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Many business lawyers have been involved in situations where the minority member of a limited liability company complains about the acts of the majority members. In the event that a minority member chooses to bring a law suit because of the acts of the majority, the issue then becomes whether the suit must be brought in his or her own name or on behalf of the limited liability company. Existing corporate law provides that a shareholder must bring such an action as a derivative suit under the Virginia Corporation Act “where that action fairly and adequately represents the interests of the corporation.” The Virginia Limited Liability Company Act gives members of a LLC a similar right to file a derivative action on behalf of the LLC. Thus in a recent case the United States District Court for the Eastern District of Virginia ruled that an action against the controlling members of a limited liability company for fraudulent and illegal conduct, civil conspiracy, conversion, breach of fiduciary duty, and breach of contract did indeed represent the interests of the limited liability company and must be brought as a derivative action. See *Trivedi v. Pathak*, No. 3:08CV3-HEH, 2008 U.S. Dist. LEXIS 31494 (E.D. Va. Apr. 15, 2008). The District Court opined that, “these claims of fraud and mismanagement belong to the LLC itself. Assuming for the sake of this Motion to Dismiss that the allegations of the Complaint are true, the appropriate remedy would be a derivative action filed by the LLC to correct its management.” *Id.* at 5.

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