

EFiled: Jan 31 2025 10:23AM EST  
Transaction ID 75551615  
Case No. 2024-0184-MTZ



**EXHIBIT A**

**IN THE COURT OF CHANCERY OF THE STATE OF DELAWARE**

UNITED ATLANTIC VENTURES, LLC,

Plaintiff,

v.

TMTG SUB INC. f/k/a TRUMP MEDIA  
& TECHNOLOGY GROUP CORP., *et al.*,

Defendants.

C.A. No. 2024-0184-MTZ

**BRIEF OF THE STATE OF IOWA SUPPORTED BY 14 STATES  
AS AMICUS CURIAE IN SUPPORT OF DEFENDANTS**

**OF COUNSEL:**

Brenna Bird  
*Attorney General of Iowa*  
Eric H. Wessan  
*Solicitor General of Iowa*  
1305 East Walnut Street, Floor 2  
Des Moines, Iowa 50309  
Phone: (515) 823-9117

**AMERICA FIRST LEGAL FOUNDATION**  
Reed D. Rubinstein  
Daniel Z. Epstein  
Ryan T. Giannetti  
611 Pennsylvania Ave SE #231  
Washington, DC 20003  
Phone: (202) 964-3721

**MARGRAVE LAW LLC**  
Anthony A. Rickey (Bar. No. 5056)  
3411 Silverside Road, Suite 104  
Wilmington, Delaware 19810  
Phone: (302) 604-5190  
Fax: (302) 258-0995  
arickey@margravelaw.com

*Counsel for the State of Iowa  
as Amicus Curiae*

Dated: January 31, 2025

**TABLE OF CONTENTS**

TABLE OF AUTHORITIES ..... ii

STATEMENT OF *AMICUS CURIAE*'S INTEREST ..... 1

INTRODUCTION ..... 3

ARGUMENT ..... 4

I. PRESIDENT TRUMP FACES UNPRECEDENTED STATE COURT  
LAWSUITS. .... 4

II. DELAWARE COMMON LAW COUNSELS ABEYANCE. .... 7

CONCLUSION ..... 11

## TABLE OF AUTHORITIES

### Cases

<i>Abbott v. Del. State Pub. Integrity Comm’n</i> , 206 A.3d 260, 2019 WL 937184 (Del. Feb. 25, 2019) .....	7,8
<i>Abbott v. Vavala</i> , 284 A.3d 77, 2022 WL 3642947 (Del. 2022) (Table).....	10-11
<i>Armand Schmoll, Inc. v. Fed. Rsrv. Bank</i> , 37 N.E.2d 225 (1941). .....	10
<i>Beattie v. Beattie</i> , 630 A.2d 1096 (Del. 1993).....	8
<i>Berent v. City of Iowa City</i> , 738 N.W.2d 193 (Iowa 2007).....	7-8
<i>Brooks v. Robinson</i> , 259 Ind. 16 (Ind. 1972).....	8
<i>Clinton v. Jones</i> , 520 U.S. 681 (1997).....	<i>passim</i>
<i>Downs v. Jacobs</i> , 272 A.2d 706 (Del. 1970).....	8
<i>INS v. Chadha</i> , 462 U.S. 919 (1983).....	7
<i>Salzberg v. Sciabacucchi</i> , 227 A.3d 102 (Del. 2020).....	8-9
<i>Trump v. Vance</i> , 591 U.S. 786 (2020).....	9
<i>Trump v. United States</i> , 603 U.S. 593 (2024).....	3, 4
<i>United States v. Belmont</i> , 301 U.S. 324 (1937).....	9-10

*Williams v. Williams*,  
369 A.2d 669 (Del. 1976).....8

**Constitutions and Statutes**

Del. Const. Art. XXIII (1776).....10

**Court Filings**

*Amicus Curiae* Br. of South Carolina Attorney General,  
*People of the State of N.Y. v. Trump*,  
Case No. 2023-04925 (N.Y. App. July 26, 2024).....2

