No. 24-_____

IN THE
Supreme Court of the United States

PRESTON L. MARSHALL, IN HIS OFFICIAL CAPACITY AS CO-TRUSTEE OF PEROXISOME TRUST AND IN HIS PERSONAL CAPACITY,
Petitioner,

v.

STEPHEN D. COOK, DOCTOR, IN HIS CAPACITIES AS CO-TRUSTEE OF THE MARSHALL HERITAGE FOUNDATION AND MARSHALL LEGACY FOUNDATION,
Respondent.

On Petition for a Writ of Certiorari to the United States Court of Appeals for the Fifth Circuit

PETITION FOR A WRIT OF CERTIORARI

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QUESTION PRESENTED

This case concerns the power of federal courts to adjudicate purely state-law claims pursuant to diversity subject-matter jurisdiction under 28 U.S.C. § 1332.

In *Navarro Savings Association v. Lee*, 446 U.S. 458 (1980), this Court held that all eight co-trustees of an express trust were "real parties to the controversy" because they were "active trustees" who shared the same powers to hold and manage trust property and to sue and be sued in their own names. As a result, the Court held that together they could sue in diversity based solely upon the citizenship of the eight co-trustees, ignoring the citizenship of trust beneficiaries.

The question presented is:

Whether diversity jurisdiction may be created by having one diverse co-trustee bring the lawsuit, strategically excluding all nondiverse co-trustees as parties; or if the citizenship of the nondiverse, non-party co-trustees must be counted because they all are "real parties to the controversy" by virtue of their equally shared powers to hold and manage trust property and to sue and be sued in their own names – which here would destroy diversity.

PARTIES TO THE PROCEEDINGS

Petitioner Preston L. Marshall ("Preston"), in his Official Capacity as Co-Trustee of the Peroxisome Trust and in his Personal Capacity, was the defendant in the district court and the appellant in the court of appeals.

The Peroxisome Trust is a nongrantor Charitable Lead Annuity Trust created within the meaning of Internal Revenue Service Revenue Procedure 2007-45. Peroxisome has two trustees: Preston and his brother, E. Pierce Marshall, Jr. ("Pierce").

Respondent Stephen D. Cook, Doctor ("Cook"), in his Capacities as Co-Trustee of the Marshall Heritage Foundation ("Heritage") and Marshall Legacy Foundation ("Legacy"), was the plaintiff in the district court and the appellee in the court of appeals.

Both Heritage and Legacy are charitable trusts organized under the laws of the State of Louisiana. The other Co-Trustees of Heritage besides Cook are Preston and Pierce's mother, Elaine Marshall ("Elaine"), and Pierce. The other Co-Trustees of Legacy besides Cook are Elaine and Preston.

RELATED CASES

Cook, etc. v. Marshall, etc. (5th Cir. Feb. 27, 2025) (No. 24-30222) (denying rehearing)

Cook, etc. v. Marshall, etc., 126 F.4th 1031 (5th Cir. Jan. 23, 2025) (No. 24-30222) (affirming district court)

Cook, etc. v. Marshall, etc., 2024 WL 983355 (E.D. La. Mar. 7, 2024) (No. 17-5368 C / W 21-2139) (granting in part and denying in part defendant's motion for reconsideration)

Cook, etc. v. Marshall, etc., 2024 WL 147837 (E.D. La. Jan. 11, 2024) (No. 17-5368 C / W 21-2139) (granting plaintiff's amended motion for partial summary judgment)

Cook, etc. v. Marshall, etc., 2023 WL 8257983 (E.D. La. Nov. 29, 2023) (No. 17-5368 C / W 21-2139) (granting plaintiff's motions for partial summary judgment)

Cook, etc. v. Marshall, etc., 645 F. Supp. 3d 543 (E.D. La. Dec. 9, 2022) (No. 17-5368 C / W 21-2139) (denying defendant's motion to dismiss)

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Petitioner Preston L. Marshall, in his capacity as co-trustee of Peroxisome Trust and in his personal capacity, petitions for a writ of certiorari to review the judgment of the Fifth Circuit in this case.

OPINIONS BELOW

The opinion of the court of appeals (App. 1a-10a) is reported at 126 F.4th 1031. The district court's order denying defendant's motion to dismiss (App. 39a-53a) is reported at 645 F. Supp. 3d 543. The district court's orders in connection with plaintiff's motions for partial summary judgment (App. 11a-17a, 18a-24a, 25a-38a) are not reported but are available at 2024 WL 983355, 2024 WL 147837, and 2023 WL 8257983, respectively.

JURISDICTION

The Fifth Circuit entered judgment on January 23, 2025, and denied petitioner's petition for rehearing on February 27, 2025. App. 54a-55a. On June 27, 2025, Justice Alito extended the time for filing a petition for a writ of certiorari to and including June 27, 2025. This Court's jurisdiction is invoked under 28 U.S.C. § 1254(1).

STATUTORY PROVISIONS INVOLVED

The provisions of 28 U.S.C. § 1332 are set forth at App. 67a-74a.

INTRODUCTION

This case presents a direct threat to one of this Court's bedrock jurisdictional safeguards: the complete-diversity requirement under 28 U.S.C. § 1332. If not reversed, the decision below will erode a fundamental limitation on federal judicial power. The decision improperly permits trusts with multiple trustees to cherry-pick – or even newly appoint – just one diverse co-trustee to bring a federal suit alleging only state-

law claims on behalf of the trust, strategically excluding all nondiverse co-trustees as parties to manufacture diversity jurisdiction. That decision subverts this Court's precedents and invites rampant forum manipulation in suits brought by or against trustees.

Forty-five years ago, in *Navarro Savings Association v. Lee*, 446 U.S. 458 (1980), this Court held that each of eight plaintiff co-trustees – who jointly shared legal title, control over trust property, and the right to sue – were real parties to the controversy whose citizenship must be considered for purposes of diversity jurisdiction. The Court held the citizenship of trust *beneficiaries* could be disregarded only because all eight *trustees* jointly held such traditional powers. But the Court did not hold or suggest that a trust with multiple co-trustees – likewise sharing those same traditional powers – could nominate one diverse trustee to sue while sidelining all other nondiverse trustees in a manner that fabricates diversity.

Yet that is precisely what the Fifth Circuit in this case held any trustee plaintiff may do. As in *Navarro*, the three trustees here jointly share legal title, control over trust property, and the right to sue. But two of the three trustees are nondiverse, so a majority nominated the third diverse trustee to bring this suit as the sole party plaintiff. The court's holding cannot be squared with *Navarro*'s requirement that courts "rest jurisdiction only upon the citizenship of real parties to the controversy," which arose as to all eight co-trustees who equally shared powers. 446 U.S. at 462-66.

