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8 Attorneys for Cross-complainants  
9 LITTLEROCK CREEK IRRIGATION DISTRICT, PALM RANCH IRRIGATION DISTRICT, and  
10 Defendants NORTH EDWARDS WATER DISTRICT, DESERT LAKE COMMUNITY SERVICES  
11 DISTRICT, LLANO DEL RIO WATER CO., LLANO MUTUAL WATER CO., BIG ROCK MUTUAL  
12 WATER CO., QUARTZ HILL WATER DISTRICT

13 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**

14 **IN AND FOR THE COUNTY OF LOS ANGELES – CENTRAL DISTRICT**

15 Coordinated Proceeding  
16 Special Title (Rule 1550(b))

) **Judicial Council Coordination No. 4408**

17 ANTELOPE VALLEY GROUNDWATER  
18 CASES

) Santa Clara Case No. 1-05-CV-049053  
) Assigned to the Honorable Jack Komar]

19 Included Actions:

) **RESPONSE TO MOTION FOR  
20 CLARIFICATION OF ORDER ON MOTION  
21 FOR AWARD OF ATTORNEY FEES, COSTS  
22 AND INCENTIVE AWARD; MEMORANDUM  
23 OF POINTS AND AUTHORITIES;  
24 DECLARATION OF W. KEITH LEMIEUX IN  
25 SUPPORT THEREOF**

26 Los Angeles County Waterworks District No. 40  
27 v. Diamond Farming Co. Los Angeles County  
28 Superior Court Case No. BC 325201;

Los Angeles County Waterworks District No. 40  
v. Diamond Farming Co., Kern County Superior  
Court, Case No. S-1500-CV-234348;

Wm. Bolthouse Farms, Inc. v. City of Lancaster  
Diamond Farming Co. v. City of Lancaster v.  
Palmdale Water District, Riverside County  
Superior Court, Consolidated Actions, Case Nos.  
RIC 353840, RIC 344436, RIC 344668

) **DATE: May 25, 2016**  
) **TIME: 9:00 a.m.**  
) **PLACE: Los Angeles Superior Court**  
) **Room 222**

29 AND RELATED CROSS-ACTIONS

1 **I. INTRODUCTION**

2 On April 25, 2016, the court issued its "Order After Hearing on April 1, 2016," which included a  
3 ruling on Plaintiffs Richard Wood, et al's ("Wood Class") Motion for Attorneys' Fees (the "Order"). On  
4 May 3, 2016, the Wood Class filed a motion for clarification regarding the allocation of attorneys' fees as  
5 among water purveyors.

6 The small water purveyors agree that clarifications of the Order would be helpful. In fact, in order  
7 to resolve ambiguity, the Small Districts request the court specifically indicate the Small Districts' share  
8 of the attorneys' fees as described below. For the convenience of the court, the Small Districts have  
9 attached to this opposition a draft order amending the prior attorneys' fees award to include specific  
10 numbers.

11 **II. RELEVANT FACTS**

12 As described more fully in the Opposition to the Attorneys' Fees Motion ("Oppo."), some of the  
13 Small Districts are very small water producers. For example, North Edwards Water District has an annual  
14 operating budget of \$148,260. (Oppo, p.2:16). Likewise, Desert Lake Community Services District has  
15 only an annual operating budget of \$252,514. (Oppo., p.2:25.)

16 The Small District's share of the native safe in the yield global settlement is very small. The  
17 percentages are as follows:

- 18 • Quartz Hill Water District 0.798%
- 19 • Littlerock Creek Irrigation District 1.127%
- 20 • Palm Ranch Irrigation District 0.659%
- North Edwards Water District 0.069%
- Desert Lake Community Services District 0.104%

21 The Wood Class were awarded fees and costs in the amount of \$2,349,624.00. If these fees were  
22 divided among the Small Districts based on their percentage of the safe yield contained in the Global  
23 Settlement, this would result in:

- 24 • Quartz Hill Water District \$18,749
- 25 • Littlerock Creek Irrigation District \$26,480
- 26 • Palm Ranch Irrigation District \$15,484
- North Edwards Water District \$1,621
- Desert Lake Community Services District \$2,443

1 (Declaration of W. Keith Lemieux, ¶ 2.)

2 On the other hand, if the fees were divided based on the Small Districts' respective share of the  
3 12,345 acre feet of water allocated to public water suppliers, the fees would be as follows:

- 4 • Quartz Hill Water District \$107,283
- 5 • Littlerock Creek Irrigation District \$151,597
- 6 • Palm Ranch Irrigation District \$88,632
- North Edwards Water District \$9,328
- Desert Lake Community Services District \$13,994

7 (Lemieux Decl., ¶ 3.)