**Other Authorities**

L. Tribe,  
American Constitutional Law 513 (2d ed. 1988).....5

## STATEMENT OF *AMICUS CURIAE*'S INTEREST<sup>1</sup>

The State of Iowa, supported by 14 State attorneys general,<sup>2</sup> has deep constitutional and structural concerns with the potential for litigation distracting the President of the United States from his duties. Each State has its own court system with its own rules and its own imperative to ensure that justice is done. But there have long been deep constitutional concerns with allowing civil litigation to continue against the sitting President of the United States. *See, e.g., Clinton v. Jones*, 520 U.S. 681, 710–11 (1997) (Breyer, J., concurring in judgment). That is why *Amicus Curiae* Iowa, supported on the brief by the Attorneys General of Alabama, Arkansas, Florida, Georgia, Louisiana, Mississippi, Missouri, Montana, Nebraska, North Dakota, Oklahoma, South Carolina, South Dakota, and Texas, files this brief in support of Defendants' motion to dismiss.

A vital consideration for this Court, in deciding whether to dismiss this case or hold it in abeyance, is the “principle of the President’s independent authority to control his own time and energy.” *Id.* at 711. The States each have a strong interest in President Trump maintaining his focus on his priorities in office rather than being

---

<sup>1</sup> Unless otherwise defined herein, capitalized terms have the meaning defined in the *Opening Brief in Support of Defendants’ Motion to Dismiss, or Alternatively, to Stay on the Basis of Temporary Presidential Immunity* (“Defs.’ Br.”) (Dkt. 195).

<sup>2</sup> See Exhibit 1 for a list of State attorneys general who, on behalf of their respective States, have offered their support to this brief.

forced to divert his attention to piecemeal litigation scattered among the fifty States. This Court’s inherent power allows it to act prudentially to avoid imposing the time, cost, and expense of litigation on the sitting President of the United States—at least, during his term of office. This Court should exercise that authority to either dismiss this case or hold the case in abeyance pending President Trump’s presidential term.

This lawsuit was filed in early 2024—well before President Trump won reelection and the responsibilities accompanying that reelection became realized. As sovereign States, Iowa and the 14 attorneys general supporting it have a special concern for the preservation of our constitutional form of government. The Constitution only holds our union of States together in harmony if it is upheld by the courts. Across the country, States have filed *amicus* briefs cautioning courts against both civil and criminal judicial actions against a sitting President. *See, e.g., Amicus Curiae Br. of South Carolina Attorney General, People of the State of N.Y. v. Trump*, Case No. 2023-04925 (N.Y. App. July 26, 2024).<sup>3</sup>

Our federalist system relies on States and the federal government working together to solve our nation’s problems. In the present context of a President uniquely challenged by burdensome litigation, the distraction of civil litigation risks forcing the President to prioritize his focus on litigating rather than the vital issues

---

<sup>3</sup> Available at <https://www.scag.gov/media/3nzipqgev/ny-v-trump-states-amicus-brief-filed.pdf>.

facing the country. Declining to dismiss this case may thus create a “chilling effect” on the President’s “carrying out of his responsibilities.” *Trump v. United States*, 603 U.S. 593, 604 (2024).

## **INTRODUCTION**

This Court should exercise its inherent powers to dismiss this case, or stay the action, so that the case will not proceed until after the President’s term expires. This dispute involves disagreement about, among other issues, a services agreement that defined rights and responsibilities between various TMTG stakeholders concerning ownership rights and board seats. But unlike other commercial and corporate governance disputes, one of the board members and defendants here is President Donald J. Trump.

Iowa and its sister states have no interest in the underlying claims, but have a definite interest in one straightforward question: should this Court proceed with a case against the sitting President of the United States? It should not, both as a general matter and in the specific circumstances of this unique case.

In considering federal civil immunity for the sitting President, the United States Supreme Court noted what was, at that time, a relative paucity of civil lawsuits filed against a sitting President. *See Clinton*, 520 U.S. at 692 (acknowledging three sitting Presidents had been subject to lawsuits involving acts taken before entering office). But even at that time, Justice Breyer was “less sanguine” about the situation.



