

STATE OF MAINE  
PORTLAND, ss.

BUSINESS & CONSUMER DOCKET  
DOCKET NO. BCD-APP-2020-8

SACO AUTO HOLDINGS VW, LLC )  
d/b/a PRIME VOLKSWAGEN, )  
 )  
Petitioner, )  
 )  
v. )  
 )  
MAINE MOTOR VEHICLE )  
FRANCISE BOARD and SHENNA )  
BELLOWS, in her capacity as Secretary )  
of State, )  
 )  
and )  
 )  
VOLKSWAGEN OF AMERICA, INC., )  
 )  
Respondents. )

ORDER VACATING THE BOARD'S  
DISMISSAL AND REMANDING  
THE COMPLAINT TO THE BOARD  
FOR ADJUDICATION

On May 6, 2020, Petitioner Saco Auto Holdings VW, LLC d/b/a Prime Volkswagen (“Prime VW”) filed a Complaint with the Maine Motor Vehicle Franchise Board (the “Board”). In its Complaint, Prime VW asserted that Respondent Volkswagen of America, Inc. (“VWoA”) had violated various provisions of the Business Practices Between Motor Vehicle Manufacturers, Distributors and Dealers Act (the “Dealers Act”), 10 M.R.S. §§ 1171-1190-A (2020). In response, VWoA filed a Motion to Dismiss the Complaint, arguing Prime VW lacked standing. Without adjudicating the merits of the Complaint, and without giving Prime VW the opportunity to amend its Complaint, in a decision dated September 10, 2020, the Board granted VWoA’s Motion and dismissed the Complaint on the grounds that it did not have authority to hear the case. In support of its Dismissal, the Board reasoned that the “gravamen of this matter is a complex contractual dispute” and the Board “does not sit to construe multi-party contract disputes . . . .” The Board

further explained that even if it had authority to hear the Complaint, it would decline to exercise its authority.

Prime VW timely appealed to this Court pursuant to M.R. Civ. P. 80C, and in due course filed its Brief and the Record on Appeal. On January 26, 2021, VWoA filed its Response Brief, arguing that the Board's decision should be affirmed. On that same date, however, the Board and Secretary of State Shenna Bellows (the "Secretary") filed their Response Brief, arguing that the Board's decision *cannot* be affirmed. According to the Board and the Secretary, the Board's decision erred as a matter of law, and the Board did not have discretion to decline jurisdiction. The Board and the Secretary asked that the case be remanded to the Board for further proceedings.

The Court agrees with the Board and the Secretary. Prime VW is plainly a motor vehicle dealer, 10 M.R.S. § 1171(12), and as a motor vehicle dealer it had a right under the Dealers Act to have its Complaint adjudicated. 10 M.R.S. §§ 1174, 1188. Contrary to the Board's decision (which the Board now concedes is unsupportable), the gravamen of the Complaint is not whether Prime VW is a party or third party beneficiary to certain contracts, but whether the conduct of VWoA, through the use of contracts or otherwise, violated the Dealers Act. VWoA makes many contractual arguments to salvage its decision below, but VWoA's arguments go to the merits, not to the Board's authority to decide the merits. The Board plainly has the authority to adjudicate the Complaint, and has no discretion to decline to exercise its authority. 10 M.R.S. § 1189.

Accordingly, the Court concludes the Board erred as a matter of law and abused its discretion. 5 M.R.S. § 11007. The Court vacates the Board's decision dated September 10, 2020 and remands the case to the Board for adjudication consistent with this Order.

So Ordered.

Pursuant to M.R. Civ. P. 79(a), the Clerk is instructed to incorporate this Order by reference on the docket for this case.

Dated: February 26, 2021

/s/  
Michael A. Duddy  
Judge, Business and Consumer Docket