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8 BLACK LIVES MATTER GRASSROOTS, INC.

9 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
10 **FOR THE COUNTY OF LOS ANGELES – CENTRAL DISTRICT**

11 BLACK LIVES MATTER GRASSROOTS,
12 INC., a California non-profit organization,

13 Plaintiff,

14 v.

15 BLACK LIVES MATTER GLOBAL
16 NETWORK FOUNDATION, INC., a Delaware
17 non-profit organization; BOWERS
18 CONSULTING FIRM, a California stock
19 corporation; SHALOMYAH BOWERS, an
20 individual; and DOES 1 through 20, inclusive,

21 Defendants.

Case No.: **22STCV28481**

COMPLAINT FOR DAMAGES FOR:

- 1. **UNFAIR BUSINESS PRACTICES [Bus. & Prof. Code, § 17200, et seq.];**
- 2. **INTENTIONAL MISREPRESENTATION;**
- 3. **FRAUD;**
- 4. **CONVERSION; AND**
- 5. **UNJUST ENRICHMENT**

DEMAND OVER \$25,000

DEMAND FOR JURY TRIAL

22 **COMES NOW PLAINTIFF, BLACK LIVES MATTER GRASSROOTS, INC., and for**
23 **causes of action against the Defendants and each of them, alleges as follows:**

24 **NATURE OF THIS ACTION**

25 1. This is the case of a rouge administrator, a middleman, turned usurper, who was hired
26 to collect donations and account for expenditures of the Black Lives Matter movement, formally
27
28

1 operating as Black Lives Matter Grassroots, Inc. (“BLM”). These donations were given based on the
2 well documented work of BLM and with the intent to further support the work of BLM. BLM
3 organized the Black Lives Matter Global Network Foundation (“GNF”) as a matter of convenience to
4 collect donations and fulfill certain administrative duties for BLM, However, after syphoning more
5 than \$10,000,000 in “fees” from BLM donors, Mr. Bowers decided he could not let go of his personal
6 piggy bank, when more than 300 movement leaders, as well as BLM Founders, insisted that he resign
7 from GNF. Instead, he continued to betray the public trust by self-dealing and breaching his fiduciary
8 duties. His actions have lead GNF into multiple investigations by the Internal Revenue Service and
9 various state attorney generals, blazing a path of irreparable harm to BLM in less than eighteen months.
10 While BLM leaders and movement workers were on the street risking their lives, Mr. Bowers remained
11 in his cushy offices devising a scheme of fraud and misrepresentation to break the implied-in-fact
12 contract between donors and BLM. Instead of using the donations for its intended purposes, Mr.
13 Bowers diverted these donations to his own coffers and intentionally took calculated steps to prevent
14 those same resources from being used by BLM for on-the-ground movement work during the Buffalo
15 Massacre and the Jayland Walker protests in Akron, Ohio. Additionally, when BLM confronted this
16 interloper, Mr. Bowers arrogantly changed the passwords of the shared social media accounts, email
17 groups, website portals, and other organizing tools that BLM had built in its nearly ten years of
18 existence. He then hired expensive high-powered lawyers and media consultants to bully and harass
19 the organizers and founders of BLM. As of the date of this lawsuit, Mr. Bowers continues to
20 fraudulently raise money from unsuspecting donors passing himself off as the organization that is doing
21 the work of BLM, padding his own pockets at that of his associates at the cost of BLM’s reputation.

22
23 **JURISDICTION**

24 2. This Court is the proper court, and this action is properly filed in the County of Los
25 Angeles because Defendants' obligations and liability arise therein, because Defendants maintain
26 offices and transact business within Los Angeles, and because the work that is the subject of this action
27 was performed by Plaintiff in Los Angeles.

THE PARTIES

1
2 3. Plaintiff, Black Lives Matter Grassroots, Inc. (hereinafter referred to as “BLM”) is and
3 at all times relevant hereto was a non-profit organization incorporated in the State of California.

4 4. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
5 hereto, Defendant Black Lives Matter Global Network Foundation (hereinafter referred to as "GNF")
6 was and is a Delaware non-profit organization doing business in the State of California.

7 5. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
8 hereto, Defendant Bowers Consulting Firm (hereinafter referred to as “Bowers Consulting”) was and
9 is a California stock corporation operating out of its principal place of business in the state of California.

10 6. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
11 hereto, Defendant Shalomyah Bowers (hereinafter referred to as "Mr. Bowers") was and is a resident
12 of the state of California.

13 7. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
14 hereto, Defendant Bowers Consulting was owned and operated by Defendant Mr. Bowers in the state
15 of California.

16 8. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
17 hereto, Defendant Mr. Bowers was the sole director of GNF, as well as an officer, president and
18 treasurer.

