

SUPREME COURT OF VIRGINIA



SUPREME COURT BUILDING
100 NORTH NINTH STREET
RICHMOND, VIRGINIA 23219
(804) 786-2259

Granted Appeal Summary

Case

WALTER C. SAMPSELL, III v. BOWMAN CONSULTING GROUP, LTD, ET AL.
(Record Number 210453)

From

The Circuit Court of Fairfax County; J. Tran, Judge.

Counsel

L. Steven Emmert (Sykes, Bourdon, Ahern & Levy, P.C.), K. Stewart Evans, Jr. (EvansStarrett P.L.C.), and James B. Moloney for appellant.

Michael E. Barnsback and Alison C. Duffy (O'Hagan Meyer, PLLC), William L. Mitchell, II, and Michelle Jessee (Eccleston & Wolf, P.C.) for appellees.

Assignments of Error

1. The trial court erroneously ruled as a matter of law that there was no limit on the time within which the company could exercise the stock-purchase option. The law implies a reasonable time, and the duration of that time is a jury question.
2. The trial court erroneously ruled that the company retained the right to exercise the option even after it had repeatedly declined to purchase the stock, had made counteroffers, and had disavowed the option. Sampsell argued that that these acts extinguished the option; the court should have allowed these claims to go to trial.
3. The trial court erroneously sustained the demurrers on grounds not asserted in the demurrers. Sampsell claimed that the company committed the first material breach of the buy-sell agreement, but the court *sua sponte* held that this claim was not cognizable because he raised it in a plaintiff's pleading. The court should have submitted these issues to the jury.
4. The trial court erroneously ruled that ¶16 of the buy-sell agreement barred a finding that the company had waived its stock-purchase option. This was a jury issue, not a proper subject for demurrer.

5. The trial court erroneously dismissed Sampsell's claim that the company and its officers improperly and tortiously exercised the stock-purchase option. This claim presented disputed factual issues that should have gone to a jury.