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Attorneys for Defendants  
DEFENDER COUNCIL, JON N. IKENAGA, AND  
AGRIBUSINESS DEVELOPMENT CORPORATION  
BOARD OF DIRECTORS

IN THE CIRCUIT COURT OF THE FIRST CIRCUIT  
STATE OF HAWAI'I

PUBLIC FIRST LAW CENTER,  
Plaintiff,

vs.

DEFENDER COUNCIL; JON N. IKENAGA;  
and AGRIBUSINESS DEVELOPMENT  
CORPORATION BOARD OF DIRECTORS  
Defendants.

CIVIL NO.: 1CCV-24-000050  
(Other Civil Action)

DEFENDANTS DEFENDER COUNCIL,  
JON N. IKENAGA, AND AGRIBUSINESS  
DEVELOPMENT CORPORATION BOARD  
OF DIRECTORS' **ANSWER TO**  
**PLAINTIFF'S COMPLAINT** FILED ON  
JANUARY 10, 2024; CERTIFICATE OF  
SERVICE

Judge: Honorable Shirley M. Kawamura  
Trial: Not Yet Set.

**DEFENDANTS DEFENDER COUNCIL, JOHN N. IKENAGA, AND**  
**AGRIBUSINESS DEVELOPMENT CORPORATION BOARD OF DIRECTORS'**  
**ANSWER TO PLAINTIFF'S COMPLAINT FILED ON JANUARY 10, 2024**

Defendants DEFENDER COUNCIL, JON N. IKENAGA, and AGRIBUSINESS  
DEVELOPMENT CORPORATION BOARD OF DIRECTORS (hereinafter collectively  
referred to as the "**State Defendants**"), by and through Anne E. Lopez, Attorney General for the  
State of Hawai'i, and their attorneys Amanda J. Weston and David N. Matsumiya, Deputy



Attorneys General, hereby answer Plaintiff PUBLIC FIRST LAW CENTER's ("**Plaintiff**") *Complaint*, which was filed herein on January 10, 2024 (the "**Complaint**"), as follows.

**FIRST DEFENSE**

The Complaint fails to state a claim against the State Defendants upon which relief can be granted.

**SECOND DEFENSE**

**PARTIES**

1. In response to the allegations contained in paragraphs 1 of the Complaint, the State Defendants state that they are without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

2. In response to the allegations contained in paragraph 2 of the Complaint, the State Defendants admit that Defendant DEFENDER COUNCIL ("**Defendant DC**") is headquartered at 1130 North Nimitz Highway, Suite A-254, Honolulu, Hawai'i 96817. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

3. In response to the allegations contained in paragraph 3 of the Complaint, the State Defendants admit that on November 2, 2023, Defendant DC appointed Defendant JON N. IKENAGA ("**Defendant Ikenaga**") to be the State Public Defender, for a term of four (4) years commencing January 2024. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

4. In response to the allegations contained in paragraph 4 of the Complaint, the State Defendants admit that Defendant AGRIBUSINESS DEVELOPMENT CORPORATION BOARD OF DIRECTORS ("**Defendant ADC**") is headquartered at 235 South Beretania Street,

Room 205, Honolulu, Hawai‘i 96813. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

### **JURISDICTION AND VENUE**

5. In response to the allegations contained in paragraph 5 of the Complaint, the State Defendants state that the allegations contained in this paragraph are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

6. In response to the allegations contained in paragraph 6 of the Complaint, the State Defendants admit that they are all domiciled on the island of O‘ahu. With regard to the allegations that “the prohibited act occurred in this circuit” and “the claim for relief arose in this circuit,” the State Defendant state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of said allegations and, on that basis, deny the allegations and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

### **FACTUAL BACKGROUND**

7. In response to the allegations contained in paragraph 7 of the Complaint, the State Defendants state that the allegations contained in this paragraph are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

8. In response to the allegations contained in paragraph 8 of the Complaint, the State Defendants state that the allegations contained in this paragraph are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

9. In response to the allegations contained in paragraph 9 of the Complaint, the State Defendants admit that Defendant DC appointed a new State Public Defender in November 2023 and Defendant ADC appointed a new Executive Director in August 2023. With regard to the allegation that Defendant DC and Defendant ADC held “a series of improper closed-door meetings[,]” the State Defendants state that this allegation is a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants deny this allegation and leaves Plaintiff to its proof. As for the remaining allegations, the State Defendants deny the allegations and leave Plaintiff to its proof.