Nor can that ruling be reconciled with this Court's related decisions on the citizenship of unincorporated associations, where the citizenship of *all members* counts for diversity jurisdiction. Such unincorporated associations include: statutory trusts sued or suing as

an entity, *see Americold Realty Tr. v. ConAgra Foods, Inc.*, 577 U.S. 378, 381-83 (2016) (*all* trust beneficiaries or shareholders); partnerships, *see Chapman v. Barney*, 129 U.S. 677, 682 (1889) (*all* partners); limited partnerships, *see Great S. Fire Proof Hotel Co. v. Jones*, 177 U.S. 449, 456-57 (1900), and *Carden v. Arkoma Assocs.*, 494 U.S. 185, 192-96 (1990) (*all* partners, with no exception for limited partners); and unions, *see United Steelworkers v. R.H. Bouligny, Inc.*, 382 U.S. 145, 150-51 (1965) (*all* union members). If all members of any unincorporated association must be diverse to gain access to federal courts, then all trustees of any express trust likewise must be diverse.

To be sure, *Navarro* treated trustee parties differently from unincorporated associations by allowing the citizenship of trustees rather than beneficiaries or shareholders to govern the diversity calculus. But this Court's rationale for doing so was that all eight trustees shared traditional powers to hold and manage trust property and to sue and be sued in their own names. Just as the all-members rule for unincorporated associations looks to the citizenship of *all members*, excluding none, the *Navarro* rule for trustees suing or sued in their own names must be understood to look to the citizenship of *all trustees*, excluding none, because each is a real party to the controversy for purposes of establishing the jurisdictional power of a federal court to adjudicate purely state-law claims. Such a conclusion also is consistent with the principle that federal courts are courts of limited jurisdiction – particularly where only state-law claims are alleged.

The issue is straightforward, and review is appropriate now to prevent an expansion of federal-court jurisdiction by trustees seeking to concoct federal diversity jurisdiction by excluding nondiverse

co-trustees. The case is an excellent vehicle because the citizenship of each co-trustee and the defendant is undisputed, and the issue is a pure question of law.

This case also is worthy of the Court's review because the decision below further deepens the existing confusion over *Navarro*'s application. Different judicial interpretations of *Navarro* undermine predictability for all trust stakeholders and impose uncertainty on litigants and courts in multi-trustee cases. The consequences are significant: diversity cases have increased substantially in recent years, and multi-trustee arrangements are relatively common.

STATEMENT

This case concerns a local family dispute involving purely state-law claims concerning three trusts governed by Louisiana state law.

Peroxisome trust. Petitioner Preston L. Marshall ("Preston") is co-trustee of a nongrantor charitable lead annuity trust named "Peroxisome." Peroxisome has one other co-trustee, Preston's brother E. Pierce Marshall, Jr. ("Pierce"). Peroxisome was established by Pierce and Preston's mother, Elaine Marshall ("Elaine"), and initially funded with $100 million in assets. App. 2a.

Heritage and Legacy trusts. Peroxisome has funded two downstream charitable trusts – the Marshall Heritage Foundation ("Heritage") and the Marshall Legacy Foundation ("Legacy"). Both have three trustees. For Heritage, the trustees are Dr. Stephen D. Cook ("Cook") (a Marshall family friend), Elaine, and Pierce. For Legacy, the trustees are Cook, Elaine, and Preston. All three of the Marshalls – Elaine, Pierce, and Preston – are citizens of Texas. Cook alone is a citizen of Louisiana. So, for both Heritage and

Legacy, Cook is the sole co-trustee of either trust whose citizenship is diverse to that of Preston.

Cook alone sued Preston. Cook, in his capacity as co-trustee of Heritage and Legacy, sued Preston in federal district court, bringing only state-law claims for breach of trust. Louisiana law by default requires majority authorization from trustees for any action, including the initiation of litigation. *See* La. Stat. Ann. § 9:2114. A majority of the three trustees in each trust accordingly authorized Cook to bring this suit. For Heritage, Elaine, Pierce, and Cook authorized Cook to sue. App. 56a-61a. For Legacy, Elaine and Cook authorized Cook to sue. App. 62a-66a.

Cook alone then brought this suit, excluding as parties his nondiverse co-trustees – whose majority authorizations he needed before suing – to create diversity jurisdiction. No challenge to diversity jurisdiction was made in the district court. On the merits, the district court granted summary judgment to Cook and ordered Preston removed as a co-trustee of Peroxisome. App. 37a-38a. The court also ordered Preston to pay damages of more than $10 million to Cook on behalf of Heritage and Legacy. App. 22a-24a.

On appeal as relevant here, Preston contended that the district court lacked subject-matter jurisdiction because complete diversity was lacking pursuant to 28 U.S.C. § 1332(a)(1). App. 4a. The Fifth Circuit rejected Preston's argument, holding that the citizenship of unnamed co-trustees is not relevant to determining diversity jurisdiction so long as one diverse co-trustee is a party. App. 5a-6a.

REASONS FOR GRANTING THE PETITION

The question presented is critically important to the constitutional and statutory limits of federal diversity jurisdiction and to trust litigation nationwide. The Fifth Circuit's decision undermines the doctrinal framework set out in *Navarro*, which makes clear that, where a trustee sues in his or her own name, all co-trustees who jointly hold real and substantial control over the trust's affairs and litigation are the real parties to the controversy whose citizenship counts. The decision also is at odds with this Court's rulings on unincorporated associations, where the citizenship of all members counts in determining diversity.

The decision also deepens the existing lack of clarity in the lower courts about how the complete-diversity doctrine applies to suits involving trustees, which has resulted in inconsistent outcomes. That uncertainty warrants this Court's prompt attention, particularly given that nearly half of all federal civil cases – nearly 160,000 cases each year – rely on diversity of citizenship as their gateway to the federal courts.

This Court regularly has granted writs of certiorari on important jurisdictional questions even before a circuit conflict fully has ripened. Similarly, the Court regularly has granted review to preserve constitutional and statutory limits on diversity jurisdiction, which reduces the burden on overtaxed district courts. This case is a suitable vehicle because the facts about citizenship are undisputed and the issue is a pure question of law pursuant to 28 U.S.C. § 1332.