19 9. The true names and capacities, whether individual, corporate, associate, or otherwise,
20 of the Defendants named herein as DOES 1-20, inclusive, are unknown to Plaintiff at this time and
21 therefore said Defendants are sued by such fictitious names. Plaintiff will seek leave to amend this
22 complaint to insert the true names and capacities of said Defendants when the same become known to
23 Plaintiff. Plaintiff is informed and believes, and based thereupon alleges, that each of the fictitiously
24 named Defendants is responsible for the wrongful acts alleged herein and is therefore liable to Plaintiff
25 as alleged hereinafter.

26 10. Plaintiff is informed and believes, and based thereupon alleges, that at all times relevant
27 hereto, Defendants, and each of them, were the agents, employees, managing agents, supervisors, co-
28 conspirators, parent corporation, joint employers, alter egos, successors, and/or joint ventures of the

1 other Defendants, and each of them, and in doing the things alleged herein, were acting at least in part
2 within the course and scope of said agency, employment, conspiracy, joint employer, alter ego status,
3 successor status and/or joint venture and with the permission and consent of each of the other
4 Defendants.

5 11. Plaintiff is informed and believes, and based thereupon alleges, that Defendants, and
6 each of them, including those defendants named as DOES 1-20, acted in concert with one another to
7 commit the wrongful acts alleged herein, and aided, abetted, incited, compelled and/or coerced one
8 another in the wrongful acts alleged herein, and/or attempted to do so. Plaintiff is further informed and
9 believes, and based thereupon alleges, that Defendants, and each of them, including those defendants
10 named as DOES 1-20, and each of them, formed and executed a conspiracy or common plan pursuant
11 to which they would commit the unlawful acts alleged herein, with all such acts alleged herein done as
12 part of and pursuant to said conspiracy, intended to cause and actually causing Plaintiff harm.

13 12. Whenever and wherever reference is made in this complaint to any act or failure to act
14 by a Defendant or co-Defendant, such allegations and references shall also be deemed to mean the acts
15 and/or failures to act by each Defendant acting individually, jointly and severally.

16 13. Plaintiff has filed complaints of unfair business practices, misrepresentation, and
17 constructive fraud and has satisfied Plaintiff's administrative prerequisites with respect to these and all
18 related filings.

19
20 **ALTER EGO, AGENCY, SUCCESSOR AND JOINT EMPLOYER**

21 14. Plaintiff is informed and believes, and based thereon alleges, that there exists such a
22 unity of interest and ownership between Defendants and DOES 1-20 that the individuality and
23 separateness of defendants have ceased to exist.

24 15. Plaintiff is informed and believes, and based thereon alleges, that despite the formation
25 of purported corporate existence, Defendants and DOES 1-20 are, in reality, one and the same as
26 Defendants, including, but not limited to because:

27 a. Defendants are completely dominated and controlled by one another and DOES 1-
28 20, who personally committed the frauds and violated the laws as set forth in this complaint, and who

1 have hidden and currently hide behind Defendants to perpetrate frauds, circumvent statutes, or
2 accomplish some other wrongful or inequitable purpose.

3 b. Defendants and DOES 1-20 derive actual and significant monetary benefits by and
4 through one another's unlawful conduct, and by using one another as the funding source for their own
5 personal expenditures.

6 c. Defendants and DOES 1-20, while really one and the same, were segregated to
7 appear as though separate and distinct for purposes of perpetrating a fraud, circumventing a statute, or
8 accomplishing some other wrongful or inequitable purpose.

9 d. Defendants do not comply with all requisite corporate formalities to maintain a
10 legal and separate corporate existence.

11 e. The business affairs of Defendants and DOES 1-20 are, and at all times relevant
12 were, so mixed and intermingled that the same cannot reasonably be segregated, and the same are in
13 inextricable confusion. Defendants are, and at all times relevant hereto were, used by one another and
14 DOES 1-20 as a mere shell and conduit for the conduct of certain of Defendants' affairs, and are, and
15 were, the alter ego of one another and DOES 1-20. The recognition of the separate existence of
16 Defendants would not promote justice, in that it would permit Defendants to insulate themselves from
17 liability to Plaintiff for violations of the Government Code and other statutory violations. The corporate
18 existence of Defendants and DOES 1-20 should be disregarded in equity and for the ends of justice
19 because such disregard is necessary to avoid fraud and injustice to Plaintiff herein.

20 16. Accordingly, Defendants constitute the alter ego of one another and DOES 1-20, and
21 the fiction of their separate corporate existence must be disregarded.