10. In response to the allegations contained in paragraph 10 of the Complaint, the State Defendants deny the allegation that the State Defendants’ actions “erode public trust in government” and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

11. In response to the allegations contained in paragraph 11 of the Complaint, the State Defendants deny the allegations and leave Plaintiff to its proof.

12. In response to the allegations contained in paragraph 12 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

13. In response to the allegations contained in paragraph 13 of the Complaint, the State Defendants admit that Defendant DC oversees the Office of the Public Defender (“**OPD**”)

and appoints the State Public Defender. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

14. In response to the allegations contained in paragraph 14 of the Complaint, the State Defendants admit that OPD provides indigent criminal defendants with legal services in all State-run courts in the State of Hawai'i and that it employs more than 130 individuals. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

15. In response to the allegations contained in paragraph 15 of the Complaint, the State Defendants admit that the State Public Defender's appointment shall be for four (4) years and until the State Public Defender's successor is appointed and qualified. The State Defendants further admit that the State Public Defender shall be paid a salary set at eighty-seven percent (87%) of the Attorney General. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

16. In response to the allegations contained in paragraph 16 of the Complaint, the State Defendants admit that the State Public Defender is a government official. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

17. In response to the allegations contained in paragraph 17 of the Complaint, the State Defendants admit that the State Public Defender has fiscal discretion. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

18. In response to the allegations contained in paragraph 18 of the Complaint, the State Defendants admit that the selection of the State Public Defender is a government process and a responsibility of Defendant DC. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

19. In response to the allegations contained in paragraph 19 of the Complaint, the State Defendants admit that the public has an interest in expressing their opinions on the selection of the State Public Defender. With regard to the allegation that the public has a “legitimate interest[,]” the State Defendants state that this allegation is a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

20. In response to the allegations contained in paragraph 20 of the Complaint, the State Defendants admit that the public has an interest in understanding how Defendant DC carries out its duties. With regard to the allegation that the public has a “legitimate interest[,]” the State Defendants state that this allegation is a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

21. In response to the allegations contained in paragraph 21 of the Complaint, the State Defendants admit that Defendant DC held four (4) meetings where the selection of the State Public Defender was brought up at the meeting. The State Defendants further admit that

the specific dates for the four (4) meetings were June 16, 2023, August 4, 2023, October 4, 2023, and November 2, 2023.

22. In response to the allegations contained in paragraph 22 of the Complaint, with regard to the allegation that Defendant DC violated the Sunshine law, the State Defendants state that this allegation is a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of this allegation and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

23. In response to the allegations contained in paragraph 23 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

24. In response to the allegations contained in paragraph 24 of the Complaint, the State Defendants state that Defendant DC's agenda for its June 16, 2023 meeting speaks for itself.

25. In response to the allegations contained in paragraph 25 of the Complaint, the State Defendants deny that Defendant DC "moved into executive session to discuss an unspecified agenda item."

26. In response to the allegations contained in paragraph 26 of the Complaint, the State Defendants admit that Defendant DC discussed the selection process for the State Public Defender during the executive session portion of the June 16, 2023 meeting.

27. In response to the allegations contained in paragraph 27 of the Complaint, the State Defendants admit that on June 16, 2023, when Defendant DC returned from executive session, Defendant DC entertained a motion to amend the meeting agenda and, after the motion to amend the meeting agenda was approved, Defendant DC amended the agenda "to add the following discussion: selection process to appoint and hire Public Defender position."

28. In response to the allegations contained in paragraph 28 of the Complaint, the State Defendants deny that Defendant DC did anything “without any deliberation or opportunity for public comment.” As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

29. In response to the allegations contained in paragraph 29 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

30. In response to the allegations contained in paragraph 30 of the Complaint, the State Defendants state that Defendant DC’s agenda for its August 4, 2023 meeting speaks for itself.

31. In response to the allegations contained in paragraph 31 of the Complaint, the State Defendants deny that Defendant DC “moved into executive session to discuss an unspecified agenda topic.”