8 For the reasons set forth below, the Small Districts urge the court to allocate the fees based on the  
9 Global Settlement, rather than the allocation of water between only the public water suppliers.

### 10 III. ARGUMENT

11 As described more fully in the Small District's opposition to Attorneys' Fees, each of the Small  
12 Districts has been forced to draw down its reserves in response to the reduction in revenue costs by state  
13 mandated water use restrictions ordered in response to the drought. (See Declarations of Chad Reed, Dollie  
14 Kostopolous, Pete Tuculet and Travis Berglund, filed in support of Opposition to Motion for Attorneys'  
15 Fees.) The larger award of fees would, in some cases, be *more than 10%* of the total annual operating  
16 budget for some of the Small Districts.

17 For example, the larger number of \$88,632 would represent an award of 11% of Palm Ranch's  
18 annual operating budget of \$771,729. (Lemieux Decl., ¶ 4.) The larger number of \$151,597 would  
19 represent an award of 9% of Littlerock Creek's annual operating budget of \$1,741,003. (Lemieux Decl.,  
20 ¶ 5.) The annual operating budget for North Edwards Water District is \$148,260. If this court were to  
21 use the larger number of \$9,328 in attorneys' fees, this award would represent roughly 6% of the total  
22 annual operating budget for North Edwards. (Lemieux Decl., ¶ 6.) Likewise, the larger number of  
23 \$13,994 would represent a fee award of 6 % of Desert Lake's annual operating budget of \$252,514.

24 (Lemieux Decl., ¶ 7.)

25 In contrast, the smaller number provides an award against the Small Districts that can be more  
26 readily absorbed based their current revenue. The court can order the balance of the attorneys' fees to be

1 paid by the larger water suppliers that have annual operating budgets several orders of magnitude larger  
2 than the Small Districts and that can more easily absorb these costs.

3  
4 DATED: May 9, 2016

LEMIEUX & O'NEILL

5  
6 By:  \_\_\_\_\_

W. KEITH LEMIEUX

Attorneys for Cross-Complainants

7 Littlerock Creek Irrigation District, Palm Ranch Irrigation  
8 District, And Defendants North Edwards Water District,

Desert Lake Community Services District, Llano Del Rio

9 Water Co., Llano Mutual Water Co., Big Rock Mutual Water  
10 Co., Quartz Hill Water District

**DECLARATION OF W KEITH LEMIEUX  
IN SUPPORT OF RESPONSE TO MOTION FOR CLARIFICATION OF  
APRIL 1, 2016 ORDER FOR ATTORNEYS' FEES AND COSTS**

I, W Keith Lemieux, hereby declare:

1. I am an attorney at law licensed to practice before all of the courts in the State of California. I am a partner in the firm of Lemieux & O'Neill, attorneys of record for Littlerock Creek Irrigation District, et al., in the above-entitled matter. I have personal, firsthand knowledge of the following facts, and if called as a witness, I could and would competently testify to the following.

2. The Wood Class were awarded fees and costs in the amount of \$2,349,624.00. If these fees were divided among the Small Districts based on their percentage of the safe yield contained in the Global Settlement, and divided among all parties, this would result in:

- Quartz Hill Water District \$18,749
- Littlerock Creek Irrigation District \$26,480
- Palm Ranch Irrigation District \$15,484
- North Edwards Water District \$1,621
- Desert Lake Community Services District \$2,443

3. If the fees were divided based on the Small Districts' respective share of the 12,345 acre feet of water allocated to public water suppliers, the fees would be as follows:

- Quartz Hill Water District \$107,283
- Littlerock Creek Irrigation District \$151,597
- Palm Ranch Irrigation District \$88,632
- North Edwards Water District \$9,328
- Desert Lake Community Services District \$13,994

4. The annual operating budget for Palm Ranch is \$771,729. The attorneys' fees award would represent an award of 11% of the total annual operating budget.


5. The annual operating budget for Littlerock Creek is \$1,741,003. The attorneys' fees award would represent 9% of the total annual operating budget.

6. The annual operating budget for North Edwards Water District is \$148,260. The attorneys' fees award would represent an award of 6% of the total annual operating budget.

1           7.       The annual operating budget for Desert Lake CSD is \$252,514. The attorneys' fees award  
2 would represent a fee award of 6 % of the total annual operating budget.

3           I declare under penalty of perjury under the laws of the State of California that the foregoing is  
4 true and correct.

5           Executed this 9<sup>th</sup> day of May, 2016, in Westlake Village, California.

6   
7 \_\_\_\_\_  
8 W Keith Lemieux