*Id.* at 722 (Breyer, J., concurring in judgment). He presciently warned that more lawsuits could “pose a significant threat to the President’s official functions.” *Id.* at 723. That prediction came to pass with President Trump, who has been the recipient of more targeted lawsuits, including personal-capacity civil suits, than any other President or Presidential candidate to date.

Justice Breyer’s concern is reflected in *Trump v. United States*, which affirmed the danger of allowing court cases to continue against the President of the United States. 603 U.S. at 610–11. Although that case involved official acts, the underlying logic of avoiding interference with the President’s duties is equally relevant here. State courts have long had authority to abstain from deciding cases that would create conflicts in the federal system. Here, this Court should exercise that discretion and decline to subject the sitting President of the United States to ongoing civil litigation.

## **ARGUMENT**

### **I. PRESIDENT TRUMP FACES UNPRECEDENTED STATE COURT LAWSUITS.**

President Trump has faced more lawsuits filed in State courts than every President in American history combined. Defs.’ Br. at 26. When considering whether to allow this case to proceed, the Court should consider not only the time, energy, and distraction imposed by this litigation on President Trump but also the cumulative effect of each of those lawsuits.

This Court should prudentially decline to proceed with this case given the unique problems with active litigation in State courts against the President of the United States. The United States Supreme Court has left open the question of whether State courts are obligated to dismiss or defer cases that name the President as defendant. *See Clinton*, 520 U.S. at 691 & n.13. But the Court has acknowledged that State court litigation is categorically different from the federal court case at issue in *Clinton*. *Id.* That case acknowledged that “federalism and comity concerns” when a State court asserts jurisdiction over the President may “present a more compelling case for immunity,” but the question was not then before the Supreme Court. *Id.* at 691.

The Supreme Court did, however, emphasize that “direct control by a state court over the President” implicates the “Supremacy Clause” in a manner that is “quite different from the interbranch separation of powers questions” at issue in whether a federal civil case should be allowed to proceed. *Id.* at 691 n.13 (citing L. Tribe, *American Constitutional Law* 513 (2d ed. 1988) (“[A]bsent explicit congressional consent no state may command federal officials . . . to take action in derogation of their . . . federal responsibilities”)). This Court should exercise its discretion in declining to proceed on this basis alone.

In addition to general federalism concerns, this matter involves a uniquely compelling case for deferring litigation involving the sitting President. Indeed,

*Clinton v. Jones*—the closest case—ended by addressing two concerns that it believed were not serious: first, “the risk that our decision will generate a large volume of politically motivated harassing and frivolous litigation” and second, “the danger that national security concerns might prevent the President from explaining a legitimate need for a continuance.” 520 U.S. at 708. Despite the Court’s “optimism” to the contrary, the first, once-hypothetical concern is now very real. *See id.* at 723 (Breyer, J., concurring in judgment). Already, this President faces never-before-seen litigation across the country. That unique and cumulative challenge creates a severe problem for the important functions the President must prioritize.

There are many viable approaches for dealing with the rapid growth of the problem of litigation against the sitting President in State courts. One answer put forward by Justice Breyer is for “courts [] to develop administrative rules applicable to such cases (including postponement rules of the sort at issue in [*Clinton v. Jones*]) in order to implement the basic constitutional directive.” *Id.* That concern becomes even more pressing given the mosaic of different rules, laws, and lawsuits available across the fifty States. In the present context of proliferating State litigation, even securing appropriate counsel, trained and licensed in every State where a lawsuit may be filed, is enough of a burden to distract the President from his duties.

Recent trends show that, unfortunately, Justice Breyer’s fears were well-founded. State civil litigation is a dangerous drain on the President’s time and a clear

“obstruction or impediment” to the performance of his duties. If a line is not drawn here and now, there is no reason to believe this will stop with this President. While President Trump’s prominent business dealings are well-known, he is not the only politician—or potential future politician—with widespread business interests. Even the most honest individuals and companies sometimes face legal disputes, meaning that there will likely be potential plaintiffs with at least colorable claims against future Presidents—regardless of party.