I. THE DECISION BELOW CONFLICTS WITH THIS COURT'S DECISIONS LIMITING DIVERSITY JURISDICTION FOR TRUSTEES AND UNINCORPORATED ASSOCIATIONS

This Court long has distinguished between three categories of entities in determining whose citizenship counts for diversity jurisdiction: corporations, unincorporated associations, and express or traditional trusts where trustees hold legal title to and manage property for the benefit of others, and may sue and be sued in their own names.

For each category, the primary question has been whether the citizenship of all beneficiaries or shareholders counts for diversity, or whether the citizenship of only the entity itself or its trustees is all that matters. Proper application of those rules determines whether complete diversity exists to support federal-court jurisdiction over purely state-law claims.

A. This Court Has Required Complete Diversity Of Citizenship To Limit Federal Jurisdiction Over State-Law Claims

1. As this Court has explained "many times," the "district courts of the United States . . . are courts of limited jurisdiction. They possess only that power authorized by Constitution and statute." *Exxon Mobil Corp. v. Allapattah Servs., Inc.*, 545 U.S. 546, 552 (2005) (cleaned up). For federal claims, Congress "provide[d] a federal forum for plaintiffs who seek to vindicate federal rights . . . under the Constitution, laws, or treaties of the United States." *Id.* (citing 28 U.S.C. § 1331).

For state-law claims, Congress also has granted district courts "original jurisdiction in civil actions between citizens of different States, between U.S. citizens and foreign citizens, or by foreign states

against U.S. citizens." *Id.* (citing 28 U.S.C. § 1332). Importantly, the "intent of Congress drastically to restrict federal jurisdiction in controversies between citizens of different states has always been rigorously enforced by the courts." *St. Paul Mercury Indem. Co. v. Red Cab Co.*, 303 U.S. 283, 288 (1938).

2. For more than 200 years, this Court has required *complete* diversity to justify a federal forum for state-law claims. So, in "a case with multiple plaintiffs and multiple defendants, the presence in the action of a single plaintiff from the same State as a single defendant deprives the district court of original diversity jurisdiction over the entire action." *Exxon*, 545 U.S. at 553 (citing *Strawbridge v. Curtiss*, 7 U.S. (3 Cranch) 267 (1806); and *Owen Equip. & Erection Co. v. Kroger*, 437 U.S. 365, 375 (1978)).

This Court "has adhered to the complete diversity rule" in order "to provide a neutral forum." *Id.* at 552, 553-54. That is, the diversity requirement seeks only "to provide a federal forum for important disputes where state courts might favor, or be perceived as favoring, home-state litigants." *Id.* at 553-54; *see Guaranty Tr. Co. of New York v. York*, 326 U.S. 99, 111 (1945) ("Diversity jurisdiction is founded on assurance to non-resident litigants of courts free from susceptibility to potential local bias."). Of course, the "presence of parties from the same State on both sides of a case dispels this concern." *Exxon*, 545 U.S. at 554. In addition to providing a neutral forum, the diversity requirement safeguards the "rightful independence" of the States to decide controversies arising under their own laws. *City of Indianapolis v. Chase Nat'l Bank of City of New York*, 314 U.S. 63, 77 (1941).

In line with these goals, the requirement of *complete* diversity serves "to reduce the caseload of the federal

courts, and to correct abuses of diversity jurisdiction." *Chick Kam Choo v. Exxon Corp.*, 764 F.2d 1148, 1152 (5th Cir. 1985); *see generally Exxon*, 545 U.S. at 552-53 (warning that loosening diversity requirements could "flood the federal courts"). For artificial entities such as trusts, corporations, and unincorporated associations, it therefore is crucial to determine which members' citizenship counts for diversity jurisdiction.

B. *Navarro*'s Rationale Means The Citizenship Of All Trustees Counts, Regardless Of Whether They Were Named As Parties

1. This Court never has allowed the citizenship of unnamed trustees to be disregarded in creating diversity jurisdiction. In *Thomas v. Board of Trustees*, 195 U.S. 207 (1904), the Court held that, where university trustees were sued as a group, the complaint needed to allege that "*each individual trustee* was a citizen of [a diverse State]." *Id.* at 218 (emphasis added). The Court nowhere suggested parties may pick and choose which trustee to sue and ignore the citizenship of nonparty, nondiverse trustees.

Decades later, in *Navarro Savings Association v. Lee*, 446 U.S. 458 (1980), the question was whether the citizenship of trustees in an express trust was all that mattered for diversity, or if the citizenship of all trust *beneficiaries* also counted. The trust at issue had eight trustees, all of whom jointly brought the action in their own names and in their capacities as co-trustees. *Id.* at 459. This Court applied a real-party-in-interest standard, holding that "a trustee is a real party to the controversy for purposes of diversity jurisdiction when he possesses certain customary powers to hold, manage, and dispose of assets for the benefit of others." *Id.* at 464.

The Court held the citizenship of beneficiaries could be disregarded so long as the trustees are "active trustees" who have "legal title," "manage the assets," and may "initiate or compromise lawsuits relating to the trust's affairs." *Id.* at 459, 465; *see generally id.* at 462-66. The Court nowhere suggested that unnamed co-trustees jointly sharing those same traditional "active trustee" powers cease to be real parties to the controversy merely because they are not named as parties.

To the contrary, the Court's focus was on function, not form. The Court's rationale rested on the fact that all eight trustees jointly held "title to real estate investments in trust for the benefit of . . . shareholders." *Id.* at 459. "They have legal title; they manage the assets; they control the litigation. In short, they are real parties to the controversy." *Id.* at 465. The Court emphasized it was those traditional trustee powers – not merely their named litigation-party status – that made the co-trustees real parties for diversity purposes. And it carefully distinguished such active trustees from "naked trustees who act as mere conduits" and whose status might require looking to beneficiaries. *Id.* (cleaned up). It is hard to imagine the *Navarro* Court would have upheld diversity jurisdiction if there had been a ninth nondiverse, equally empowered co-trustee who had been excluded as a party plaintiff so that complete diversity could be manufactured.