22 17. As a result of the aforementioned facts, Plaintiff is informed and believes, and based
23 thereon alleges that Defendants and DOES 1-20 are Plaintiff's joint employers by virtue of a joint
24 enterprise, and that Plaintiff was an employee of Defendants and DOES 1-20. Plaintiff performed
25 services for each and every one of Defendants, and to the mutual benefit of all Defendants, and all
26 Defendants shared control of Plaintiff as an employee, either directly or indirectly, and the manner in
27 which Defendants' business was and is conducted.

28

1 18. Alternatively, Plaintiff is informed and believes and, based thereupon alleges, that as
2 and between DOES 1-20, Defendants, or any of them, (1) there is an express or implied agreement of
3 assumption pursuant to which Defendants and/or DOES 1-20 agreed to be liable for the debts of the
4 other Defendants, (2) the transaction between Defendants and/or DOES 1-20 and the other Defendants
5 amounts to a consolidation or merger of the two corporations, (3) Defendants and/or DOES 1-20 are a
6 mere continuation of the other Defendants, or (4) the transfer of assets to Defendants and/or DOES 1-
7 20 is for the fraudulent purpose of escaping liability for Defendants. Accordingly, Defendants and/or
8 DOES 1-20 are the successors of one or more of the other Defendants and are liable on that basis.

9
10 **FACTUAL ALLEGATIONS**

11 **THE HISTORY**

12 19. BLM was founded July 13, 2013, by Patrisse Cullors, Alicia Garza and Opal Ayo
13 Tometi. While Ms. Cullors initiated the hashtag, Ms. Garza and Ms. Tometi, the initiation of the
14 movement brought together about 30 original members and the invitation of Ms. Cullors and
15 coordination of Dr. Melina Abdullah, who had been engaged in intuitive protest simultaneous to the
16 online activism of the three co-founders. The organization was formed to end state sanctioned violence
17 against members of the Black community. BLM largely operated as a network of local activists and
18 did not seek formal business formation under any state law or non-profit status.

19 20. In August 2014, Black Lives Matter “chapters,” including those from Los Angeles, the
20 San Francisco Bay Area, Portland, and New York, answered the call to travel to Ferguson, Missouri to
21 organize in the wake of the murder of Michael Brown, Jr. at the hands of the police. This was a
22 watershed moment that formalized Black Lives Matter as a network of aligned organizers and local
23 bodies under a coordinated banner.

24 21. Between 2013 and 2016, Black Lives Matter grew to 40 chapters globally. There was
25 little funding, staff, or formal structure. These chapters operate under a set of “guiding principles”
26 developed by Dr. Abdullah, Ms. Cullors, Ms. Garza, Darnell Moore , and Ms. Tometi.
27 Notwithstanding, these chapters acted with relative autonomy. In addition to being a co-founder, Dr.
28 Abdullah served as a constant presence and as part of the informal leadership body, consulting with the

1 other co-founders regularly, contributing to the decision-making, and representing the organization
2 publicly and to the media. This collection of chapters adopted the nomenclature BLM Grassroots.

3 22. On October 16, 2017, Ms. Cullors filed Articles of Incorporation for GNF in Delaware.
4 GNF was formed by Ms. Cullors as an administrative organization to raise funds to provide financial
5 support for local-level community efforts of BLM Grassroots. It operated as a “fiscally sponsored”
6 organization and did not initially seek 501(c)(3) status.

7 23. In late 2019, Dr. Abdullah, along with Angela Waters Austin, Audrena Redmond, and
8 Karlene Griffiths Sekou, formally announced the name of the on-the-ground activism work of BLM as
9 BLM Grassroots.

10 24. Following the murder of George Floyd at the hands of police, BLM received an
11 unprecedented amount monetary support and public attention. During this time, the work of BLM had
12 never been more intense and BLM Grassroots was actively working on the frontlines protesting state-
13 sanctioned violence against Black people every day. BLM Grassroots executed the on-the-ground
14 organizing work of BLM and its policy making. GNF, under Ms. Cullors' leadership, continued to raise
15 money for BLM Grassroots' activism work and acted in an administrative capacity for BLM
16 Grassroots.

17 25. During the summer of 2020, Ms. Cullors, as Executive Director of GNF, created the
18 Black Lives Matter Support Fund (hereinafter referred to as “Fund”) in connection with the Tides
19 Foundation (hereinafter referred to as “Tides”) to de-centralize governance over the unprecedented
20 funds raised for BLM. The Fund was created for BLM Grassroots and was to be used for its work and
21 that of the local BLM chapters pursuant to the terms of a grant agreement. The motivating purpose for
22 the grant agreement was for the benefit of BLM Grassroots and its on-the-ground efforts.

