

John H. Lovell, SBN 12609300
john@lovell-law.net
LOVELL ISERN & FARABOUGH, LLP
112 SW 8th Avenue, Suite 1000
Amarillo, Texas 79101-2314
Phone: (806) 373-1515
Fax: (806) 379-7176

--and--

Matthew S. Merriott, SNB 24100846
mmerriott@mhba.com
MULLIN HOARD & BROWN, L.L.P.
500 South Taylor, Suite 800
P.O. Box 31656
Amarillo, Texas 79120-1656
Telephone: (806) 372-5050
Facsimile: (806) 372-5086

*Attorneys for First Bank & Trust, a
division of UMB Bank n.a., successor
by merger to HTLF Bank.*

IN THE UNITED STATES BANKRUPTCY COURT
FOR THE NORTHERN DISTRICT OF TEXAS
AMARILLO DIVISION

In re:

Chapter 7

McClain Feed Yard, Inc., McClain Farms, Inc.,
and 7M Cattle Feeders, Inc.,

Case No. 23-20084-swe

*Debtors.*¹

Jointly Administered

Kent Ries, Chapter 7 Trustee for the Bankruptcy
Estates of McClain Feed Yard, Inc., McClain
Farms, Inc., and 7M Cattle Feeders, Inc.
Plaintiff,

Adv. Proc. No. 25-02005-swe

v.

The Honorable Scott W. Everett

Community Financial Services Bank; HTLF Bank;
Mechanics Bank; and Rabo Agrifinance, LLC,
Defendants.

¹ The Debtors in these chapter 7 cases are: McClain Feed Yard, Inc. (Case No. 23-20084-swe), McClain Farms, Inc. (Case No. 23-20085-swe), and 7M Cattle Feeders, Inc. (Case No. 23-20086-swe).

**HTLF’S MOTION TO DISMISS PLAINTIFFS’
ORIGINAL ADVERSARY COMPLAINT AS TO HTLF**

Pursuant to Federal Rules of Bankruptcy Procedure 7009 and 7012, *First Bank & Trust, a division of UMB Bank n.a., successor by merger to HTLF Bank* (“HTLF”)² files this Motion to Dismiss Plaintiff’s Original Adversary Complaint (the “**Complaint**”) as to HTLF.

Kent Reis, as Trustee of the Debtors’ Bankruptcy Estates (the “**Trustee**”) asserts fifteen numbered counts in the Complaint. HTLF is named in four of these counts. HTLF moves to dismiss these four counts as to HTLF. Pursuant to Local Bankruptcy Rule 7001-1, HTLF has contemporaneously filed its brief in support of the Motion which sets forth HTLF’s arguments and authorities supporting the dismissal of the Trustee’s claims. In summary, HTLF moves to dismiss the following causes of action on these grounds:

Count One – Knowing Participation in Breach of Fiduciary Duty

This count should be dismissed because the Trustee lacks standing to assert a direct claim (as opposed to a contribution claim) based on torts and damages inflicted on the victims of the Debtors’ alleged Ponzi scheme. Further, the Complaint fails to allege facts of HTLF’s participation beyond the transactions involving 2B Farms and fails to allege sufficient facts to plausibly allege that HTLF was aware of the Debtors’ Ponzi scheme.

Count Three – Conspiracy

This count should be dismissed because the Trustee lacks standing to assert a direct claim (as opposed to a contribution claim) based on torts and damages inflicted on the victims of the

² UMB is a national bank chartered and regulated by the Office of the Comptroller of the Currency. UMB is located in Kansas City, Missouri, with its corporate headquarters and principal place of business at 1010 Grand Boulevard, Kansas City, Missouri. Heartland Financial USA, Inc. was a bank holding company whose wholly owned subsidiary was HTLF Bank, successor to First Bank & Trust. UMB Bank, n.a., acquired HTLF Bank via merger on January 31, 2025. HTLF Bank is now operating as UMB Bank, n.a., and First Bank & Trust is now operating as a division of UMB Bank, n.a. UMB Bank n.a. is a wholly-owned subsidiary of UMB Financial Corporation, a publicly traded corporation. There is no publicly held corporation that holds 10% or more of UMB Financial Corporation stock.

Debtors' alleged Ponzi scheme. Further, the Complaint fails to allege sufficient facts to plausibly allege that HTLF was aware of and agreed to the objective of operating a Ponzi scheme.

Count Four – Professional Negligence

This count should be dismissed because the Trustee fails to allege facts sufficient to find that HTLF owed a duty of care to Debtors.

Count Thirteen – Fraudulent Transfer

This count should be dismissed because the Trustee fails to allege facts sufficient to find that HTLF received a transfer of the Debtors' property.

PRAYER

For each of these reasons, HTLF respectfully requests that the Court enter an order granting the relief requested in this Motion and the Brief and dismissing Plaintiffs' claims against HTLF.

Dated this 23rd day of May 2025.

Respectfully submitted,

LOVELL ISERN & FARABOUGH, LLP

John H. Lovell, SBN 12609300
112 SW 8th Avenue, Suite 1000
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Phone: (806) 373-1515
Fax: (806) 379-7176
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P.O. Box 31656
Amarillo, Texas 79120-1656
Telephone: (806) 372-5050
Facsimile: (806) 372-5086
Email: mmmerriott@mhba.com

By: /s/ Matthew S. Merriott
Matthew S. Merriott

Attorneys for HTLF Bank, as Successor to

First Bank & Trust

CERTIFICATE OF SERVICE

I hereby certify that, on this 23rd day of May 2025, I electronically filed the foregoing document with the Northern District of Texas through its filing system through and that a true and correct copy was served on the parties listed through the electronic case filing system by email as registered with the electronic case filing system:

/s/ Matthew S. Merriott

Matthew S. Merriott