Indeed, *Navarro* and cases it relied upon concerned multiple trustees; none allowed unnamed trustees to be disregarded. Using the plural form, the *Navarro* Court explained: "As early as 1808, this Court stated that *trustees* of an express trust are entitled to bring diversity actions in their own names and upon the basis of their own citizenship." *Id.* at 462-63 (emphasis added) (citing *Chappedelaine v. Dechenaux*, 8 U.S. (4

Cranch) 306, 308 (1808); *Bonnafee v. Williams*, 44 U.S. (3 How.) 574, 577 (1845); and *Coal Co. v. Blatchford*, 78 U.S. (11 Wall.) 172, 175 (1871)). Not one of those decisions suggested parties may cure a diversity defect by ignoring the citizenship of co-trustees.[1]

2. Here, Heritage and Legacy are express trusts in which the three trustees also share traditional "active trustee[]" powers. *Navarro*, 446 U.S. at 465; *see* La. Stat. Ann. § 9:1731 ("A trust . . . is the relationship resulting from the transfer of title to property to a person to be administered by him as a fiduciary for the benefit of another."); *Read v. United States ex rel. Dep't of Treasury*, 169 F.3d 243, 248 (5th Cir. 1999) (per curiam) (in Louisiana, "title to trust property [is] vested in the trustee alone"); App. 4a-5a ("As traditional trusts, [Heritage and Legacy] cannot sue or

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[1] Federal Rule of Civil Procedure 17(a)(1) provides that an action must "be prosecuted in the name of the real party in interest," meaning the person "who possesses the right to enforce [a] claim and who has a significant interest in the litigation." *Cortlandt St. Recovery Corp. v. Hellas Telecomms., S.a.r.l.*, 790 F.3d 411, 420 (2d Cir. 2015) (citations omitted; brackets in *Cortlandt*). The Court in *Navarro* explained there is only a "rough symmetry" between the real-party-in-interest standard under Rule 17(a) and "the rule that diversity jurisdiction depends upon the citizenship of real parties to the controversy." 446 U.S. at 462 n.9. The two doctrines "serve different purposes and need not produce identical outcomes in all cases." *Id.*

Thus, even if a party may be deemed a real party in interest under Rule 17(a), that status does not control the distinct analysis for purposes of diversity jurisdiction, which turns on the entity's structural realities. For instance, *Navarro* explained that a labor union may sue "in its own name as a real party in interest under Rule 17(a)," but "[t]o establish diversity . . . the union must rely upon the citizenship of each of its members." *Id.* (citing *United Steelworkers v. R.H. Bouligny, Inc.*, 382 U.S. 145 (1965)); *see infra* Part I.C (discussing the all-members rule that applies to all unincorporated associations).

be sued and, in fact, are not legal entities at all but 'relationships' with no citizenship of their own.").

Although Cook alone sued Preston, he could do so only with majority trustee authorization, including from at least one nondiverse trustee in both Heritage and Legacy. *See* La. Stat. Ann. § 9:2114 (requiring majority authorization by default); *supra* p. 5. And as in *Navarro*, Cook filed this lawsuit in his fiduciary capacity for the benefit of each trust and his real-party co-trustees. Further, like the trustees in *Navarro*, all three co-trustees of Heritage and Legacy "operated under a declaration of trust that authorized" them jointly to "possess[] certain customary powers to hold, manage, and dispose of assets for the benefit of others" and to "control the litigation." 446 U.S. at 464-65; *see* Exs. 4 and 5 to Compl. for Removal of Trustee, Declaratory Relief and for Damages, No. 21-2139, ECF Nos. 1-4 & 1-5 (E.D. La. Nov. 18, 2021) (Heritage and Legacy trust documents reflecting joint "powers" of the "Co-Trustees").

Accordingly, all three trustees are "real part[ies] to the controversy for purposes of diversity jurisdiction." *Navarro*, 446 U.S. at 464. Although only Cook signed the complaint, he prosecutes this suit on behalf of all three trustees no less than if each was a named plaintiff. To conclude Heritage and Legacy may nominate Cook to create diversity jurisdiction and ignore the citizenship of his real-party co-trustees would radically depart from the core logic of *Navarro*.

C. This Court's Refusal To Extend Corporate-Style Citizenship To Any Other Entity, And Its *All-Members* Rule For Unincorporated Associations, Likewise Support An *All-Trustees* Rule For Trusts

1. This Court's early treatment of corporations as citizens for purposes of diversity jurisdiction laid the groundwork for its later – and markedly narrower – treatment of *unincorporated* associations and similar artificial entities, which remain subject to the citizenship of every individual member. This Court's divergence was deliberate. It reflects a longstanding concern that extending corporate-style citizenship to other forms would invite gamesmanship and expand diversity jurisdiction well beyond its intended bounds.

Beginning with first principles, the Constitution provides that the "judicial Power shall extend" to "Controversies . . . between Citizens of different States." Art. III, § 2. "This language, however, does not automatically confer diversity jurisdiction upon the federal courts." *Hertz Corp. v. Friend*, 559 U.S. 77, 84 (2010). "Rather, it authorizes Congress to do so and, in doing so, to determine the scope of the federal courts' jurisdiction within constitutional limits." *Id.* (citing *Kline v. Burke Constr. Co.*, 260 U.S. 226, 233-34 (1922); and *Mayor v. Cooper*, 73 (U.S.) (6 Wall.) 247, 252 (1868)). From the beginning, Congress has drawn those lines cautiously. The first Judiciary Act of 1789 authorized federal courts to hear suits "between a citizen of the State where the suit is brought, and a citizen of another State." Ch. 20, § 11, 1 Stat. 73, 78. But the statute said nothing about whether a corporation as an entity could be a "citizen." *See id.*

In 1809, Chief Justice Marshall, for a unanimous Court, described a corporation as an "invisible, intangible, and artificial being" that was "certainly not a citizen." *Bank of United States v. Deveaux*, 9 U.S. (5 Cranch) 61, 86 (1809). As a result, a corporation could invoke diversity jurisdiction only by pleading that each of its *shareholders* was a citizen of a different State from the defendants. This was because "the term citizen" was understood only "to describe the *real persons* who come into court." *Id.* at 91-92 (emphasis added).[2]

In 1844, however, the Court overruled *Deveaux* by deeming corporations as citizens only of their States of incorporation, substantially expanding their access to the federal courts. *See Louisville, C. & C.R.R. Co. v. Letson*, 43 U.S. (2 How.) 497, 555-56, 558-59 (1844). Ten years later, the Court reaffirmed that decision by merely presuming all shareholders were citizens of the same State where the corporation was incorporated. *See Marshall v. Baltimore & O.R.R. Co.*, 57 U.S. (16 How.) 314, 329 (1854).

That turnabout, however, invited manipulation. Corporations adopted the practice of reincorporating in States where they did not operate to manufacture diversity and access federal courts in their home States on state-law claims. *See Hertz*, 559 U.S. at 85-86. In 1928, this Court upheld that practice, holding that "a corporation closely identified with State A could proceed in a federal court located in that State

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[2] *Navarro* likewise looked to the "real parties to the controversy" and found that all eight co-trustees who shared trustee powers were such real parties. 446 U.S. at 464-65. The all-members rule for unincorporated associations, discussed next in Part I.B.2, is based on a similar understanding of the "real parties" that come into court under the auspices of the artificial entity.

as long as the corporation had filed its incorporation papers in State B, perhaps a State where the corporation did no business at all." *Id.* at 85 (discussing *Black & White Taxicab & Transfer Co. v. Brown & Yellow Taxicab & Transfer Co.*, 276 U.S. 518, 522-25 (1928)).

