

IN THE HONORABLE SUPREME COURT OF THE REPUBLIC OF LIBERIA
SITTING IN ITS OCTOBER TERM, A.D. 2025

BEFORE HIS HONOR: YAMIE QUIQUI GBEISAY, SRCHIEF JUSTICE
BEFORE HER HONOR: JAMESETTA H. WOLOKOLIE.....ASSOCIATE JUSTICE
BEFORE HIS HONOR: YUSSIF D. KABA.....ASSOCIATE JUSTICE
BEFORE HER HONOR: CEAINEH D. CLINTON JOHNSON.....ASSOCIATE JUSTICE
BEFORE HIS HONOR: BOAKAI N. KANNEH.....ASSOCIATE JUSTICE

The Management of Notre Dame Investment, Ltd. represented by and thru its)
Chief Executive Officer, Angela List of Monrovia, Liberia.....Appellant))
Versus) APPEAL

The Ministry of Mines & Energy, Republic of Liberia, represented by and thru)
its Authorized Officials & Ministry of Justice, R.L., Monrovia, Liberia...Appellee)

GROWING OUT OF THE CASE:

The Management of Notre Dame Investment, Ltd. represented by and thru its)
Chief Executive Officer, Angela List of Monrovia, Liberia.....Petitioner))
Versus) PETITION
FOR)
The Ministry of Mines & Energy, Republic of Liberia, represented by and thru) JUDICIAL
its Authorized Officials & Ministry of Justice, Monrovia, Liberia.....Respondent) REVIEW

Heard: January 5, 2026

Decided: February 13, 2026

MR. CHIEF JUSTICE GBEISAY DELIVERED THE OPINION OF THE COURT

This appeal grows out of a Petition for Judicial Review filed by Notre Dame Investment Liberia Limited, appellant herein, challenging the Ministry of Mines & Energy’s, appellee herein, revocation of three Class B Mining Licenses which it was previously issued by the appellee. After full hearing, the Hearing Officer revoked the licenses. The appellant, being dissatisfied with the ruling of the hearing officer, filed a petition for judicial review before the Sixth Judicial Circuit, Civil Law Court, Montserrado County, upon review, the trial judge affirmed the ruling of the hearing officer. The appellant, again being dissatisfied with this ruling, excepted and announced an appeal to this Court seeking reversal of the trial judge’s decision.

Before we proceed to make a determination, we deem it prudent and expedient to narrate the salient facts of this case. The record before this Court provides that the appellant was incorporated as a company on June 13, 2018, and subsequently obtained three Class “B” Mining Licenses with Nos. AM2004121, AM2004221, and AM2004021 from the appellee, the Ministry of Mines and Energy in May 2021.

The records show that at the time the Class “B” Mining Licenses were issued in 2021, the company’s Articles of Incorporation reflected 100% ownership by Notre Dame Investment Charleston Nevis Ltd., a foreign corporation.

Based upon this, the appellee, on April 29, 2024, issued a Notice of Revocation of the licenses issued to the appellant, citing violations of Section 9.14(b) of the Minerals and Mining Law.

The appellant requested reconsideration of the decision, which the Ministry denied on July 4, 2024. The Ministry later revoked the licenses on grounds of alleged violations of Sections 4.2(1), 6.7, and 9.14(b) of the Mineral and Mining Law. Appellant challenged the revocation primarily on grounds of lack of due process and filed a Petition for the writ of Prohibition before the Justice in Chambers, during which the Ministry conceded and both parties signed a stipulation and the appellee reinstated the licenses to the appellant for the sole purpose of conducting a hearing.

Thereafter, a full administrative hearing followed during which the ministry presented two witnesses who testified that appellant: failed to commence mining for more than twelve consecutive months, failed to submit required technical and operational reports, failed to pay annual license fees, and originally obtained the licenses through an ineligible shareholding structure.

Appellant (Notre Dame Investment Ltd.) presented evidence disputing these claims, including receipts, reports, and correspondence showing alleged attempts to conduct preparatory work. The appellant argued that its inability to carry out mining activities associated with its licenses was allegedly because the Government of Liberia, particularly the Liberia Maritime Authority and the National Port Authority refused to grant it the operation permit it needed to use the Buchanan Port and other related facilities and that this was a failure on the part of the appellant to ensure that it had access to carry out its mining activities as the appellee is a structure within the Government of Liberia; that even though it was earlier in violation of the law, it ultimately complied with the law when on December 29, 2023, it amended its Articles of Incorporation, naming Ophelia Serker, a Liberian National, as Sixty-Percent (60%) beneficial owner, and proceeded to fulfill its payment obligations to the appellee.

