Federal Savings & Loan Association, 549 F.2d 884, 891 (3d Cir. 1977)
- Gould, Inc. v. Pechiney Uguine Kuhlmann, 853 F.2d 445, 451 (6th Cir. 1988)
- Ashcroft v. Iqbal, 556 U.S. 662, 678 (2009)
- Bell Atlantic Corp. v. Twombly, 550 U.S. 544, 570 (2007)
- Cook v. George’s, Inc., 952 F.3d 935, 938 (8th Cir. 2020)
- Laase v. County of Isanti, 638 F.3d 853, 856 (8th Cir. 2011)
- Taylor v. Sturgell, 553 U.S. 880, 892 (2008)
- New Hampshire v. Maine, 532 U.S. 742, 748-49 (2001)
- Montana v. United States, 440 U.S. 147, 153-54 (1979)
- Seldin v. Seldin, 879 F.3d 269, 272 (8th Cir. 2018)
- Exxon Mobil Corp. v. Saudi Basic Industries Corp., 544 U.S. 280, 293 (2005)

- In re Athens/Alpha Gas Corp., 715 F.3d 230, 235 (8th Cir. 2013)
- Magee v. Hamline University, 775 F.3d 1057, 1058-59 (8th Cir. 2015)
- C.H. Robinson Worldwide, Inc. v. Lobrano, 695 F.3d 758, 763-64 (8th Cir. 2012)
- Schwartz v. Bogen, 913 F.3d 777, 781 (8th Cir. 2019)
- Poe v. John Deere Co., 695 F.2d 1103, 1105 (8th Cir. 1983)
- Behrens v. JPMorgan Chase Bank, N.A., 792 F. Supp. 3d 902, 909-10 (N.D. Iowa 2025)
- Rutherford v. Kessel, 560 F.3d 874, 877 (8th Cir. 2009)
- Al-Saadoon v. Barr, 973 F.3d 794, 801 (8th Cir. 2020)
- Rosemann v. Roto-Die, Inc., 276 F.3d 393, 398 (8th Cir. 2002)
- Mountain Pure, LLC v. Turner Holdings, LLC, 439 F.3d 920, 925 (8th Cir. 2006)
- Waldner v. North American Truck & Trailer, Inc., 277 F.R.D. 401, 406 (D.S.D. 2011)
- United States v. Afremov, 611 F.3d 970, 975 (8th Cir. 2010)
- Hart v. United States, 630 F.3d 1085, 1089 (8th Cir. 2011)
- Robins v. Ritchie, 631 F.3d 919, 924 (8th Cir. 2011)
- Cagle v. NHC Healthcare-Maryland Heights, LLC, 78 F.4th 1061, 1066 (8th Cir. 2023)
- Steel Co. v. Citizens for a Better Environment, 523 U.S. 83, 89 (1998)
- Richardson v. BNSF Railway Co., 2 F.4th 1063, 1067 (8th Cir. 2021)
- Bannister v. Sorenson, 103 F.3d 632, 635 (8th Cir. 1996)
- Eide v. Grey Fox Technical Services Corp., 329 F.3d 600, 604 (8th Cir. 2003)
- Dakota, Minnesota & Eastern Railroad Corp. v. Schieffer, 648 F.3d 935, 936-37 (8th Cir. 2011)
- Sanzone v. Mercy Health, 954 F.3d 1031, 1040 (8th Cir. 2020)
- Aubrey v. Zamam, LLC, No. 4:17CV00446, 2017 WL 5180427 (E.D. Ark. Nov. 8, 2017)
- Dittmer Properties, L.P. v. FDIC, 708 F.3d 1011, 1021 (8th Cir. 2013)
- Kushner v. Beverly Enterprises, Inc., 317 F.3d 820, 831 (8th Cir. 2003)
- Burds v. Union Pacific Corp., 223 F.3d 814, 817-18 (8th Cir. 2000)
- Brown v. J.B. Hunt Transportation Services, Inc., 586 F.3d 1079, 1084-87 (8th Cir. 2009)
- Van Natta v. Sara Lee Corp., 439 F. Supp. 2d 911, 938-39 (N.D. Iowa 2006)
- Yates v. Symetra Life Insurance Co., 60 F.4th 1109, 1112-13 (8th Cir. 2023)
- Orrison v. Mayo Clinic, No. 24-CV-01124, 2025 WL 2688798, at *6 (D. Minn. Sept. 19, 2025)
- Zhou v. Guardian Life Insurance Co. of America, 295 F.3d 677, 680 (7th Cir. 2002)
- Manning v. American Republic Insurance Co., 604 F.3d 1030, 1042 (8th Cir. 2010)
- Morris v. Winnebago Industries, Inc., 950 F. Supp. 918, 923 (N.D. Iowa 1996)
- Fischer v. Philadelphia Electric Co., 96 F.3d 1533, 1543 (3d Cir. 1996)
- Kimbro v. Atlantic Richfield Co., 889 F.2d 869, 881 (9th Cir. 1989)
- Barnhardt v. Open Harvest Co-op., 742 F.3d 365, 369-70 (8th Cir. 2014)
- Koons v. Aventis Pharmaceuticals, Inc., 367 F.3d 768, 777 (8th Cir. 2004)
- Ingersoll-Rand Co. v. McClendon, 498 U.S. 133, 143 (1990)

- *Morrison v. FirstTier Bank*, 26 F.3d 65, 67-68 (8th Cir. 1994)
- *Murthy v. Missouri*, 603 U.S. 43, 56, 61 (2024)
- *Clapper v. Amnesty International USA*, 568 U.S. 398, 408 (2013)
- *FDA v. Alliance for Hippocratic Medicine*, 602 U.S. 367, 379-83 (2024)
- *Allen v. Wright*, 468 U.S. 737, 760 (1984)
- *DaimlerChrysler Corp. v. Cuno*, 547 U.S. 332, 352 (2006)
- *Raines v. Byrd*, 521 U.S. 811, 818 (1997)
- *Flast v. Cohen*, 392 U.S. 83, 99-100 (1968)
- *Animal Legal Defense Fund v. Vaught*, 8 F.4th 714, 718 (8th Cir. 2021)
- *Lujan v. Defenders of Wildlife*, 504 U.S. 555, 560-61 (1992)
- *Young America's Foundation v. Kaler*, 14 F.4th 879, 887-88 (8th Cir. 2021)
- *Susan B. Anthony List v. Driehaus*, 573 U.S. 149, 158 (2014)
- *TransUnion LLC v. Ramirez*, 594 U.S. 413, 431 (2021)
- *Carney v. Adams*, 592 U.S. 53, 59-60 (2020)
- *Bernbeck v. Gale*, 829 F.3d 643, 646 (8th Cir. 2016)
- *LaRue v. DeWolff, Boberg & Associates, Inc.*, 552 U.S. 248, 256 n.6 (2008)
- *Mitchell v. Blue Cross Blue Shield of North Dakota*, 953 F.3d 529, 536-37 (8th Cir. 2020)
- *Firestone Tire & Rubber Co. v. Bruch*, 489 U.S. 101, 117-18 (1989)
- *Adamson v. Armco, Inc.*, 44 F.3d 650, 654-55 (8th Cir. 1995)
- *Christopher v. Mobil Oil Corp.*, 950 F.2d 1209, 1221 (5th Cir. 1992)
- *Gatewood v. City of O'Fallon*, 70 F.4th 1076, 1080 (8th Cir. 2023)
- *United States v. Head*, 340 F.3d 628, 630 n.4 (8th Cir. 2003)