Legislators, judges, and other stakeholders recognized the problem: the corporate citizenship rule "was at odds with diversity jurisdiction's basic rationale" to guard against local bias – not to authorize forum-shopping. *Id.* "Through its choice of the State of incorporation, a corporation could manipulate federal-court jurisdiction, for example, opening the federal courts' doors in a State where it conducted nearly all its business by filing incorporation papers elsewhere." *Id.* at 85-86. Likewise, "as federal dockets increased in size, many judges began to believe those dockets contained too many diversity cases." *Id.* at 86.

In 1958, Congress eventually amended § 1332 to codify this Court's longstanding state-of-incorporation test and to add that a corporation also is a citizen of its principal place of business, thereby curbing the reincorporation abuse. *See* 28 U.S.C. § 1332(c)(1); *Hertz*, 559 U.S. at 87-89. The new addition helped enforce the statute's integrity and limit diversity jurisdiction.

2. Although corporations are deemed citizens for diversity purposes, this Court has "firmly resisted extending that treatment to other entities." *Carden v. Arkoma Assocs.*, 494 U.S. 185, 189 (1990); *see id.* ("That [corporate citizenship] rule must not be extended."). Instead, the Court has adhered to a simple all-members rule, whereby the citizenship of *all members* of any unincorporated association or artificial entity counts for diversity jurisdiction. Nor has Congress seen fit to expand access to federal courts for unincorporated associations alleging state-law claims.

As *Navarro* explained, "[a]lthough corporations suing in diversity long have been 'deemed' citizens, unincorporated associations remain mere collections of individuals." 446 U.S. at 461 (citation omitted). Accordingly, when an unincorporated association sues or is sued, each of its members is a party "whose citizenship determines the diversity jurisdiction of a federal court." *Id.*

That all-members rule is categorical. Partnerships have the citizenship of all partners. *See Chapman v. Barney*, 129 U.S. 677, 682 (1889). So does a "limited partnership association," *Great S. Fire Proof Hotel Co. v. Jones*, 177 U.S. 449, 456-57 (1900), where the citizenship of all general and limited partners counts, *see Carden*, 494 U.S. at 192-96. Labor unions have the citizenship of all union members. *See United Steelworkers*, 382 U.S. at 150-51. Although this Court has not yet assessed limited liability companies, circuit courts unanimously have held they likewise have the citizenship of all members.[3]

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[3] *See Grupo Dataflux v. Atlas Glob. Grp., L.P.*, 541 U.S. 567, 585 n.1 (2004) (Ginsburg, J., dissenting) ("Although the Court has never ruled on the issue, Courts of Appeals have held the citizenship of each member of an LLC counts for diversity purposes."); *Pramco, LLC ex rel. CFSC Consortium, LLC v. San Juan Bay Marina, Inc.*, 435 F.3d 51, 54-55 (1st Cir. 2006); *Handelsman v. Bedford Vill. Assocs. Ltd. P'ship*, 213 F.3d 48, 51-52 (2d Cir. 2000) (Sotomayor, J.); *In re Lipitor Antitrust Litig.*, 855 F.3d 126, 150 (3d Cir. 2017); *General Tech. Applications, Inc. v. Exro Ltda*, 388 F.3d 114, 121 (4th Cir. 2004); *Harvey v. Grey Wolf Drilling Co.*, 542 F.3d 1077, 1079-80 (5th Cir. 2008); *V & M Star, LP v. Centimark Corp.*, 596 F.3d 354, 356 (6th Cir. 2010); *Cosgrove v. Bartolotta*, 150 F.3d 729, 731 (7th Cir. 1998); *GMAC Com. Credit LLC v. Dillard Dep't Stores, Inc.*, 357 F.3d 827, 829 (8th Cir. 2004); *Johnson v. Columbia Props. Anchorage, LP,* 437 F.3d 894, 899 (9th Cir. 2006); *Siloam Springs Hotel, L.L.C. v. Century Sur.*

In *Carden*, this Court drew the line sharply. It affirmed that a limited partnership cannot invoke diversity based on its general partners alone. *See* 494 U.S. at 192-93. Instead, both general and limited partners' citizenship must be considered. *Id.* The Court explained that it had "never held that an artificial entity, suing or being sued in its own name, can invoke the diversity jurisdiction of the federal courts based on the citizenship of some but not all of its members." *Id.* at 192.

3. The all-members rule likewise applies when the artificial entity is a statutory trust that sues or is sued in the name of the entity, rather than its trustees. In *Americold Realty Trust v. ConAgra Foods, Inc.*, 577 U.S. 378, 382 (2016), the Court addressed whether a real estate investment trust organized under state law could invoke diversity jurisdiction based solely on the citizenship of its trustee.

The trust itself was named as a defendant in a state-court lawsuit and sought to remove the case to federal court, arguing that its citizenship should be based on its sole trustee per *Navarro*. *Id.* at 379-80. This Court rejected that position. Because state law defined the trust as an "unincorporated . . . association" that could sue or be sued in its own name, the all-members rule applied such that the citizenship of all members (trust beneficiaries or shareholders) counted for diversity purposes. *Id.* at 382.

Co., 781 F.3d 1233, 1238 (10th Cir. 2015); *Rolling Greens MHP, L.P. v. Comcast SCH Holdings L.L.C.*, 374 F.3d 1020, 1022 (11th Cir. 2004) (per curiam); *CostCommand, LLC v. WH Adm'rs, Inc.*, 820 F.3d 19, 21 (D.C. Cir. 2016); *Inspired Dev. Grp., LLC v. Inspired Prods. Grp., LLC*, 938 F.3d 1355, 1359 (Fed. Cir. 2019) (acknowledging Eleventh Circuit's application of all-members rule to LLC after transfer under 28 U.S.C. § 1631).