23 26. BLM Grassroots, at all times, has been a third-party beneficiary to the grant agreement.

24 27. In September 2020, Ms. Cullors hired Mr. Bowers and Bowers Consulting to handle the
25 administration of GNF. Ms. Cullors explained to BLM Grassroots leadership, including Dr. Abdullah
26 that Mr. Bowers, who she knew from working together on a local ballot measure, was “nothing like”
27 the former administrator and did not have the ambition to “take over and run” BLM. BLM Grassroots
28 was assured that Bowers would just serve in the administrative capacity and assist Ms. Cullors.

1 28. At all times, BLM Grassroots continued organizing and doing the on-the-groundwork
2 of BLM with the support of the Fund. BLM Grassroots began to take on additional responsibilities with
3 regard to political positioning, organizing, and policy work. BLM Grassroots was given exclusive
4 control over the onboarding and function of the chapters and the chapter-based work. GNF mainly
5 raised money for the work and support of BLM Grassroots.

6 7 **THE TRANSITION**

8 29. While the most visible leadership of Black Lives Matter, especially Ms. Cullors and Dr.
9 Abdullah, and previously Ms. Garza and Ms. Tometi, had always faced threats to their own physical
10 safety and that of their family, following the murder of George Floyd and surge in Black Lives Matter
11 protests and organizing, security risks greatly intensified. Dr. Abdullah and Ms. Cullors were subject
12 to daily attacks in the media and social platforms, as well as credible threats on their lives. The constant
13 assaults weighed heavily on Ms. Cullors, especially.

14 30. In May 2021, Ms. Cullors decided she could no longer lead GNF and that it should wind
15 down and transition the entire organization to BLM Grassroots, where the BLM work was being done.

16 31. Accordingly, on May 27, 2021, Ms. Cullors issued a formal transition plan to Mr.
17 Bowers and Dr. Abdullah. Dr. Abdullah and Ms. Cullors had been functioning as co-leads of the greater
18 Black Lives Matter work, with Mr. Bowers serving as what was thought to be trusted and capable
19 support to Ms. Cullors. The transition plan was also shared with the GNF Leadership Council, which
20 was formed by Ms. Cullors in 2020 and included Shalomyah Bowers, Danielle Edwards, Noni Limar,
21 Minyon Moore, and Damon Turner. Ms. Cullors was able to step down based on the assurances by Mr.
22 Bowers that he would follow the transition plan, helping to administrate the process.

23 32. To support this transition, Ms. Cullors tapped seasoned organizers Monifa Bandele and
24 Makani Themba to serve as Senior Executives for GNF. BLM made public announcements that the
25 two would serve as co-senior executives of GNF and that Dr. Abdullah would serve as Co-Director of
26 BLM Grassroots. Announcing her resignation as Executive Director of GNF, Ms. Cullors stated “with
27 smart, experienced and committed people supporting the organization during this transition, I know
28 that BLMGNF is in good hands ... The foundation’s agenda remains the same — eradicate white

1 supremacy and build life-affirming institutions. Between the two Senior Executives and BLM
2 Grassroots Co-Director Melina Abdullah, who is an original member of BLM and co-founder of its
3 first chapter in Los Angeles, their immense talent will build a future where Black lives do more than
4 matter — they will truly thrive.”

5 **THE USURPER**

6
7 33. Mr. Bowers and the GNF Leadership Council agreed to execute the transition plan set
8 forth by Ms. Cullors. However, Mr. Bowers, who made \$2,167,894 million dollars from GNF in less
9 than eight months, decided he wanted to keep the “piggy bank” that GNF had become to him and his
10 company.

11 34. Moreover, Mr. Bowers’ ego prevented his ultimate service to BLM as his name was not
12 listed with respect to GNF or BLM Grassroots ongoing leadership. Accordingly, instead of assisting
13 Ms. Themba and Ms. Bandele, Mr. Bowers refused to turn over important financial and organizing
14 documents to them.

15 35. Within months, Bowers had run these well-respected advocates out of the organization.
16 Through a series of misrepresentations and unauthorized backroom dealings, Mr. Bowers managed to
17 steal control over GNF as the sole Board member and officer.

18 36. While BLM Grassroots was in the field serving the interest of the people the
19 organization represents, Bowers was exercising his stolen primary decision-making power by hiring
20 other Board members from his company, Bowers Consulting Firm, and issuing GNF grants to his
21 consulting firm as well as less-aligned organizations who agree to hire the firm. As a result, there was
22 an increased lack of transparency, self-dealing, and conflict of interest issues regarding the issuance of
23 grants, unapproved compensation, and appointment of Board members within GNF under his stolen
24 control.