The Hearing Officer, after hearing witnesses’ testimonies and reviewing the evidence presented by both parties, ruled against the appellant and revoked the licenses previously issued to it by the appellee on the following grounds:

1. That Notre Dame Investment Liberia Ltd., Respondent in the administrative hearing, failed to commence exploration or mining within the time required by its mineral right, and

that Notre Dame did not mine for a period of twelve (12) consecutive months under its three (3) Class B Licenses in violation of Section 9.14(a & b) of the Minerals and Mining Law (2000);

2. That Notre Dame failed to pay its annual fees of Ten Thousand United States Dollars (US\$10,000.00) for each of the Class B Licenses issued to it on May 13, 2021;

3. That Notre Dame, a foreign corporation with 100% shareholding to Notre Dame Charlestown Nevis Ltd., was issued three (3) class "B" licenses, in violation of Section 4.2(i) of the Minerals & Mining Law (2000).

The appellant disagreed with this ruling of the hearing officer and filed a petition for judicial review before the Sixth Judicial Circuit, Civil Law Court. The appellant in its petition before the trial court argued that: the appellee's accusation that it had not paid its annual statutory fees is false as it had paid, that it amended its Articles of Incorporation to reflect the sixty-percent (60%) Liberian Ownership as required by the statute; that its right to due process was violated when the appellee revoked its license before conducting a hearing, that its inability to carry out mining activities was because of force majeure as it was denied access to the Buchanan Port even though it repeatedly requested such access as was necessary to conduct its operations.

The trial judge, upon hearing the matter, and reviewing the evidence presented, ruled affirming the ruling of the hearing officer on grounds that, even though the appellant had taken steps to rectify its violation of the statute, the fact that it violated the statute, the government (appellee) was justified in revoking its licenses.

The appellant being totally disconcerted with this ruling, excepted and announced an appeal to this Court. The appellant filed a five (5) count bill of exceptions in which we now quote verbatim:

1. That Your Honor having held, opined and ruled that under the Mineral and Mining Laws of Liberia, the holder of mineral rights can only be revoked where in the case of exploration the operator fails to carry out exploration in accordance with the proposed exploration plan; in the case of Class "B" Mining License, the operator ceases exploration for the period of twelve (12) consecutive months or in the case of a Class "A" Mining License, the operator ceases or fails to carry out mining activities within twelve (12) consecutive months; except the failure or cessation is with the consent of the Government or caused by force majeure and accordingly that the Petitioner in the instant case, Your Honor having held that Petitioner failure to carry out mining activities

was as a result of force majeure and sustained said excuse, erred when Your Honor denied Petitioner's Petition and confirmed and affirmed the Co-Respondent Hearing Officer, Fahnseth B. Mulbah's ruling revoking Petitioner's Class "B" Mining Licenses for which Petitioner excepts.

2. That Your Honor also held that the allegation that Petitioner failed to pay its annual fees of \$10,000 for each of its Class "B" Licenses and submit its September 30 Annual Report governing statistical and descriptive information governing its operation were not grounds for the revocation of Petitioner's three (3) mining licenses, erred when Your Honor ruled confirming Co-Respondent Hearing Officer, Fahnseth B. Mulbah's Ruling revoking Petitioner's Class "B" Mining Licenses; for which erroneous and prejudicial ruling Petitioner excepts.
3. That under the Mineral and Mining Laws of Liberia, the Co-Respondent, Ministry of Mines & Energy is statutorily responsible to administer the Mining Laws of Liberia. Accordingly, the Co-Respondent Ministry of Mines & Energy is statutorily responsible to vet seeking license to carry out mining activities and ensure that such applicants have met all the statutory requirements prior to the issuance of Mining Licenses to such applicants. In the instant case, the Co-Respondent Ministry of Mines and Energy having issued mining license to the Petitioner which was not qualified at the time to receive or be issued Class "B" Mining License, but which non-qualification was subsequently qualified is estopped under our law from raising the issue of non-qualification of Petitioner as per its articles of incorporation. Notwithstanding, Your Honor denied Petitioner's Petition and confirmed Co-Respondent, Fahnseth B. Mulbah's Ruling revoking Petitioner's Class "B" Mining Licenses; for which error of Your Honor Petitioner excepts.
4. That under our law, when the statute provides ground for revocation of licenses issued by the Government of Liberia, such as the Ministry of Mines & Energy, the Government of Liberia can only revoke such licenses based upon grounds set forth in the statute. Accordingly, Your Honor's confirmation of the Ruling of Co-Respondent Hearing Office, Fahnseth B. Mulbah being contrary to the grounds provided for in the Mineral and Mining Laws of Liberia, thereby revoking Petitioner's three (3) mining licenses being erroneous and prejudicial to the Petitioner, Petitioner excepts.
5. That the Principle of law relied upon by Your Honor- i.e. mutual mistakes, voidable contract, ignorance of the facts, warranting rescission, contract, revocation by fraud or