32. In response to the allegations contained in paragraph 32 of the Complaint, the State Defendants deny that Defendant DC did not consult an attorney with regard to the selection process for the State Public Defender. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

33. In response to the allegations contained in paragraph 33 of the Complaint, the State Defendants admit that Defendant DC announced the selection process for the State Public Defender during the meeting held on August 4, 2023.

34. In response to the allegations contained in paragraph 34 of the Complaint, the State Defendants admit that Defendant DC announced the following during the meeting held on August 4, 2023: “The list of candidates will be made public. The public will be able to submit comments on the candidates; comments will be confidential.”

35. In response to the allegations contained in paragraph 35 of the Complaint, the State Defendants admit that Defendant DC made public the list of candidates for State Public Defender on or about September 13, 2023.



36. In response to the allegations contained in paragraph 36 of the Complaint, the State Defendants admit that Defendant DC received approximately ninety (90) comments with regard to the candidates for State Public Defender.

37. In response to the allegations contained in paragraph 37 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

38. In response to the allegations contained in paragraph 38 of the Complaint, the State Defendants state that Defendant DC's agenda for its October 4, 2023 meeting speaks for itself.

39. In response to the allegations contained in paragraph 39 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

40. In response to the allegations contained in paragraph 40 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

41. In response to the allegations contained in paragraph 41 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

42. In response to the allegations contained in paragraph 42 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

43. In response to the allegations contained in paragraph 43 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

44. In response to the allegations contained in paragraph 44 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

45. In response to the allegations contained in paragraph 45 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

46. In response to the allegations contained in paragraph 46 of the Complaint, the State Defendants state that the minutes of the meeting for Defendant DC's October 4, 2023 executive session speaks for itself. The State Defendants deny that the minutes of the meeting for Defendant DC's October 4, 2023 executive session are "cryptic and generalized and do not truly reflect the matters discussed or the views of the participants."

47. In response to the allegations contained in paragraph 47 of the Complaint, the State Defendants state that the minutes of the meeting for Defendant DC's October 4, 2023 executive session speaks for itself.

48. In response to the allegations contained in paragraph 48 of the Complaint, the State Defendants state that Defendant DC's agenda for its November 2, 2023 meeting speaks for itself.

49. In response to the allegations contained in paragraph 49 of the Complaint, the State Defendants state that Plaintiff's October 24, 2023 correspondence to Defendant DC speaks for itself.

50. In response to the allegations contained in paragraph 50 of the Complaint, the State Defendants state that Plaintiff's October 24, 2023 correspondence to Defendant DC speaks for itself.

51. In response to the allegations contained in paragraph 51 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

52. In response to the allegations contained in paragraph 52 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

53. In response to the allegations contained in paragraph 53 of the Complaint, the State Defendants admit that Plaintiff's representative, Benjamin Creps, provided testimony at Defendant DC's November 2, 2023 meeting. With regard to the allegation that the "Sunshine Law required [Defendant DC's] discussion and selection of the State Public Defender to be conducted openly[.]" the State Defendants state that this allegation is a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

54. In response to the allegations contained in paragraph 54 of the Complaint, the State Defendants admit that Defendant DC discussed the selection of the State Public Defender in executive session during Defendant DC's November 2, 2023 meeting.

55. In response to the allegations contained in paragraph 55 of the Complaint, the State Defendants admit that Defendant DC discussed the selection of the State Public Defender in executive session during Defendant DC's November 2, 2023 meeting.

56. In response to the allegations contained in paragraph 56 of the Complaint, the State Defendants admit that Defendant DC selected Defendant Ikenaga as State Public Defender.

57. In response to the allegations contained in paragraph 57 of the Complaint, the State Defendants deny that Defendant DC "did not discuss the candidates or the reasons for selection." The State Defendants further deny that "the Chair simply asked for a vote[.]" The State Defendants admit that the members voted to select Defendant Ikenaga as the State Public Defender.

58. In response to the allegations contained in paragraph 58 of the Complaint, the State Defendants state that the minutes of the meeting for Defendant DC's November 2, 2023 executive session speaks for itself. The State Defendants deny that the minutes of the meeting for Defendant DC's November 2, 2023 executive session are "cryptic and generalized and do not truly reflect the matters discussed or the views of the participants."

