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JILL E. WHELCHER
WHITMAN COUNTY CLERK

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IN THE SUPERIOR COURT OF THE STATE OF WASHINGTON
IN AND FOR THE COUNTY OF WHITMAN

WASHINGTON STATE UNIVERSITY,
an institution of higher education and
agency of the State of Washington; KIRK
H. SCHULZ, in his official capacities as
President of Washington State University
and Chair of the Pac-12 Board of
Directors; OREGON STATE
UNIVERSITY, an institution of higher
education and agency of the State of
Oregon; and JAYATHI Y. MURTHY, in
her official capacities as the President of
Oregon State University and Member of
the Pac-12 Board of Directors,

Plaintiffs,

v.

THE PAC-12 CONFERENCE, and
GEORGE KLIAVKOFF, in his official
capacity as Commissioner of the Pac-12
Conference

Defendants.

Case No. 23-2-00273-38

**ORDER GRANTING
PLAINTIFFS' MOTION FOR
TEMPORARY RESTRAINING
ORDER**

1 This matter came for hearing before this Court on the motion of Plaintiffs
2 Washington State University, Kirk H. Schulz, in his capacities as President of Washington
3 State University and Chair of the Pac-12 Board of Directors, Oregon State University, and
4 Jayathi Y. Murthy, in her capacities as President of Oregon State University and Member
5 of the Pac-12 Board (collectively, "Plaintiffs"), for a temporary restraining order ("TRO").
6 Plaintiffs seek a TRO that the Pac-12 Conference and George Kliavkoff, in his official
7 capacity as Commissioner of the Pac-12 Conference (collectively, "Defendants"), may not
8 convene a meeting of the Pac-12 Board of Directors or take certain other actions set forth
9 below until this Court can determine through a preliminary injunction hearing or other
10 suitable proceeding the authorized representatives of the Board of Directors under the Pac-
11 12 Conference Bylaws.

12 Having considered Plaintiffs' motion and all pleadings submitted in support of and
13 in opposition to the motion, the arguments of counsel for the parties, and the applicable
14 law, and in order best to preserve the status quo and avoid possible irreparable harm to any
15 party, Plaintiffs' motion for a TRO is hereby GRANTED.

16 Plaintiffs have a clear legal and equitable right to enforce the Pac-12 Conference
17 Bylaws and prevent unauthorized Board action by the Pac-12 Conference, and Plaintiffs
18 have established that they are likely to prevail on the merits of the claim. The Pac-12
19 Conference Bylaws state unambiguously that if a member delivers a notice of withdrawal
20 to the Conference before August 1, 2024, that member's representative "shall automatically
21 cease to be a member of the Pac-12 Board of Directors and shall cease to have the right to
22 vote on any matter before the Pac-12 Board of Directors." Bylaws, Ch. 2, Sec. 3. Ten
23 members of the Pac-12 Conference—the University of Arizona, Arizona State University,
24 the University of California, Berkeley, the University of California, Los Angeles, the
25 University of Colorado, Boulder, the University of Oregon, the University of Southern
26 California, Stanford University, the University of Utah, and the University of
27 Washington—have delivered notice of withdrawal from the Conference and, therefore,

1 their respective Board representatives “automatically cease[d] to be a member” of the
2 Board and “cease[d] to have the right to vote on any matter before” the Board. *Id.*

3 Further, Plaintiffs have demonstrated that, absent a TRO, they will suffer actual,
4 substantial, and immediate irreparable harm. Defendants have scheduled a “Board
5 Meeting” for September 13, 2023, at 7:00 a.m. PT, at which representatives of all twelve
6 Pac-12 Conference members will be asked to vote on matters of importance to the Pac-
7 12’s future, including a retention plan for Pac-12 employees and a “go forward governance
8 approach.” Unless Defendants are enjoined from holding the Board meeting, ineligible
9 representatives of the ten departing Conference members may purport to take actions on
10 behalf of the Pac-12 Conference that irreparably harm Plaintiffs and would be difficult or
11 impossible to reverse.

12 Finally, the Court finds that the balance of equities weighs in favor of granting a
13 TRO, and Defendants will not be significantly burdened by an injunction that preserves the
14 status quo until the Court can conduct a preliminary injunction hearing.

15 Accordingly, the Court hereby enters the following TEMPORARY
16 RESTRAINING ORDER: Pending further order of the Court, Defendants and their
17 officers, directors, members, employees, agents, representatives, attorneys, successors, and
18 assigns, and all other persons acting in concert with them shall be prohibited from:

19 1. Holding, or taking any steps to hold, a Pac-12 Conference Board meeting
20 ~~that includes representatives of the ten Pac-12 Conference members who have delivered~~
21 ~~notice of their withdrawal from the Conference,~~¹ pending a preliminary injunction hearing
22 or other suitable proceeding to determine the authorized representatives of the Pac-12
23 Conference Board of Directors under the Conference Bylaws;

24
25 ¹ For the avoidance of doubt, the ten Pac-12 Conference members that have delivered
26 notice of withdrawal from the Conference are: University of Arizona; Arizona State
27 University; University of California, Berkeley; University of California, Los Angeles;
28 University of Colorado, Boulder; University of Oregon; University of Southern California;
Stanford University; University of Utah; and University of Washington.

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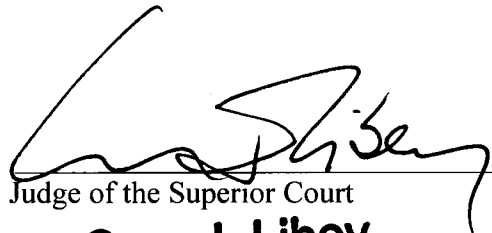
2. ~~Allowing, or taking any steps to allow, representatives of the ten Pac-12 Conference members who have delivered notice of their withdrawal from the Conference, to attend, participate in, or vote in any Pac-12 Conference Board meeting; and~~

3. ~~Transacting, or taking any steps to transact, any business or affairs of the Pac-12 Conference based on votes cast by the representatives of the ten Pac-12 Conference members who have delivered notice of their withdrawal from the Conference.~~
The PAC 12 Commission may transact business in the normal course. If members agree unanimously on any subject, then such action may be adopted.

The parties shall be permitted to conduct expedited discovery in advance of a preliminary injunction hearing. The parties shall meet and confer on an appropriate schedule for expedited discovery and briefing and hearing a motion for a preliminary injunction, and submit a proposal to the Court.

IT IS SO ORDERED.

Dated: *9/10/2023*

By: 
Judge of the Superior Court
Gary J. Libey