25 37. At all times, GNF continued to raise money under the auspices that it was being used to
26 support the work of BLM Grassroots. GNF, which was heretofore only derided because of the activism
27 of BLM Grassroots, is now under investigation by various state attorney generals and under
28 information and belief, the IRS for misuse of funds, self-dealing and other actions.

1 38. BLM Grassroots has never been under any such investigation.

2 39. Meanwhile, BLM Grassroots and Dr. Abdullah continued to do the organizing work of
3 BLM. GNF continued to raise money based on the groundwork of BLM Grassroots. With knowledge
4 that GNF was winding down, Dr. Abdullah and team began to formalize the corporate structure of
5 BLM Grassroots, installing more structure and safeguards, building out an independent, respected and
6 competent board of directors, and expanding its policy making efforts, all while continuing its day-to-
7 day work on the local level.

8
9 **THE FRAUD AND MISREPRESENTATION**

10 40. On March 9, 2022, GNF changed the passwords to BLM shared social media channels.
11 This resulted in the social media channels portraying messaging which were vastly inconsistent with
12 the BLM guiding principles. More detrimental to the work of BLM, BLM Grassroots lost the ability to
13 “go live” from these accounts, to communicate on-the-ground organizing efforts, campaigns, and
14 urgent calls to action to BLM’s base of more than four million followers on Instagram, more than one
15 million on Twitter, and with a direct email list of more than two million. The ability to simulcast the
16 weekly radio program, “This Is Not a Drill!” and to host the monthly “Healing Justice” webinars on
17 Black Lives Matter’s Facebook page was also stripped. What was meant to negatively impact BLM
18 Grassroots continues to cause harm to BLM and its constituents. GNF and Mr. Bowers continue to pass
19 themselves off by manipulating the social media, email lists and website as BLM Grassroots – the
20 organization of activists doing the on-the-groundwork of BLM.

21 41. On May 14, 2022, in Buffalo, New York, an unthinkable act of white-supremacist
22 terrorism resulted in the death of 10 Black people and injured 4 more at a local supermarket. BLM
23 Grassroots was quick to address the moment on their chapter and individual social media, giving
24 guidance, support and helping to organize on the ground. After requests for GNF to address the tragedy,
25 GNF simply posted many hours later a woefully insufficient “3-word response” with typos in the
26 caption many hours after the reports occurred. GNF failed to respond to BLM Grassroots’ emails to
27 address and respond to the ongoing tragedy or seek guidance from those steeped in the political
28 grounding and on-the-groundwork. GNF’s failed response suggests that they are either “asleep at the

1 wheel” or grossly unprepared to lead the organization through these impactful moments as our
2 community demands.

3 42. However, in the aftermath, GNF continued to raise money based on the work and
4 organizing of BLM Grassroots in Buffalo, noting the work of BLM on the ground.

5
6 **INTENTIONAL INTERFERENCE WITH THE WORK OF BLM**

7 43. On May 4, 2022, BLM Grassroots received an email from the Tides indicating that Mr.
8 Bowers called on behalf of GNF demanding that the funds held in the Fund be diverted to GNF or
9 alternatively not allocated to the work of BLM Grassroots.

10 44. On June 28, 2022, GNF falsely accused Tides of commingling funds and requested
11 Tides to hold on distributing funds to BLM Grassroots.

12 45. On June 29, 2022, BLM Grassroots received an email from the Tides informing them
13 that GNF requested the Fund be given wholly to GNF and no longer be used to support the work of
14 BLM Grassroots. The Fund of course was specifically founded to support the work of BLM Grassroots
15 and its BLM Chapters.

16 46. In response, Tides represented it had “recently received a number of inquiries regarding
17 the Fund, its relationship with GNF, and its grantmaking and fundraising activities. These have come
18 from donors concerned about GNF’s reported failure to file tax documents, the source of funds for
19 GNF’s purchase of the house in 2020, from state agencies investigating consumer interests, and from
20 GNF itself.”

21 47. Accordingly, Tides informed the BLM Grassroots and GNF that it would conduct an
22 internal review of the Fund’s history and pause any distributions from the Fund over the next 30-60
23 days. As of the date of this filing, Tides has still paused distributions of the Fund.

24 48. On June 27, 2022, Jayland Walker was murdered by Akron police. BLM Grassroots, in
25 concert with local chapters, organized a series of impactful protests and other community work in
26 Akron and Cleveland. Although GNF made no known contributions during this time, BLM Grassroots
27 was able to advance emergency funds to ensure that Pastor Evan "Reegie" Bunch of Clergy for Black
28 Lives, who is based in Cleveland, and Jacob's comrade "Jolly" Tellis were able to get out to Akron to

1 provide on-the-ground support. BLM Grassroots also provided funds to support the work being led by
2 Freedom Bloc, which has been leading the actions since Mr. Walker's murder.