59. In response to the allegations contained in paragraph 59 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

60. In response to the allegations contained in paragraph 60 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

61. In response to the allegations contained in paragraph 61 of the Complaint, the State Defendants admit that Defendant ADC manages and controls thousands of acres of agricultural land and has the ability to acquire lands, water systems, and infrastructure for commercial agricultural use.

62. In response to the allegations contained in paragraph 62 of the Complaint, the State Defendants admit that Defendant ADC has public funds from the legislature. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

63. In response to the allegations contained in paragraph 63 of the Complaint, the State Defendants admit that Defendant ADC has public funds from the legislature. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

64. In response to the allegations contained in paragraph 64 of the Complaint, the State Defendants admit that Defendant ADC appoints the Executive Director for Agribusiness Development Corporation (the “**ADC Director**”) and sets the ADC Director’s salary. As for the remaining allegations, the State Defendants state that the remaining allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

65. In response to the allegations contained in paragraph 65 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

66. In response to the allegations contained in paragraph 66 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

67. In response to the allegations contained in paragraph 67 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

68. In response to the allegations contained in paragraph 68 of the Complaint, the State Defendants admit that Defendant ADC conducts an annual performance evaluation of the ADC Director. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

69. In response to the allegations contained in paragraph 69 of the Complaint, the State Defendants state that the allegations in paragraph 69 include legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

70. In response to the allegations contained in paragraph 70 of the Complaint, the State Defendants state that the allegations in paragraph 70 include legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations

and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

71. In response to the allegations contained in paragraph 71 of the Complaint, the State Defendants state that the allegations in paragraph 71 include legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

72. In response to the allegations contained in paragraph 72 of the Complaint, the State Defendants state that the allegations in paragraph 72 include legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

73. In response to the allegations contained in paragraph 73 of the Complaint, the State Defendants state that the allegations in paragraph 73 include legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

74. In response to the allegations contained in paragraph 74 of the Complaint, the State Defendants admit that the Office of the State Auditor published its audit of Agribusiness Development Corporation, in January 2021 (hereinafter referred to as “**Report No. 21-01**”).

75. In response to the allegations contained in paragraph 75 of the Complaint, the State Defendants state that Report No. 21-01 speaks for itself.

76. In response to the allegations contained in paragraph 76 of the Complaint, the State Defendants state that Report No. 21-01 speaks for itself.

77. In response to the allegations contained in paragraph 77 of the Complaint, the State Defendants admit that the Hawai‘i House of Representatives convened a committee and held public hearings in September 2021. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

78. In response to the allegations contained in **paragraph 78** of the Complaint, the State Defendants admit that during Defendant ADC’s January 26, 2022 meeting, the Chair of Defendant ADC assigned three members of Defendant ADC to Defendant ADC’s Standing Administrative Committee. The State Defendants further admit that Defendant ADC’s Standing Administrative Committee would conduct the annual performance evaluation of the ADC Director.

79. In response to the allegations contained in **paragraph 78** of the Complaint, the State Defendants state that Article IV, Section I of the Agribusiness Development Corporation By-Laws speak for itself. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

80. In response to the allegations contained in paragraph 80 of the Complaint, the State Defendants admit that during Defendant ADC’s June 15, 2022 meeting, the Defendant ADC’s Standing Administrative Committee reported that two of its members interviewed Executive Director James Nakatani (“**Director Nakatani**”). The State Defendants further admit that Defendant ADC’s Standing Administrative Committee reported that it planned to conduct additional interviews and would report its findings to Defendant ADC.

81. In response to the allegations contained in paragraph 81 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's August 17, 2022 meeting speak for itself. The State Defendants further state that paragraph 81 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

82. In response to the allegations contained in paragraph 82 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

83. In response to the allegations contained in paragraph 83 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

84. In response to the allegations contained in paragraph 84 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's September 21, 2022 meeting speak for itself. The State Defendants further state that paragraph 84 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

85. In response to the allegations contained in paragraph 85 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

86. In response to the allegations contained in paragraph 86 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.



87. In response to the allegations contained in paragraph 87 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's November 2, 2022 meeting speak for itself. The State Defendants further state that paragraph 87 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

88. In response to the allegations contained in paragraph 88 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

89. In response to the allegations contained in paragraph 89 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

90. In response to the allegations contained in paragraph 90 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

91. In response to the allegations contained in paragraph 91 of the Complaint, the State Defendants admit that during Defendant ADC's January 25, 2023 meeting, Defendant ADC established an Ad Hoc Committee to evaluate Director Nakatani's performance for fiscal year 2021-2022. The State Defendants further admit that the Chair of Defendant ADC assigned three members of Defendant ADC to Defendant ADC's Ad Hoc Committee.