misrepresentation of facts contained in Black's Law Dictionary, 17A Am Jur, 2d are not applicable to the facts and circumstances of this case.

From the above bill of exceptions, the appellant is arguing that:

the Mineral and Mining Laws of Liberia, mining licenses can only be revoked under specific conditions: failure to carry out exploration as planned, cessation of exploration or mining activities for twelve consecutive months (unless with government consent or due to force majeure). The appellant claims its failure to conduct mining operations was due to force majeure, which Your Honor acknowledged, yet still denied the Petition and upheld the revocation. The appellant has argued that failure to pay annual license fees and submit the required annual report were not legitimate grounds for revocation of the licenses; that the Ministry of Mines & Energy is responsible for vetting applicants for mining licenses and ensuring statutory compliance before issuing licenses; however, the same Ministry issued licenses to the Petitioner despite initial non-qualification, which was later resolved and as a result, the petitioner argues that the Ministry is now estopped from raising the issue of non-qualification after having already issued the licenses; that under Liberian law, the government can only revoke licenses based on the grounds explicitly stated in the relevant statutes and that the confirmation of the Hearing Officer's ruling to revoke the licenses is said to be contrary to these statutory grounds and therefore prejudicial; that the legal principles cited by the trial judge, such as: mutual mistakes, voidable contracts, ignorance of facts, rescission, and revocation by fraud or misrepresentation, do not apply to the facts and circumstances of this case.

After considering the facts and circumstances, we now begin to make a detailed determination based upon the facts and evidence presented in the records.

In judicial review of administrative decisions, this Court does not substitute its judgment for that of the agency. The Court examines whether: the agency acted within its statutory authority, the decision is supported by substantial evidence, and the proceedings were in consonant with due process and where it is evident that the trial court affirms the agency, the Supreme Court will not disturb the judgment unless it is clearly erroneous.

The first contention we must address is whether the appellant was eligible to hold the said licenses at the time of its application and issuance of the said license. The records show that the hearing officer at the Ministry of Mines and Energy found that at the time the licenses were issued the:

- a. appellant's 100% shareholder was a foreign entity.

- b. the individual associated with the application did not have residency and work permits.
- c. and Appellant did not meet the statutory ownership requirements of Section 6.7.

The appellant has not denied this claim but has however argued in order to persuade this Court that it later amended its Articles of Incorporation to cure the defect and that the Ministry's acceptance of the amended articles of incorporation and subsequent acceptance of payments estopped the Ministry (appellee) from raising the issue.

This argument of the appellant begs the question whether the correcting of a violation by one who violates retroactively vindicates the violator from punishment or penalty? Stated differently, does the appellant's 2023 amendment to its articles of incorporation, rectifying the statutory violation, relieve the appellant of any legal punishment or penalty?

To answer this question, we firstly go to Article 7 of the 1986 Constitution of Liberia which provides that: *"The Republic shall manage the national economy and the natural resources of Liberia in such manner as shall ensure the maximum feasible participation of Liberian citizens..."*

This constitutional directive is not just mere motivation or aspiration; it is a binding law and principle that was put in place by the framers of the Constitution to guide future laws relating to the economy and resources of Liberia. As a matter of fact, this Constitutional provision is the foundation upon which the Legislature enacted Section 4.2 (i) of the Minerals and Mining Law, which provides the categories of those who are ineligible to be holders of mining license under our law. Subsection (i) of the said law provides that: *"With respect to a Class C Mining License, (1) an individual who is not a citizen of Liberia unless legally permitted to be a resident of Liberia or to seek employment in Liberia or (2) a Person other than an individual, unless individuals who are citizens of Liberia own and control at least six percent (60%) of the equity or voting power in such a person or are entitled to receive at least sixty (60%) of such a Person's net profits or distributable income."*

This provision of the law is clear, it restricts Class "B" Mining Licenses to:

- Liberian citizens, or
- companies at least 60% beneficially owned by Liberians.