3 49. On July 6, 2022, a number of BLM activist/protestors including Bianca Austin (aunt of
4 Breonna Taylor), Cortez Rice (father of Jahmari Rice), Jacob Blake, Sr. (father of Jacob Blake) and
5 activist Michael Harris were arrested. Mr. Blake and Mr. Harris were both brutalized with Mr. Blake
6 needing significant time in the hospital to recover from his injuries.

7 50. On July 7, the BLM Grassroots had an emergency meeting to discuss further financial
8 support needed on the ground in Akron/Cleveland. The committee unanimously agreed to grant
9 significant resources to BLM chapters and other black-led organizations on the ground in Akron.

10 51. On July 8, Tides acknowledged that this is the type of grant that the Fund was created
11 for and would be granted in its normal course of funding. However, Tides denied the request citing
12 both GNF's inquiry into the Fund and additional state attorney general inquiries into GNF.

13 52. At all times, under information and belief, GNF continued to raise money based on the
14 work and efforts of BLM Grassroots on the ground in Ohio.

15 53. Defendants continue to pose as BLM, taking full credit for the work and programs of
16 BLM Grassroots in order to seduce unsuspecting donors to invest in an organization in which the
17 founders of BLM and more than 300 leading Black activists have requested to stop operating their
18 scheme.

19 54. Defendants have even filed documents to register the trademark of BLM Grassroots
20 using the logo and design of BLM Grassroots leader Angela Waters, in what appears to be an attempt
21 to "steal" the logo or prevent BLM Grassroots from utilizing.

22 55. Even under constant under investigation by state attorney generals, Defendants boldly
23 solicit donors via email blasts highlighting the work and efforts of BLM Grassroots.

24 56. As a result of Defendants' actions, Plaintiff has suffered and will continue to suffer
25 general and special damages, including loss of donations, increased costs of security, goodwill,
26 reputation.

27 57. Defendants' conduct described herein was undertaken, authorized, and/or ratified by
28 Defendants' officers, directors and/or managing agents, including, those identified herein as DOES 1

1 through 20, who were authorized and empowered to make decisions that reflect and/or create policy
2 for Defendants. The aforementioned conduct of said managing agents and individuals was therefore
3 undertaken on behalf of Defendants who further had advanced knowledge of the actions and conduct
4 of said individuals whose actions and conduct were ratified, authorized, and approved by managing
5 agents whose precise identities are unknown to Plaintiff at this time and are therefore identified and
6 designated herein as DOES 1 through 20, inclusive.

7 58. Because the acts taken toward and carried out by officers, directors and/or managing
8 agents acting in a deliberate, cold, callous, cruel and intentional manner, in conscious disregard of
9 rights and in order to injure and damage, requests that punitive damages be levied against Defendants
10 and each of them, in sums in excess of the jurisdictional minimum of this Court.

11
12 **FIRST CAUSE OF ACTION**
13 **FOR UNFAIR BUSINESS PRACTICES [Bus. & Prof. Code, § 17200, et seq.]**
14 **AGAINST ALL DEFENDANTS**

15 59. Plaintiff re-alleges and incorporates by reference all preceding paragraphs, inclusive, as
16 though set forth in full herein.

17 60. Business and Professions Code, Section 17200 states, in pertinent part: "...unfair
18 competition shall mean and include any unlawful, unfair or fraudulent business act or practice and
19 unfair, deceptive, untrue or misleading advertising and any act prohibited by Chapter 1 (commencing
20 with Section 17500) of Part 3 of Division 7 of the Business and Professions Code."

21 61. A business act or practice is "unfair" under the UCL if it offends an established public
22 policy or is immoral, unethical, oppressive, unscrupulous or substantially injurious to consumers, and
23 that unfairness is determined by weighing the reasons, justifications and motives of the practice against
24 the gravity of the harm to the alleged victims.

25 62. Additionally, a business act or practice is "fraudulent" under the UCL if it is likely to
26 deceive members of the consuming public.

27 63. Defendants publicly aligned themselves with the Plaintiffs' core values and ideals.
28 Defendants used their alignment with Plaintiffs to deceitfully induce and illicit significant amounts of

1 monetary donations from the public at large. Further, Defendants held themselves to the public as an
2 entity that provided funding to Plaintiffs on the ground efforts to further deceitfully induce and illicit
3 significant amounts of monetary donations from the public at large.

4 64. As a result of Defendants' alignment and association with Plaintiffs, Defendants have
5 substantially harmed Plaintiffs reputation with the public at large has been impactfully tarnished and
6 has compromised Plaintiffs' ability to continue its efforts in their pursuit of civil justice for the Black
7 community.