92. In response to the allegations contained in paragraph 92 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's March 16, 2023 meeting speak for itself. The State Defendants further state that paragraph 92 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

93. In response to the allegations contained in paragraph 93 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

94. In response to the allegations contained in paragraph 94 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's April 20, 2023 meeting speak for itself. The State Defendants further state that paragraph 94 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

95. In response to the allegations contained in paragraph 95 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

96. In response to the allegations contained in paragraph 96 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

97. In response to the allegations contained in paragraph 97 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

98. In response to the allegations contained in paragraph 98 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

99. In response to the allegations contained in paragraph 99 of the Complaint, the State Defendants admit that Director Nakatani unexpectedly passed away on April 23, 2023.

100. In response to the allegations contained in paragraph 100 of the Complaint, the State Defendants admit that Defendant ADC held six (6) meetings to select a new Executive

Director. The State Defendants further admit that the specific dates for the six (6) meetings were May 30, 2023, July 20, 2023, August 8, 2023, September 21, 2023, and October 3, 2023.

101. In response to the allegations contained in paragraph 101 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

102. In response to the allegations contained in paragraph 102 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

103. In response to the allegations contained in paragraph 103 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's June 15, 2023 meeting speak for itself.

104. In response to the allegations contained in paragraph 104 of the Complaint, the State Defendants state that the report titled *Update on the progress of the Executive Director Search Committee* (hereinafter referred to as the "**Interim Report**") speak for itself. As for the remaining allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

105. In response to the allegations contained in paragraph 105 of the Complaint, the State Defendants state that the Interim Report speak for itself.

106. In response to the allegations contained in paragraph 106 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

107. In response to the allegations contained in paragraph 107 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's July 20, 2023 meeting speak for itself. The State Defendants further state that paragraph 107 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they

are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

108. In response to the allegations contained in paragraph 108 of the Complaint, the State Defendants admit that the board packet for the July 20, 2023 meeting included a report titled *Summary of Activities Conducted by the ADC Executive Director Selection Committee* (hereinafter referred to as the “**Summary Report**”).

109. In response to the allegations contained in paragraph 109 of the Complaint, the State Defendants state that the Summary Report speak for itself.

110. In response to the allegations contained in paragraph 110 of the Complaint, the State Defendants state that the Summary Report speak for itself.

111. In response to the allegations contained in paragraph 111 of the Complaint, the State Defendants state that the Summary Report speak for itself.

112. In response to the allegations contained in paragraph 112 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

113. In response to the allegations contained in paragraph 113 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof. The State Defendants further state that paragraph 113 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

114. In response to the allegations contained in paragraph 114 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

115. In response to the allegations contained in paragraph 115 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

116. In response to the allegations contained in paragraph 116 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

117. In response to the allegations contained in paragraph 117 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's August 8, 2023 meeting speak for itself. The State Defendants further state that paragraph 117 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

118. In response to the allegations contained in paragraph 118 of the Complaint, the State Defendants state that the published agenda for Defendant ADC's August 8, 2023 meeting speak for itself.

119. In response to the allegations contained in paragraph 119 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

120. In response to the allegations contained in paragraph 120 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

121. In response to the allegations contained in paragraph 121 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

122. In response to the allegations contained in paragraph 122 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

123. In response to the allegations contained in paragraph 123 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

124. In response to the allegations contained in paragraph 124 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

125. In response to the allegations contained in paragraph 125 of the Complaint, the State Defendants admit that the new ADC Director was announced on August 17, 2023.

126. In response to the allegations contained in paragraph 126 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

127. In response to the allegations contained in paragraph 127 of the Complaint, the State Defendants state that the Office of Information Practice's November 3, 2023, opinion, which is identified as Opinion Letter No. F24-03 (the "**OIP Opinion Letter**"), meeting speak for itself.

128. In response to the allegations contained in paragraph 128 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

129. In response to the allegations contained in paragraph 129 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

### **COUNT I**

130. In response to the allegations contained in paragraph 130 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 129 above.