This Court should follow Justice Breyer’s advice in *Clinton v. Jones*, look carefully at the unique facts of this case, and either dismiss this case without prejudice or hold it in abeyance to allow for President Trump to serve his term without facing undue distractions in civil State court litigation through the next four years. This Court has discretion to do so, and prudence counsels that it exercise such discretion.

## **II. DELAWARE COMMON LAW COUNSELS ABEYANCE.**

Constitutional avoidance is a fundamental principle across the country and in Delaware courts. *See, e.g., Abbott v. Del. State Pub. Integrity Comm’n*, 206 A.3d 260, 2019 WL 937184, at \*4 (Del. Feb. 25, 2019) (en banc) (Table). That is because “[u]nder the prudential rule of necessity, constitutional issues must not be resolved in advance of a strict necessity for deciding them.” *Berent v. City of Iowa City*, 738 N.W.2d 193, 205 (Iowa 2007) (citing *INS v. Chadha*, 462 U.S. 919, 937 (1983)).

*Abbott v. Delaware State Public Integrity Commission*, for example, declined to reach a separation of powers issue because it was not essential to resolve the case. *See* 2019 WL 937184, at \*4. Here, the Court need not reach the thorny constitutional issue of State court jurisdiction over a sitting President or the core federalism concerns that issue implicates because longstanding Delaware common law and the inherent power of the Courts allow this Court to defer proceeding until after President Trump leaves office.

Delaware common law’s genius “lies in its ability to adapt” to new situations. *Beattie v. Beattie*, 630 A.2d 1096, 1098 n.3 (Del. 1993) (quoting *Brooks v. Robinson*, 259 Ind. 16, 22 (Ind. 1972)). This is the first time that the Court of Chancery has faced a civil damages lawsuit where the sitting President of the United States is a defendant. That is the definition of novelty. And in such a circumstance, a court may proceed with “court made” rules grounded in “reason” and “a right sense of justice.” *Williams v. Williams*, 369 A.2d 669, 673 (Del. 1976). This novel case also counsels consistent treatment with (i) Delaware’s foundational principles of “judicial restraint” in avoiding constitutional issues as an “important element in the orderly administration of justice,” *Downs v. Jacobs*, 272 A.2d 706, 708 (Del. 1970), (ii) the First State’s historic respect for the federal government, and (iii) the many other deferral rules that the state courts have crafted. *See, e.g., Salzberg v. Sciabacucchi*, 227 A.3d 102, 134 (Del. 2020) (“Delaware historically has, and should continue to

be, vigilant about not stepping on the toes of . . . the federal government.”); Defs.’ Br. at 49–51 (listing Delaware deferral rules that require civil plaintiffs to accept a temporary postponement of litigation).

The United States Supreme Court has explained that State courts should consider the “high respect that is owed to the office of the Chief Executive” in moving forward with litigation against the sitting President. *See Trump v. Vance*, 591 U.S. 786, 809 (2020) (regarding evidentiary requirements for State grand jury proceedings) (quoting *Clinton*, 520 U.S. at 707 (Breyer, J., concurring in judgment)). Indeed, the Supreme Court has acknowledged President-specific defenses to subpoenas, including “challeng[ing] a subpoena as an attempt to influence the performance of his official duties, in violation of the Supremacy Clause.” *Id.* at 809–10. The same principle applies here. That defense was intended, the Supreme Court explained, to forestall “local political machinations ‘interposed as an obstacle to the effective operation of a federal constitutional power.’” *Id.* at 810 (quoting *United States v. Belmont*, 301 U.S. 324, 332 (1937)).