8 65. Defendants should be made to disgorge their ill-gotten gains and restore such monies to
9 Plaintiff.

10 66. As a direct and proximate result of Defendants' wrongful acts, Plaintiffs suffered harm
11 and losses as described herein and in amounts to be proved at trial. Pursuant to the UCL, Plaintiffs are
12 entitled to preliminary and permanent injunctive relief and order Defendants to cease this unfair
13 competition, as well as disgorgement and restitution to Plaintiffs of all Defendants' revenues associated
14 with its unfair competition, or such portion of those revenues as the Court may find equitable.

15
16 **SECOND CAUSE OF ACTION**
17 **FOR INTENTIONAL MISREPRESENTATION**
18 **AGAINST ALL DEFENDANTS**

19 67. Plaintiffs re-allege and incorporate by reference all preceding paragraphs, inclusive, as
20 though set forth in full herein.

21 68. Mr. Bowers made specific and false representations to BLM Grassroots that it intended
22 to follow the transition plan agreed to by the leadership of BLM. In connection with the transition
23 plan, Defendants intentionally represented to Plaintiffs that all the resources of GNF would be
24 transferred to BLM Grassroots and that BLM Grassroots would continue to share the social media
25 accounts.

26 69. Plaintiffs are informed and believe, and on that basis, allege that the representations
27 alleged above were in fact false. At the time such representations were made by Defendants, Plaintiffs
28 relied on the false representations and believed them to be true. Plaintiffs are informed and believe, and

1 on that basis allege, that at the time Defendants intentionally made these false representations,
2 Defendants knew, or should have known, that these representations were false, and that Plaintiffs would
3 rely upon them. Plaintiffs are informed and believe, and on that basis allege, that Defendants intended
4 for Plaintiffs to rely on these representations.

5 70. Plaintiffs justifiably relied on Defendants' representations with respect to the
6 representations of the transition plan. In reliance on these representations, Defendants were induced to,
7 and did, continue to share its social media, property, plans and data with GNF and Mr. Bowers. If
8 Plaintiffs had known that Defendants were missing using donations and were going to change the
9 passwords on social media accounts, Plaintiffs would not have taken these actions.

10 71. Plaintiffs' reliance on Defendants' representations was justified because Defendants'
11 false reassurance of his intentions and existing relationship with Plaintiffs.

12 72. Defendants should be made to disgorge their ill-gotten gains and restore such monies to
13 Plaintiff.

14 73. As a direct and proximate result of Defendants' intentional misrepresentations, Plaintiffs
15 have suffered damages. The amount of these damages has not been precisely determined and the
16 damages are continuing to accrue. Plaintiffs will seek leave to amend this Complaint when the precise
17 amount of these damages is of Defendants' themselves ascertained.

18
19 **THIRD CAUSE OF ACTION**

20 **FOR FRAUD**

21 **AGAINST ALL DEFENDANTS**

22
23 74. Plaintiffs re-allege and incorporate by reference all preceding paragraphs, inclusive, as
24 though set forth in full herein.

25 75. Moreover, Plaintiffs are informed and believe, and on that basis allege, Defendants used
26 their positions to falsely induce the public to donate funds.

1 76. Plaintiffs are informed and believe, and on that basis allege, that Defendants' wrongful
2 acts described above were undertaken with the intent to deceive and defraud Plaintiffs. Plaintiffs
3 reasonably relied on Defendants in view of their long-standing special relationship.

4 77. At the time of Defendants' concealment or suppression of the fact that Defendants had
5 used donor funds to purchase the home on behalf of GNF and intended to use the property for purposes
6 unrelated to the BLM mission and values. Plaintiffs were ignorant of the information concealed or
7 suppressed by Defendants. If Plaintiffs had been aware of the existence of the facts not disclosed by
8 Defendants, Plaintiffs would not take those actions.

9 78. Plaintiffs' reliance on Defendants' representations was justified because of Defendants'
10 alleged, Defendants' long-term and special relationship with Plaintiffs.

11 79. As a direct and proximate result of Defendants' fraud and deceit, Plaintiffs have 'suffered
12 damages, including overcharged premiums, attorneys' fees, costs, and expenses. The amount of these
13 damages has not been precisely determined and the damages are continuing to accrue. Plaintiffs will seek
14 leave to amend this Complaint when the precise amount of these damages is ascertained.

15 80. Defendants should be made to disgorge their ill-gotten gains and restore such monies to
16 Plaintiff.