131. In response to the allegations contained in paragraph 131 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

132. In response to the allegations contained in paragraph 132 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

133. In response to the allegations contained in paragraph 133 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

134. In response to the allegations contained in paragraph 134 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

135. In response to the allegations contained in paragraph 135 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

136. In response to the allegations contained in paragraph 136 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual

allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

137. In response to the allegations contained in paragraph 137 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

## **COUNT II**

138. In response to the allegations contained in paragraph 138 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 137 above.

139. In response to the allegations contained in paragraph 139 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

140. In response to the allegations contained in paragraph 140 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

141. In response to the allegations contained in paragraph 141 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.



142. In response to the allegations contained in paragraph 142 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

143. In response to the allegations contained in paragraph 143 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

144. In response to the allegations contained in paragraph 144 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### **COUNT III**

145. In response to the allegations contained in paragraph 145 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 144 above.

146. In response to the allegations contained in paragraph 146 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof. The State Defendants further state that paragraph 146 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

147. In response to the allegations contained in paragraph 147 of the Complaint, the State Defendants deny that Defendant DC did not consult its attorney during the August 4, 2023 executive session.

148. In response to the allegations contained in paragraph 148 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

149. In response to the allegations contained in paragraph 149 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

150. In response to the allegations contained in paragraph 150 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

151. In response to the allegations contained in paragraph 151 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

152. In response to the allegations contained in paragraph 152 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

#### COUNT IV

153. In response to the allegations contained in paragraph 153 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 152 above.

154. In response to the allegations contained in paragraph 154 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof. The State Defendants further state that paragraph 154 contains a legal conclusion to which no response is required. To the extent that this legal conclusion may be construed as a statement of fact and/or a factual allegation, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegation and, on that basis, deny the allegation and leave Plaintiff to its proof.

155. In response to the allegations contained in paragraph 155 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

156. In response to the allegations contained in paragraph 156 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

157. In response to the allegations contained in paragraph 157 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

158. In response to the allegations contained in paragraph 158 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required.

To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

159. In response to the allegations contained in paragraph 159 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

160. In response to the allegations contained in paragraph 160 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

161. In response to the allegations contained in paragraph 161 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

162. In response to the allegations contained in paragraph 162 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

163. In response to the allegations contained in paragraph 163 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual

allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

164. In response to the allegations contained in paragraph 164 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

#### **COUNT V**

165. In response to the allegations contained in paragraph 165 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 164 above.

166. In response to the allegations contained in paragraph 166 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

167. In response to the allegations contained in paragraph 167 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

168. In response to the allegations contained in paragraph 168 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

169. In response to the allegations contained in paragraph 169 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual

allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

170. In response to the allegations contained in paragraph 170 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

171. In response to the allegations contained in paragraph 171 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

172. In response to the allegations contained in paragraph 172 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

173. In response to the allegations contained in paragraph 173 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

174. In response to the allegations contained in paragraph 174 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

#### COUNT VI

175. In response to the allegations contained in paragraph 175 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 174 above.

176. In response to the allegations contained in paragraph 176 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

177. In response to the allegations contained in paragraph 177 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

178. In response to the allegations contained in paragraph 178 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

179. In response to the allegations contained in paragraph 179 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

180. In response to the allegations contained in paragraph 180 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

181. In response to the allegations contained in paragraph 181 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

182. In response to the allegations contained in paragraph 182 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

183. In response to the allegations contained in paragraph 183 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

## **COUNT VII**

184. In response to the allegations contained in paragraph 184 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 183 above.

185. In response to the allegations contained in paragraph 185 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

186. In response to the allegations contained in paragraph 186 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

187. In response to the allegations contained in paragraph 176 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required.



To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

188. In response to the allegations contained in paragraph 188 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

189. In response to the allegations contained in paragraph 189 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

190. In response to the allegations contained in paragraph 190 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

191. In response to the allegations contained in paragraph 191 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

192. In response to the allegations contained in paragraph 192 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### COUNT VIII

193. In response to the allegations contained in paragraph 193 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 192 above.

194. In response to the allegations contained in paragraph 194 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

195. In response to the allegations contained in paragraph 195 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

196. In response to the allegations contained in paragraph 196 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

197. In response to the allegations contained in paragraph 197 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

198. In response to the allegations contained in paragraph 198 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

199. In response to the allegations contained in paragraph 199 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required.