It declined to extend *Navarro* to every entity that "happens to call itself a trust," *id.* at 383. Instead, because the real estate investment trust was structured as an unincorporated association and sued as an entity, the Court "appl[ied its] 'oft-repeated rule' that it possesses the citizenship of all its members." *Id.* (quoting *Carden*, 494 U.S. at 195-96). Indeed, "[m]any States . . . have applied the 'trust' label to a variety of unincorporated entities that have little in common with this traditional template." *Id.*

The Court in *Americold* explained that *Navarro* was rooted in the traditional understanding of a trust as "not . . . a distinct legal entity, but [rather] a 'fiduciary relationship' between multiple people." *Id.* (citation omitted). Because a mere relationship "was not a thing that could be haled into court[,] legal proceedings involving a trust were brought by or against the trustees in their own name." *Id.* In short, trusts traditionally were not juridical entities, so only their trustees could be named in litigation. *Id.*; *see also Navarro*, 446 U.S. at 462-66.

Accordingly, for a traditional trust, the citizenship of all the trustees with traditional power and authority must be considered. *See Americold*, 577 U.S. at 383; *Navarro*, 446 U.S. at 462-66. For unincorporated associations, the all-members rule applies. *See Americold*, 577 U.S. at 382-83. The issue in this case presents a point of interconnection between those two settled principles: when co-trustees authorize one co-trustee to sue, diversity depends on the citizenship of *all* the trustees.

D. The Decision Below Violates This Court's Settled Framework And Allows Plaintiff Trustees To Fabricate Diversity

1. The Fifth Circuit's decision created precisely the kind of loophole this Court has refused to open. It dramatically expands diversity jurisdiction by allowing trusts with nondiverse trustees to gain access to federal court simply by excluding the nondiverse trustees from the caption and having a diverse trustee bring suit. That result is directly analogous to allowing a general partner to omit its nondiverse limited partners from the caption to create diversity jurisdiction – something *Carden* squarely forbids. *See* 494 U.S. at 192-96.

With little analysis, the Fifth Circuit held that, because Heritage and Legacy are traditional trusts, and Cook sued in his own name, "Cook and Preston are the only parties whose citizenship matters." App. 5a. And it did so even though Cook, the lone diverse trustee, could not act alone, but required majority authorization from nondiverse trustees who maintain an equal stake in the litigation and joint legal control over the trust. *Navarro* nowhere indicated that the citizenship of unnamed trustees could be disregarded. To the contrary, *Navarro* instructed federal courts to "disregard nominal or formal parties and rest jurisdiction only upon the citizenship of real parties to the controversy." 446 U.S. at 461. Yet the Fifth Circuit never considered whether Elaine and Preston were real parties to the instant controversy. App. 5a-7a. The Fifth Circuit's rule is irreconcilable with the principle that "[f]ederal courts . . . are courts of limited jurisdiction." *Royal Canin U.S.A., Inc. v. Wullschleger*, 604 U.S. 22, 26 (2025) (cleaned up).

2. The decision below provides a ready roadmap for defeating the complete-diversity rule. Here, Cook (a Louisiana citizen) sued Preston (a Texas citizen) and sidelined Cook's nondiverse co-trustees Elaine and Pierce (both Texas citizens like Preston). But in the next case, Elaine or Pierce could sideline Cook and sue a Louisiana defendant in federal court. If the next defendants are citizens of both Louisiana and Texas, the current trustees simply could appoint a new trustee from Mississippi to sue. Left unchecked, the decision will encourage widespread gamesmanship among multi-trustee trusts and other collective entities.

The decision thus threatens federalism and subjects federal courts to manipulation. Diversity jurisdiction is designed to protect out-of-state litigants from potential local bias – not to provide federal forums for intrastate disputes. *See supra* Part I.A; *Exxon*, 545 U.S. at 553-54; *York*, 326 U.S. at 111. Because co-trustees Elaine and Pierce are citizens of Texas just like Preston, there is no risk of local prejudice in a Louisiana state court.

Further, "[d]eciding cases under state law without resort to review by state courts creates the possibility of interference with state autonomy." *Chick Kam Choo*, 764 F.2d at 1150. It likewise imposes a "substantial burden" on federal courts to resolve state-law cases, "sometimes greater than that involved in resolving issues of federal law," because "federal courts often must labor without the aid of guiding precedent, requiring that they place themselves in the position of state courts to project or anticipate a proper state court decision." *Id.*; *see id.* (noting that expanding the scope of diversity jurisdiction "'would be destructive of the dignity and prestige of state courts, harmful to the federal courts and disruptive of federal-

state relationships'") (quoting Am. L. Inst., *Study of the Division of Jurisdiction Between State and Federal Courts* 99-103 (1969)).

Yet the Fifth Circuit's decision undermines the federal-state balance: it allows litigants to bypass state courts not to guard against local bias, but to evade the authority of state courts on purely state-law matters. That evasion offends the principles of federalism that the diversity statute was designed to preserve.

The Court should grant certiorari to correct the Fifth Circuit's misreading of the *Navarro*, *Carden*, and *Americold* lines of cases and reaffirm that, when trustees share traditional trustee rights to hold and manage trust property, all trustees must be considered real parties to the controversy whose citizenship counts for purposes of diversity jurisdiction.

II. REVIEW ALSO IS WARRANTED BECAUSE LOWER COURTS ARE IN DISARRAY

A. There Is Confusion In The Lower Courts About Whether An Unnamed Trustee's Citizenship Counts For Diversity

Following *Navarro*, there has been disarray in lower courts regarding the question presented here. The Seventh and Tenth Circuits erroneously have disregarded the nondiverse citizenship of nonparty trustees. *See Doermer v. Oxford Fin. Grp., Ltd.*, 884 F.3d 643, 647 (7th Cir. 2018); *Lenon v. St. Paul Mercury Ins. Co.*, 136 F.3d 1365, 1371-72 (10th Cir. 1998) (per curiam). Like the Fifth Circuit, those decisions improperly relied on *Navarro* too readily to hold that unnamed trustees could be ignored, without considering that all eight trustees in *Navarro* were named plaintiffs or engaging with *Navarro*'s reasoning that

all eight were real parties to the controversy because they shared traditional trustee powers.

On the other hand, the Third Circuit properly has reasoned, albeit in dicta, that, "where a traditional trust has multiple trustees, we consider it to have the citizenship of each of its trustees." *GBForefront, L.P. v. Forefront Mgmt. Grp., LLC*, 888 F.3d 29, 34 n.6 (3d Cir. 2018). Other circuits, addressing single-trustee cases, likewise have said "the citizenship of a traditional trust is the citizenship of its trustees." *Momenian v. Davidson*, 878 F.3d 381, 389 (D.C. Cir. 2017); *see Wang ex rel. Wong v. New Mighty U.S. Tr.*, 843 F.3d 487, 494 (D.C. Cir. 2016) ("the citizenship of a traditional trust depends only on the trustees' citizenship"); *Raymond Loubier Irrevocable Tr. v. Loubier*, 858 F.3d 719, 731 (2d Cir. 2017) ("the trustees' citizenship . . . must determine diversity").