This statutory requirement is therefore not merely a regulatory preference; it is an expression of constitutional policy designed to protect Liberian participation in the exploitation of the nation's mineral wealth. The records show that the appellant, at the time of issuance, was

100% foreign-owned and the appellant has not denied this accusation but has argued that it later cured the defect by amending its articles of incorporation.

The appellant has argued that because the Ministry of Mines & Energy issued the licenses, accepted payments, and later received amended Articles of Incorporation, the Ministry is estopped from questioning the Appellant's eligibility.

We are in agreement with the appellant's argument. The records show that the appellant was initially in violation of the statute but however, the appellant amended its Articles of Incorporation to meet the demands of the statute and the change was accepted by the appellee and the appellee filed the appellant's amended articles of incorporation within its files and even accepted the fee attached; therefore, the acceptance by the appellee of the appellant's rectification by operation of law made the appellant's license valid as to the requirement of the statute that mandates a class "B" license holder to have at least sixty percent (60%) Liberian ownership and the appellee is estopped from questioning the appellant's eligibility to hold the said license. If this Court were to hold otherwise would create a dangerous precedent.

We move to the second contention of the appellant's argument of force majeure.

The facts show that the appellee conducted a field investigation on September 27, 2024, which reveals that there was no evidence of mining activities, development, or extraction being carried out by the appellant as per the licenses it was issued after more than three years of holding the said licenses.

Section 9.14(b), of the above cited Minerals and Mining Law of Liberia, provides that a Class "B" Mining License must be revoked if the operator: *"shall fail to carry out exploration in accordance with a proposed exploration plan, cease, exploration for a period of twelve consecutive months when subject to an exploration License, cease Mining for a period of twelve (12) consecutive months when subject to a Class B Mining License , unless any such failure or cessation is consented to by Government or is caused by force majeure."*

The appellant has argued that its inability to access the Buchanan port or other ports area based upon the government's repeatedly denying it access, constituted force majeure and therefore, it cannot be held liable or negligent for failing to commence operations within twelve (12) months as provided by law.

We are constrained to disagree with this argument of the appellant. Firstly, there is no showing in the records where the Liberia Maritime Authority or the National Port Authority responded denying access to the appellant's request for use or access from the respective facilities;

secondly, the records show that the appellant obtained its mining licenses in May of 2021, but wrote both the Liberia Maritime Authority and the Port of Buchanan on July 14, 2023, requesting a maritime permit and access to use the port facilities, which is two years after it obtained its licenses to conduct mining activities, which as stated supra is a violation of the mining and minerals law.

Force majeure is defined as an event or effect that can be neither anticipated nor controlled; especially, an unexpected event that prevents someone from doing or completing something that he or she had agreed or officially planned to do.” BLACKS’ LAW DICTIONARY, Deluxe, 11th EDITION.

Force majeure cannot lie where the party failed to pursue available legal remedies, that is, when a party invokes force majeure on the ground that a government action prevented performance, as this doctrine imposes a strict burden that the event must be unforeseeable, beyond the party’s control, and irresistible despite the exercise of reasonable diligence.

Governmental interference may, in appropriate circumstances, constitute force majeure; however, the doctrine does not excuse performance where the party had available administrative or judicial remedies capable of reversing, suspending, or mitigating the government’s action, and yet failed to pursue them.

Thus, where the record contains no showing that the party challenged, appealed, or otherwise sought to remedy the government’s refusal, the defense of force majeure necessarily fails. Force majeure does not lie where the alleged governmental impediment could have been challenged or remedied through available legal or administrative procedures, and the party made no effort to pursue such remedies. A party cannot rely on force majeure to excuse performance when its own failure to act contributed to the claimed impossibility.

The appellant had remedies at law after it was allegedly denied access to the port of Buchanan or other permits by the Liberia Maritime Authority but it however failed to exercise its rights or pursue its remedies under the law; moreover, the appellant did not inform the appellee of such happenings so as to get the appellee to intervene. Such action on the part of the appellant was callous and negligent and cannot therefore count or be considered as force majeure. Force majeure are usually natural disasters, wars, pandemics or other extraordinary events that make it impossible to meet specific contractual or other obligations. Administrative obstacles or hurdles do not constitute force majeure under our laws as force majeure must be proven by clear and convincing evidence and must be recognized by the

competent authority. There is no showing in the records that the appellee ever issued a declaration of force majeure.