To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### **COUNT IX**

200. In response to the allegations contained in paragraph 200 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 199 above.

201. In response to the allegations contained in paragraph 201 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

202. In response to the allegations contained in paragraph 202 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

203. In response to the allegations contained in paragraph 203 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

204. In response to the allegations contained in paragraph 204 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

205. In response to the allegations contained in paragraph 205 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

206. In response to the allegations contained in paragraph 206 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

207. In response to the allegations contained in paragraph 207 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

208. In response to the allegations contained in paragraph 208 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

209. In response to the allegations contained in paragraph 209 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### **COUNT X**

210. In response to the allegations contained in paragraph 210 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 209 above.

211. In response to the allegations contained in paragraph 211 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

212. In response to the allegations contained in paragraph 212 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

213. In response to the allegations contained in paragraph 213 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

214. In response to the allegations contained in paragraph 214 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

215. In response to the allegations contained in paragraph 215 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

216. In response to the allegations contained in paragraph 216 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### **COUNT XI**

217. In response to the allegations contained in paragraph 217 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 216 above.

218. In response to the allegations contained in paragraph 218 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

219. In response to the allegations contained in paragraph 219 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

220. In response to the allegations contained in paragraph 220 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

221. In response to the allegations contained in paragraph 221 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

222. In response to the allegations contained in paragraph 222 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

223. In response to the allegations contained in paragraph 223 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

224. In response to the allegations contained in paragraph 224 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

225. In response to the allegations contained in paragraph 225 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

226. In response to the allegations contained in paragraph 226 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

227. In response to the allegations contained in paragraph 227 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

## **COUNT XII**

228. In response to the allegations contained in paragraph 228 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 227 above.

229. In response to the allegations contained in paragraph 218 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

230. In response to the allegations contained in paragraph 230 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

231. In response to the allegations contained in paragraph 231 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

232. In response to the allegations contained in paragraph 232 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

233. In response to the allegations contained in paragraph 233 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

234. In response to the allegations contained in paragraph 234 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.



235. In response to the allegations contained in paragraph 235 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

236. In response to the allegations contained in paragraph 236 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

237. In response to the allegations contained in paragraph 237 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

238. In response to the allegations contained in paragraph 238 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

239. In response to the allegations contained in paragraph 239 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

240. In response to the allegations contained in paragraph 240 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

241. In response to the allegations contained in paragraph 241 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

### **COUNT XIII**

242. In response to the allegations contained in paragraph 242 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 241 above.

243. In response to the allegations contained in paragraph 243 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

244. In response to the allegations contained in paragraph 244 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

245. In response to the allegations contained in paragraph 245 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

246. In response to the allegations contained in paragraph 246 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

247. In response to the allegations contained in paragraph 247 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

248. In response to the allegations contained in paragraph 248 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

249. In response to the allegations contained in paragraph 249 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

250. In response to the allegations contained in paragraph 250 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

251. In response to the allegations contained in paragraph 251 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or

information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

252. In response to the allegations contained in paragraph 252 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

253. In response to the allegations contained in paragraph 253 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

254. In response to the allegations contained in paragraph 254 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

255. In response to the allegations contained in paragraph 255 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

#### **COUNT XIV**

256. In response to the allegations contained in paragraph 256 of the Complaint, the State Defendants hereby re-asserts and re-alleges paragraphs 1 through 255 above.

257. In response to the allegations contained in paragraph 257 of the Complaint, the State Defendants state that they are, at this time, without knowledge or information sufficient to

form a belief as to the truth or falsity of the allegations and, on that basis, deny the allegations and leave Plaintiff to its proof.

258. In response to the allegations contained in paragraph 258 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

259. In response to the allegations contained in paragraph 259 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

260. In response to the allegations contained in paragraph 260 of the Complaint, the State Defendants state that the allegations are legal conclusions to which no response is required. To the extent that these legal conclusions may be construed as statements of fact and/or factual allegations, the State Defendants state that they are, at this time, without knowledge or information sufficient to form a belief as to the truth or falsity of these allegations and, on that basis, deny the allegation and leave Plaintiff to its proof.