17 81. Defendants' acts alleged above included deceit and/or fraudulent concealment of material
18 facts known to Defendants with the intent on the part of Defendants of depriving Plaintiffs of their
19 property or legal rights or otherwise causing injury, and were despicable, malicious, oppressive and/or
20 fraudulent conduct that subjected Plaintiffs to a cruel and unjust hardship in conscious disregard of
21 Plaintiffs' rights, so as to justify an award of exemplary and punitive damages in an amount to be proven
22 at trial.

23
24 **FOURTH CAUSE OF ACTION**

25 **FOR CONVERSION**

26 **AGAINST ALL DEFENDANTS**

27 82. Plaintiffs repeat and reallege each allegation contained in the foregoing paragraphs of the
28 Complaint as if set forth in full herein.

1 83. Plaintiffs owned and had a right to possession of donated funds. Defendants wrongfully
2 prevented Plaintiffs from having access to (i) donated funds; (ii) shared social media accounts and (iii)
3 shared emails and websites without Plaintiffs' consent.

4 84. Defendants intentionally and substantially interfered with Plaintiffs' ownership and
5 possession of (i) donated funds; (ii) shared social media accounts and (iii) shared emails and websites.

6 85. Plaintiffs were harmed as a result of Defendants' conduct and was a substantial factor in
7 causing said harm to Plaintiffs.

8 86. Defendants' officers and/or directors authorized, directed, and/or participated in the
9 allegedly tortious conduct alleged herein, and as such, are personally liable, along with GNF, for the tort
10 of conversion. (See, *Granoff v. Yackle* (1961) 196 Cal.App.2d 253; *Frances T v. Village Green Owners*
11 *Assn.* (1986) 42 Ca1.3d 490.)

12 87. Shalomyah Bowers, and DOES 1-20, was aware that Defendants, planned to, and did,
13 engage in the foregoing wrongful conduct and they agreed with and intended that Defendants, engage in
14 the above wrongful conduct.

15 88. Shalomyah Bowers, gave substantial assistance and/or encouragement to Defendants for
16 the purpose of facilitating the wrongful conduct alleged herein, and that, as a result, Shalomyah Bowers'
17 conduct was a substantial factor in causing harm to Plaintiffs.

18 89. By conspiring with, and aiding and abetting Defendants, as alleged herein, Shalomyah
19 Bowers, have proximately caused harm to Plaintiff and are therefore jointly and severally liable for such
20 harm as Defendants, as co-conspirators and aider and abettors. Plaintiffs will seek damages, according to
21 proof at trial, for all of the harm caused by the acts of Defendants, and their co-conspirators and alders
22 and abettors.

23 90. Defendants should be made to disgorge their ill-gotten gains and restore such monies to
24 Plaintiff.

25 91. Defendants, and their co-conspirators and aider and abettors engaged in despicable
26 conduct and acted with willful, reckless and conscious disregard of the rights of Plaintiff, and in doing
27 the things herein alleged were guilty of oppression and malice. Accordingly, Plaintiffs seek punitive and
28 exemplary damages in an amount according to proof at trial.

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PRAYER FOR RELIEF

WHEREFORE, Plaintiffs seek judgment against Defendants and each of them, in an amount according to proof as follows:

1. For a money judgment representing, but not limited to, lost donations, reputation harm, damage to goodwill, increased costs;

2. Enter such temporary restraining orders, preliminary injunctions, permanent injunctions, or other orders prohibiting Defendant from using social media, website and other identifiers of Black Lives Matter

3. Order appropriate restitution, disgorgement, and such other orders as "may be necessary to restore to any person in interest any money or property, real or personal, which may have been acquired by means of these unlawful acts, as provided in Business and Professions Code section 17203 and other applicable laws;

4. For prejudgment interest on each of the foregoing at the legal rate from the date the obligation became due through the date of judgment in this matter;

5. For punitive damages, pursuant to Civil Code §§3294 in amounts sufficient to punish Defendants for the wrongful conduct alleged herein and to deter such conduct in the future;

6. Award plaintiffs their costs of suit;

7. For post-judgment interest; and

8. Plaintiff have such other and further relief as the nature of the case may require and the court finds appropriate to dissipate the effects of the unlawful acts complained of herein

DATED: August 31, 2022

MOSLEY AND ASSOCIATES

By: 

Walter Mosley, Esq.

Attorneys for Plaintiff
BLACK LIVES MATTER GRASSROOTS,
INC.


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JURY TRIAL DEMANDED

Plaintiff Black Lives Matter Grassroots, Inc. demands trial of all issues by jury.

DATED: August 31, 2022

MOSLEY AND ASSOCIATES

By: 

Walter Mosley, Esq.

Attorneys for Plaintiff
BLACK LIVES MATTER GRASSROOTS,
INC.