In *Alper v. Marsh, USA, Inc.*, 2018 WL 1726627 (E.D. Mo. 2018), the district court properly rejected the attempt by a diverse co-trustee to create diversity by omitting as co-plaintiffs his nondiverse co-trustees who jointly held power and control over the trust. *Id.* at *2. It held that "[f]or a trust in the traditional sense . . . the members are the trustees," and the omission of nondiverse co-trustees as plaintiffs "does not change the real and substantial parties to the dispute." *Id.* Although *Alper* was correctly decided, courts in the Fifth, Seventh, and Tenth Circuits are not free to follow it.

The Court should grant review and likewise invalidate Cook's improper attempt to evade consideration of his co-trustees' Texas citizenship.

B. This Court Has Acknowledged Confusion Regarding The Citizenship Of Trusts And Trustees

More generally, as this Court has acknowledged, "confusion regarding the citizenship of a trust is understandable and widely shared." *Americold*, 577 U.S. at 383; *see also Raymond Loubier Irrevocable Tr.*, 858 F.3d at 727 (observing that courts of appeals applying *Navarro* and *Carden* to the question whether the citizenship of a trust's beneficiaries counts for diversity purposes "have reached different conclusions") (collecting cases).

Lower courts subsequently have fractured about how to read *Americold* itself. In *Wang*, the D.C. Circuit observed that the portions of *Americold*'s analysis regarding the citizenship of a traditional trust are "not easy to ascertain." 843 F.3d at 493 (citing *Zoroastrian Ctr. & Darb-E-Mehr of Metro. Washington, D.C. v. Rustam Guiv Found. of New York*, 822 F.3d 739, 749 (4th Cir. 2016)). As the Fourth Circuit explained, *Americold* "may generate as many questions as it answers" when it comes to the treatment of traditional trusts. *Zoroastrian Ctr.*, 822 F.3d at 749. The D.C. Circuit further noted that, "[a]lthough not all courts have to date read *Americold* to distinguish between traditional trusts and other artificial entities, some have done so." *Wang*, 843 F.3d at 493-94 (collecting cases).

In sum, even absent a direct circuit split, the lower courts are in clear disarray over how to interpret and apply *Navarro* and its progeny, and how to assess the citizenship of trusts and their members. This case squarely presents an opportunity for the Court to resolve that confusion and to clarify the rules governing diversity jurisdiction in trust litigation – an issue

of recurring importance to federal jurisdiction and trust administration alike, the resolution of which could ease federal caseloads.

Co-trustees must be able to predict not only where they may file suit, but also where they may face suit. The Fifth Circuit's rule upends that certainty by permitting trusts to selectively name, or appoint new, trustees depending on their preferred forum for state-law claims. This problem is not hypothetical. In the 12-month period ending on March 31, 2024, nearly 160,000 diversity cases were commenced in the federal courts – roughly 46% of all civil cases filed over that period, and a striking nearly 50% increase in diversity cases from the prior year.[4] For diversity cases involving co-trustees, parties and busy district courts will face major uncertainties with respect to subject-matter jurisdiction over purely state-law claims.

III. THE COURT HAS GRANTED WRITS OF CERTIORARI ON IMPORTANT JURISDICTIONAL QUESTIONS EVEN ABSENT A WELL-DEVELOPED CIRCUIT SPLIT

This Court has granted writs of certiorari to review jurisdictional or other important issues even before a conflict fully has percolated in the lower courts. For example, in *American Fire & Casualty Co. v. Finn*, 341 U.S. 6 (1951), the Court granted certiorari to resolve a removal issue pursuant to the then-existing version of 28 U.S.C. § 1441(c), despite the absence of a circuit split. The Court instead stressed that the "economical and sound administration of justice depends to a large degree upon definite and finally accepted principles

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[4] *See* Admin. Off. of the U.S. Courts, Federal Judicial Caseload Statistics (Mar. 31, 2024), https://www.uscourts.gov/data-news/reports/statistical-reports/federal-judicial-caseload-statistics/federal-judicial-caseload-statistics-2024.

governing important areas of litigation, such as the *respective jurisdictions of federal and state courts*." *Id.* at 7-8 (emphasis added). Similarly, in *International Union, United Automobile Workers v. Russell*, 356 U.S. 634, 635 (1958), the Court granted review to decide whether a state court had jurisdiction over an action by an employee against a union, even though the union's conduct also arguably violated the National Labor Relations Act. Likewise, in *Lake Tankers Corp. v. Henn*, 354 U.S. 147, 148-49 (1957), the Court granted review of whether a claimant could pursue a state-court action for damages arising from a maritime accident when the shipowner had filed a federal limitation of liability proceeding in federal court. The Court "granted certiorari to pass upon the important jurisdictional question presented." *Id.* at 150.

More recently, the Court granted review in *Groff v. DeJoy*, 600 U.S. 447 (2023), to consider whether lower courts were interpreting Title VII's "undue hardship" standard too narrowly, despite the lack of a circuit split. *Id*. at 454. There, lower courts had for decades relied on a narrow reading based on a misunderstanding of the Court's holding in *Trans World Airlines, Inc. v. Hardison*, 432 U.S. 63 (1977). *See Groff*, 600 U.S. at 456, 465 (explaining that "this case presents our first opportunity in nearly 50 years to explain the contours of *Hardison*" and that lower courts "ha[d] latched on to" a narrow governing standard). The petitioner there thus asked the Court to revisit *Hardison* to correct the error[5] – just as petitioner here asks the Court to clarify its 45-year-old holding in *Navarro*.

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[5] *See* Pet. for a Writ of Cert. at 3-4, 12, No. 22-174 (U.S. Aug. 23, 2022).

In *Ohio Adjutant General's Department v. FLRA*, 598 U.S. 449 (2023), the Court granted review to consider whether the Federal Labor Relations Authority had jurisdiction over labor disputes involving state militias – again, despite the absence of a circuit split. *Id.* at 455-56. The petitioners argued that the circuits had uniformly reached an incorrect conclusion, often deferring with little analysis to wrongly decided, out-of-circuit precedents, which was "all the more reason" for the Court's review.[6] Similarly, here, the Fifth, Seventh, and Tenth Circuits have adhered to a misreading of *Navarro*, failing to engage with its "real party" rationale.