However, assuming *arguendo* that force majeure existed, it still does not insulate the appellant from revocation of its licenses on independent statutory ground, namely: failure to fully comply with statutory conditions attached to the licenses. The doctrine of force majeure is not and cannot be treated as a blanket shield against all regulatory consequences.

In addition to the appellant's failure to commence operations within a year as required by law, the appellant also failed to make the necessary payments of annual license fees of Ten Thousand United States Dollars (US\$10,000.00) per license totaling Thirty Thousand United States Dollars per year (US\$30,000.00) which accrued to approximately One Hundred and Twenty Thousand United States Dollars (US\$120,000.00).

The appellant has argued that it paid the said money; however, no such payments were recorded, no receipts were found in the Ministry's Financial System and the appellant failed to rebut this accusation of the appellee with credible evidence such as authentic receipts issued by the appellee to the appellant confirming payment.

Our Civil Procedure Law is clear that in civil and administrative matters, the party bearing the burden of proof must establish its allegations by a preponderance of the evidence. Civil Procedure Law, Rev. Code 1:25.5(2) (Burden of Proof/Quantum of Evidence). Preponderance means that the evidence is of greater weight or more convincing than that offered in opposition; that the fact sought to be proved is more probable than not.

The records show that while the appellant presented evidence of certain payments and reports, it did not sufficiently establish full compliance with all statutory obligations, particularly in light of the Ministry's findings under Sections 4.2(1), 6.7, and 19.14 of the Mineral and Mining Law. It is the law that the best evidence which a case admits of must always be produced. Civil Procedure Law, Rev. Code 1:25.6. The assessment of weight and credibility lies squarely within the province of the fact-finder, and this Court will not disturb it absent clear error, which we do not find present. The best evidence in this circumstance was the receipts issued by the appellee to the appellant for payments allegedly made by the appellant to the appellee for the period under review.

The appellant relies on the principle that unrebutted essential allegations are deemed admitted. This Court has indeed held that where a party fails to deny or rebut essential allegations, such allegations may be treated as admitted. *Liberia Agricultural Co. v. Reeves et al.*, 36 LLR 867 (1990).

Similarly, in *R.L. v. Ezzat Eid*, 37 LLR 762, 777 (1995), this Court explained that prima facie evidence is sufficient to support a verdict in favor of the party introducing it when no evidence is produced in rebuttal.

However, those principles do not apply here. The Ministry did not remain silent; it produced witnesses, documentary evidence, and a compliance review to rebut the evidence presented by the appellant and the hearing officer relied upon the evidence presented by both sides and made a determination.

The trial judge, sitting in review, weighed the competing evidence and concluded that the Ministry's decision was supported by substantial evidence. Under our standard of review for administrative actions, this Court does not retry the facts but examines whether the decision was arbitrary, capricious, unsupported by evidence, or contrary to law, and where none of these elements are found, this Court will not disturb the judgment of the fact-finder.

The appellant having failed to pay the required annual fees for the licenses it held, was a violation of the law by the appellant and the appellee was right in revoking the said licenses and the appellant's argument of force majeure is untenable and we hold same. Based upon the discussion and analysis herein, we therefore hold that the trial court was right in affirming the hearing officer's ruling and we affirm same.

WHEREFORE AND IN VIEW OF THE FOREGOING, the ruling of the trial court is hereby affirmed. The Clerk of this Court is instructed to send a mandate to the lower court below, commanding the judge presiding therein to resume jurisdiction and give effect to this judgment of this opinion. Costs are ruled against the appellant. IT IS HEREBY SO ORDERED.

WHEN THIS CASE WAS CALLED FOR HEARING COUNSELLOR J. JOHNNY MOMOH OF THE J. JOHNNY MOMOH & ASSOCIATES LEGAL CHAMBERS, INC APPEARED FOR THE APPELLANT. COUNSELLORS EUGENE L. MASSAQUOI, ISSAC M. WILLIAMS AND AUGUSTINE C. FAYIAH (SOLICITOR GENERAL) APPEARED FOR THE APPELLEE.

Affirmed.