

BOISE, FRIDAY, AUGUST 14, 2026, AT 11:15 A.M.

IN THE SUPREME COURT OF THE STATE OF IDAHO

ESTATE OF JOHN W. CLARK; CLOVER)
HOLLOW FARMS, INC., an Idaho)
corporation; and the ESTATE OF)
CONSTANCE Y. CLARK,)
)
Plaintiffs-Counterdefendants-)
Respondents,)
)
and)
)
JOHN W. CLARK,)
)
Plaintiff,)
)
v.)
)
JAY P. CLARK,)
)
Defendant-Counterclaimant-)
Appellant,)
)
and)
)
C & H PROPERTIES,)
)
Counterclaim Plaintiff-Appellant.)
)

Docket No. 52701

Appeal from the District Court of the Third Judicial District of the State of Idaho,
Canyon County. Davis F. VanderVelde, District Judge.

Snell & Wilmer, LLP, Boise, for Appellants.

David Kerrick, Caldwell, for Respondents, Estate of John W. Clark and Clover
Hollow Farms, Inc.

Murphy Law Office, PLLC, Meridian, for Respondents TRESCO of Idaho,
Personal Representative of the Estate of Constance Y. Clark

In this action for declaratory relief, Jay Clark appeals the district court's denial of his motions to dismiss and for judgment on the pleadings, as well as its grant of summary judgment to the non-moving parties, the Estates of John and Connie Clark and Clover Hollow Farms, Inc.

The judgment declared Clover Hollow Farms the owner of two parcels of real property north of Middleton, Idaho.

John and Connie Clark originally acquired the properties and conveyed them to Jay Clark in 1988 so he could farm them. Jay Clark was unable to service the mortgage, and one parcel was foreclosed in 1989. He redeemed that parcel a year later with his own funds. John and Connie Clark then persuaded him to convey the properties back to them to keep the land within the Clark family in the event of Jay Clark's divorce. In 1992, Jay Clark deeded the properties to Clover Hollow Farms, whose sole shareholder was John Clark. Although the deed recites that the transfer was made "for value received," Jay Clark asserts he received no consideration and that John and Connie Clark agreed instead to hold the properties in trust for him until an unspecified future date. Years later, in 2012, Jay Clark initiated a Chapter 12 bankruptcy proceeding, but never disclosed any interest in the properties.

After John and Connie Clark's deaths, the conservator for John Clark's estate initiated this action seeking declarations that John Clark owned all Clover Hollow Farms stock, that the corporation owns the real and personal property at issue, and that Jay Clark has no interest in either the stock or the property. Jay Clark answered and brought counterclaims seeking a declaration that he holds the superior ownership claim or, alternatively, owns the properties under theories of constructive trust, promissory estoppel, or unjust enrichment. He also sought a declaration invalidating Judith Appleby's exercise of corporate control and her removal of him as an officer pursuant to several corporate resolutions. Nine months after the counterclaims were filed, the Estates and Clover Hollow Farms answered, raising the statute of frauds among other affirmative defenses.

Both sides moved for summary judgment on the ownership issues and the corporate-resolution dispute. Jay Clark also moved to dismiss the First Amended Complaint on grounds that it failed to satisfy the pleading standards embraced by Rule 8 of the Idaho Rules of Civil Procedure. Finally, Jay Clark moved for judgment on the pleadings with respect to his counterclaims on the ground that the Estates and Clover Hollow Farms accepted his allegations as true by failing to timely answer those claims. The Court denied the motion to dismiss, finding that the First Amended Complaint satisfied the notice-pleading standard, and it similarly denied the motion for judgment on the pleadings because Jay Clark had failed to move for default judgment in the absence of a responsive pleading and, in any event, the parties were well aware of the issues and defenses raised in this lengthy litigation. Finally, the district court concluded that Jay Clark was judicially estopped from asserting ownership of the properties based on his failure to disclose any interest in them in his Chapter 12 bankruptcy proceeding. It therefore granted summary judgment to the Estates and Clover Hollow Farms on the issue of ownership of the properties. Finally, the Court determined that there were genuine issues of material fact regarding ownership of the personal property, denied summary judgment to either party, and set a bench trial to decide that matter.

Jay Clark moved for reconsideration, presenting evidence that he had assigned any future interest in the properties to a limited liability company owned by his children before filing for bankruptcy, leaving him with no interest to disclose. He renewed his challenges to the adequacy of the First Amended Complaint and the untimely answer to his counterclaims. The district court considered the new evidence but concluded that, even without judicial estoppel, summary judgment remained proper because the deed conveyed the properties in fee simple to Clover Hollow Farms and any alleged oral agreement with John and Connie could not overcome the statute of frauds, the Deadman's statute, or Idaho Rule of Evidence 601.

On appeal, Jay Clark contends the district court erred in deeming the First Amended Complaint sufficient and in denying judgment on the pleadings despite the untimely answer to his counterclaims. He further argues that judicial estoppel was improperly applied because he had no bankruptcy-disclosable interest after assigning the future interest to his children. He asserts the record contains evidence creating a triable issue regarding whether the conveyance to Clover Hollow Farms was conditioned on John and Connie Clark's promise to hold the property in trust. Based on that evidence, he maintains the theories of constructive trust, unjust enrichment, and promissory estoppel should have been presented to a jury. Finally, he argues the district court erred in upholding the corporate resolutions enacted by Judith Appleby because they violated the corporate bylaws and the Idaho Business Corporation Act.