In *City of Austin v. Reagan National Advertising of Austin, LLC*, 596 U.S. 61 (2022), the Court granted a writ of certiorari to determine whether a local regulation governing billboard messages was unconstitutionally content-based. *Id.* at 67-69. Although there was no direct circuit split, the city's petition asked the Court to clarify the application of *Reed v. Town of Gilbert*, 576 U.S. 155 (2015), explaining that lower courts had diverged in their interpretations of *Reed* and further guidance was needed to resolve the confusion.[7]

This petition presents the same type of widespread, doctrinal confusion and misinterpretation of Supreme Court precedent – on a crucial issue governing federal

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[6] Pet. for a Writ of Cert. at 2, No. 21-1454 (U.S. May 13, 2022); *see id.* at 29-30 ("[t]he fact that courts of appeals have unanimously resolved a legal issue is no guarantee that they have resolved it correctly," for "[i]t is especially important for this Court to intervene when an error is widespread and widely accepted").

[7] *See* Pet. for a Writ of Cert. at 17, 21-22, No. 20-1029 (U.S. Jan. 20, 2021) ("Review in this case and at this point is fully warranted without awaiting distinct, pinpoint splits among the circuits.").

jurisdiction over purely state-law claims – that warrants this Court's timely review now.[8]

IV. GRANTING REVIEW WILL ADVANCE THIS COURT'S TRADITION OF ENFORCING LIMITS ON FEDERAL JURISDICTION

This Court has protected historic limits on federal jurisdiction many times and in various contexts. The Fifth Circuit's decision cuts the opposite way by opening the door to jurisdictional manipulation and expansion of federal diversity cases alleging only state-law claims. Granting review will correct that departure and reaffirm this Court's longstanding endeavor to keep federal caseloads within manageable limits and channeling state-law cases to state court.

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[8] In a variety of contexts, this Court has granted review of important jurisdictional or other issues despite the lack of a well-developed circuit split. *See*, *e.g.*, *MOAC Mall Holdings LLC v. Transform Holdco LLC*, 598 U.S. 288, 297 (2023) (whether 11 U.S.C. § 363(m) of the Bankruptcy Code is a "jurisdictional provision"); *Ruhrgas AG v. Marathon Oil Co.*, 526 U.S. 574, 577-78 (1999) (whether a federal court must decide subject-matter jurisdiction before personal jurisdiction in a removed case); *Archawski v. Hanioti*, 350 U.S. 532, 532 (1956) ("admiralty jurisdiction of the District Court"); *Office of United States Tr. v. John Q. Hammons Fall 2006, LLC*, 602 U.S. 487, 494 (2024) (granting review of the constitutionality of certain bankruptcy fees); *see also Oklahoma v. Castro-Huerta*, 597 U.S. 629, 635 (2022) (granting review to consider whether the State had concurrent jurisdiction over the defendant given *McGirt v. Oklahoma*, 591 U.S. 894 (2020), "[i]n light of the sudden significance of this jurisdictional question"); *cf. City of Ocala v. Rojas*, 143 S. Ct. 764, 766 (2023) (Thomas, J., dissenting from denial of certiorari) ("I would have granted certiorari to determine whether the courts below lacked jurisdiction."); *Mercer v. Theriot*, 377 U.S. 152, 156 (1964) (Harlan, J., dissenting) ("Certiorari was granted [to decide] whether a state or federal standard determines the sufficiency of the evidence to support a jury verdict in cases in the district courts where jurisdiction is based on diversity of citizenship.").

Just this Term, the Court reinforced foundational limits on jurisdiction to keep state-law claims in state court. In *Royal Canin*, the plaintiff sued in state court alleging both federal- and state-law claims, and the defendant removed the case to federal court based on the federal claims. 604 U.S. at 28-29. The plaintiff next amended her complaint to remove the federal claims, which this Court unanimously held destroyed subject-matter jurisdiction because there were no longer any federal claims to support federal-question jurisdiction under § 1331 (nor was there diversity of citizenship under § 1332). *Id.* at 30-39. The Court highlighted its longstanding principle that "federal courts are courts of limited jurisdiction: When they do not have (or no longer have) authorization to resolve a suit, they must hand it over." *Id.* at 28; *see generally id.* at 26-28.

Royal Canin, like this case, concerned whether a federal court has power to adjudicate the alleged claims in the context of the real parties to the suit. Just as the defendant in that case no longer could rely on the dismissed federal claims as a jurisdictional hook, Cook here should not be allowed to rely on his strategic exclusion of nondiverse co-trustees who equally share the same powers. *Royal Canin* unanimously affirmed that access to federal courts cannot turn on procedural loopholes to expand federal jurisdiction.

As another example, more than a century ago, this Court made clear that plaintiffs may not aggregate separate and distinct claims from multiple plaintiffs to meet the amount-in-controversy threshold for diversity jurisdiction. *See Troy Bank v. G.A. Whitehead & Co.*, 222 U.S. 39, 40 (1911). Subsequently, the Court affirmed that same non-aggregation bar in the class-action context, rejecting arguments that multiple

class plaintiffs could pool claims to invoke federal jurisdiction. *See Snyder v. Harris*, 394 U.S. 332, 339-40 (1969) (discussing jurisprudence surrounding non-aggregation doctrine). To allow otherwise, this Court explained, would undercut Congress's "purpose . . . to check, to some degree, the rising caseload of the federal courts." *Id.*

The same concern undergirds this Court's holding in *Owen Equipment & Erection Co. v. Kroger* that a party may not "defeat the statutory requirement of complete diversity by the simple expedient of suing only those defendants who were of diverse citizenship and waiting for them to implead nondiverse defendants." 437 U.S. at 374-75. "The limits upon federal jurisdiction, whether imposed by the Constitution or by Congress," this Court wrote, "must be neither disregarded nor evaded." *Id.* at 374; *see also American Fire & Cas.*, 341 U.S. at 17-19 (rejecting defendant's attempt to remove a case to state court based on a clever reading of the pleadings).

What unites these doctrines is a common theme: parties cannot manipulate real-party status to gain access to federal courts. This petition fits comfortably within that doctrine. For instance, in *Cunard Line Ltd. v. Abney*, 540 F. Supp. 657 (S.D.N.Y. 1982), the district court rejected "dropping a non-diverse partner" to create diversity because a "partnership does not – like a jurisdictional chameleon – change the color of its citizenship to accommodate the choice of a federal forum by a non-diverse opponent." *Id.* at 664.

Trustees likewise should be prohibited from acting as "jurisdictional chameleons" at their whim. Instead, they should be required to count the citizenship of *all* real-party co-trustees in establishing diversity.

CONCLUSION

The Court should grant the petition for a writ of certiorari.

Respectfully submitted,

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