Justice Kavanaugh explained in even more detail the State court rationale for declining to retain jurisdiction in a civil damages case—like this one—brought against a sitting President. *See id.* at 813–14 (Kavanaugh, J., concurring in judgment). Even in the criminal context, State courts should be “particularly meticulous” about when they allow a case to proceed. *Id.* at 814. Justice Kavanaugh,

joined by Justice Gorsuch, agreed in *Vance* to remand to the district court for “further proceedings, where the president may raise constitutional and legal objections . . . as appropriate.” *Id.*

There is a longstanding tradition of deference to a sitting executive in Delaware, too. Delaware’s original constitution codified protections for its governor when facing legal challenges. *See* Del. Const. Art. XXIII (1776). That tracks with Delaware courts’ caution “about not stepping on the toes of . . . the federal government.” *Salzberg*, 227 A.3d at 134. That includes fidelity to the vertical separation of powers and the Supremacy Clause. Delaware’s sister State courts across the country likewise give due deference to the federal government. Such principled respect for the federal government is why many States’ highest courts have refused to enjoin federal officers altogether—much less the President. *See, e.g., Armand Schmoll, Inc. v. Fed. Rsrv. Bank*, 37 N.E.2d 225, 226 (1941) (“No case has been cited which might justify the invocation of the powers of a state court in this proceeding.”).

Another recent Delaware Supreme Court case may shed light on the prudential considerations at play. In *Abbott v. Vavala*, the Supreme Court explained that there is no power in the Court of Chancery for a “trial court of limited jurisdiction” to “enjoin a higher court with exclusive jurisdiction over a matter and an arm of that court from carrying out their official functions as to that matter.” 284 A.3d 77, 2022

WL 3642947, at \*4 (Del. 2022) (Table). Just as it would be improper for this Court to issue an injunction purporting to bind a higher court, continuing a proceeding against the sitting President of the United States could create similar and serious problems in the event of disputes or conflicts over discovery, depositions, scheduling hearings, etc. There is no clear remedy for compelling the President's participation in certain disputed aspects of litigation or if a conflict exists between the Court's schedule and the President's duties. A prudent and viable solution to this problem is simply waiting for it to go away, by dismissing or holding this case in abeyance until the end of the President's term.

The President has raised appropriate constitutional and legal objections to proceedings continuing in this Court. This Court should follow Delaware's longstanding tradition of judicial restraint and decline to move forward until after his term is complete.

### **CONCLUSION**

This Court should dismiss this case or hold the case in abeyance during the pendency of President Trump's term until January 20, 2029.



Dated: January 31, 2025

Respectfully submitted,

OF COUNSEL:

**MARGRAVE LAW LLC**

Brenna Bird\*

*Attorney General of Iowa*

Eric H. Wessan

*Solicitor General of Iowa*

1305 East Walnut Street, Floor 2

Des Moines, Iowa 50309

Phone: (515) 823-9117

/s/ Anthony A. Rickey

Anthony A. Rickey (Bar No. 5056)

3411 Silverside Road, Suite 104

Wilmington, Delaware 19810

Phone: (302) 604-5190

Fax: (302) 258-0995

**Words: 2,578 of 7,000**

**AMERICA FIRST LEGAL FOUNDATION**

Reed D. Rubinstein

Daniel Z. Epstein

Ryan T. Giannetti

611 Pennsylvania Ave SE #231

Washington, DC 20003

Phone: (202) 964-3721

*Counsel for the State of Iowa*

*as Amicus Curiae*

\*Iowa is supported by a coalition of  
State Attorneys General listed in  
Exhibit 1



# EXHIBIT 1

**EXHIBIT 1:**  
**ADDITIONAL ATTORNEYS GENERAL IN SUPPORT OF *AMICUS***

STEVE MARSHALL  
Attorney General of Alabama

TIM GRIFFIN  
Attorney General of Arkansas

JOHN GUARD  
Acting Attorney General of Florida

CHRIS CARR  
Attorney General of Georgia

LIZ MURRILL  
Attorney General of Louisiana

LYNN FITCH  
Attorney General of Mississippi

ANDREW T. BAILEY  
Attorney General of Missouri

AUSTIN KNUDSEN  
Attorney General of Montana

MICHAEL T. HILGERS  
Attorney General of Nebraska

DREW WRIGLEY  
Attorney General of North Dakota

GENTNER DRUMMOND  
Attorney General of Oklahoma

ALAN WILSON  
Attorney General of South Carolina

MARTY JACKLEY  
Attorney General of South Dakota

KEN PAXTON  
Attorney General of Texas