261. The State Defendants deny any and all allegations in the Complaint not specifically admitted, denied, or otherwise responded to above.

### **THIRD DEFENSE**

The State Defendants give notice that they may rely on the defense that Plaintiff's right to maintain this action is barred, in whole or in part, by the applicable statute of limitations.

### **FOURTH DEFENSE**

The State Defendants give notice that they may rely on the defense that Plaintiff's right to maintain this action is barred, in whole or in part, by the statute of repose.

**FIFTH DEFENSE**

The State Defendants give notice that they may rely on the defense that Plaintiff's claims are barred, in whole or in part, by the equitable doctrines of waiver, laches, estoppel, and unclean hands.

**SIXTH DEFENSE**

The State Defendants give notice that they may rely on the defense that Plaintiff's claims are barred, in whole or in part, because Plaintiff failed to exhaust its administrative remedies.

**SEVENTH DEFENSE**

The State Defendants give notice that they may rely on the defense that the information Plaintiff seeks to have publicly disclosed, if disclosed, would constitute a clearly unwarranted invasion of personal privacy, which is guaranteed to the people of the State of Hawai'i by Article 1, Section 6 of the Constitution of the State of Hawai'i.

**EIGHTH DEFENSE**

The State Defendants give notice that they may rely on the defense that the information Plaintiff seeks to have publicly disclosed are government records which, pursuant to state or federal law, including an order of any state or federal court, are protected from disclosure.

**NINETH DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that Plaintiff lacks standing and/or are not the real party in interest to assert the claims alleged in the Complaint.

**TENTH DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that Plaintiff failed to take reasonable steps to avoid or mitigate its damages, if any.

**ELEVENTH DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that Plaintiff's claims are barred and/or limited by the defense of supervening and intervening causes.

**TWELFTH DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that Plaintiff has failed to name

or join an indispensable party or parties, in accordance with Rule 19 of the Hawai‘i Rules of Civil Procedure.

**THIRTEEN DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that Plaintiff’s Complaint fails to present a justiciable controversy between Plaintiff and Defendants.

**FOURTEENTH DEFENSE**

Depending on the facts that may be adduced through further investigation and discovery, the State Defendants give notice that they may rely on the defense that the special circumstances of the case preclude an award of attorney’s fees.

**FIFTEENTH DEFENSE**

The State Defendants reserve all their rights to assert any affirmative defenses or to rely on any other matter constituting an avoidance, pursuant to Rule 8(c) of the Hawai‘i Rules of Civil Procedure, and to seek leave to amend its Answer to allege any such defenses and to assert any other defenses, claims, cross-claims, and counterclaims as discovery and evidence may merit.

WHEREFORE, the State Defendants prays as follows:

- A. That the Complaint be dismissed with prejudice, or in the alternative, that Plaintiff take nothing by the Complaint;
- B. That the State Defendants be awarded its reasonable attorneys’ fees and costs; and
- C. That this court award such further relief as may be just and proper under the circumstances.

DATED: Honolulu, Hawai‘i, February 28, 2024.

ANNE E. LOPEZ  
Attorney General for the State of Hawai‘i  
/s/ David N. Matsumiya  
AMANDA J. WESTON  
DAVID N. MATSUMIYA  
Deputy Attorneys General  
Attorneys for Defendants  
DEFENDER COUNCIL, JON N. IKENAGA, AND  
AGRIBUSINESS DEVELOPMENT CORPORATION  
BOARD OF DIRECTORS

IN THE CIRCUIT COURT OF THE FIRST CIRCUIT  
STATE OF HAWAI'I

PUBLIC FIRST LAW CENTER,  
Plaintiff,

vs.

DEFENDER COUNCIL; JON N. IKENAGA;  
and AGRIBUSINESS DEVELOPMENT  
CORPORATION BOARD OF DIRECTORS,  
Defendants.

CIVIL NO.: 1CCV-24-0000050  
(Other Civil Action)

CERTIFICATE OF SERVICE

**CERTIFICATE OF SERVICE**

The undersigned hereby certifies that on the date stated below, a copy of the foregoing document was duly served upon the party named below, via the method indicated below, at their respective last-known address.

Robert Brian Black, Esq.  
Benjamin M. Creps, Esq.  
Gillian Schefer Kim  
PUBLIC FIRST LAW CENTER  
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