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6 DISTRICT NO. 40

**EXEMPT FROM FILING FEES
UNDER GOVERNMENT CODE
SECTION 6103**

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LOS ANGELES COUNTY WATERWORKS
13 DISTRICT NO. 40

14 SUPERIOR COURT OF THE STATE OF CALIFORNIA
15 COUNTY OF LOS ANGELES – CENTRAL DISTRICT

16 ANTELOPE VALLEY GROUNDWATER CASES
Included Actions:
17 Los Angeles County Waterworks District No. 40 v.
Diamond Farming Co., Superior Court of
18 California, County of Los Angeles, Case No. BC
325201;
19
20 Los Angeles County Waterworks District No. 40 v.
Diamond Farming Co., Superior Court of
California, County of Kern, Case No. S-1500-CV-
21 254-348;
22
23 Wm. Bolthouse Farms, Inc. v. City of Lancaster,
Diamond Farming Co. v. City of Lancaster,
Diamond Farming Co. v. Palmdale Water Dist.,
24 Superior Court of California, County of Riverside,
Case Nos. RIC 353 840, RIC 344 436, RIC 344 668
25
26 RICHARD WOOD, on behalf of himself and all
other similarly situated v. A.V. Materials, Inc., et
27 al., Superior Court of California, County of Los
Angeles, Case No. BC509546
28

Judicial Council Coordination
Proceeding

No. 4408

CLASS ACTION

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

**DECLARATION OF JEFFREY V.
DUNN IN SUPPORT OF DISTRICT
NO. 40'S OPPOSITION TO
WOODS CLASS' MOTION FOR
ATTORNEY FEES, COSTS AND
INCENTIVE AWARD**

*[Filed concurrently with Opposition to
Woods Class' Motion; Declarations of
Wendy Y. Wang, Adam Ariki]*

Date: April 1, 2016
Time: 1:30 p.m.
Dept.: 1

1 I, Jeffrey V. Dunn, declare as follows:

2 1. I am a partner with the law firm of Best Best & Krieger LLP, counsel for
3 defendant Los Angeles County Waterworks District No. 40 (“District No. 40”). I have personal
4 knowledge of the facts stated herein and, if called upon to do so, I could testify to these facts.

5 2. Plaintiff Richard Wood filed a class action complaint against the eight public
6 water supplier defendants who are the subject of his fee motion (“PWS”) and others on June 2,
7 2008. The Wood Class amended that complaint on June 20, 2008. A true and correct copy of
8 The Wood Class’ operative complaint against the PWS is attached hereto as **Exhibit A**.

9 3. The Wood Class also filed a class action complaint against numerous private
10 landowners and farming entities in 2013

11 4. The Wood Class settled its action with the PWS in 2015 and the settlement
12 agreement was submitted to the Court for approval on March 4, 2015. The Court approved the
13 settlement on April 10, 2015. The settlement is memorialized in the Judgment and Physical
14 Solution entered by the Court in December 2015, attached hereto as **Exhibit I**.

15 5. The bills attached to the Declarations of Michael D. McLachlan (“McLachlan
16 Decl.”) and Daniel M. O’Leary (“O’Leary Decl.”) fail to differentiate between time spent on the
17 complaint against the Public Water Suppliers and the time spent on the Wood Class complaint
18 against the other landowner parties.

19 6. The Court’s Physical Solution allocates groundwater to parties including the Wood
20 Class members. The physical solution imposes restrictions (e.g., pumping limits, restrictions on
21 transfers). Pursuant to the Judgment, the Wood Class’s aggregate Production Right is 3,806.4
22 acre-feet per year, and each class member may produce up to and including 3 acre-feet per year
23 per existing household for reasonable and beneficial use on their overlying land. Attached hereto
24 as **Exhibit I** is a true and correct copy of the relevant portions of the Physical Solution at pp. 17-
25 18.

26 7. PWS also requested apportionment/the imposition of a Physical Solution in their
27 First Amended Cross-Complaint. Attached hereto as **Exhibit O** is a true and correct copy of the
28 PWS’s First Amended Cross-Complaint.

1 8. Pursuant to evidence admitted in Phase 6 trial for cost of AVEK water, the Wood
2 Class's aggregate production right is worth \$1,179,984 *per year*. This constitutes over \$8.25
3 million over the seven-year rampdown period, and over \$11.7 million over a ten year period.
4 Attached hereto as **Exhibit N** is a true and correct copy of Public Water Suppliers' Phase 6 trial
5 exhibit no. PWS-516, which was admitted on October 1, 2015 and which values untreated AVEK
6 water at \$310 per acre-foot.

7 9. Under the Judgment, Wood Class did not receive economic or compensatory
8 damages, failed to obtain any declaration of a superior priority to groundwater water, or any
9 award of damages against the Public Water Suppliers to compensate for alleged takings and
10 property infringement.

11 10. Yet, the Wood Class counsel motion for attorney fees is directed at only District
12 No. 40 and the relatively small public water suppliers, which represent a small fraction of the
13 actual groundwater users and potential users in the Basin.

14 11. A true and correct copy of Document #4431, Order After Hearing on Motion by
15 Plaintiff Rebecca Lee Willis and the Class for Attorneys' Fees, Reimbursement of Expenses and
16 Class Representative Incentive Award, is attached hereto as **Exhibit B**.

17 12. The 2015 settlement between Plaintiff and the PWS is nearly identical to a 2011
18 settlement. Attached hereto as **Exhibit C** and **Exhibit D**, respectively, are true and correct copies
19 of Document #4422 (2011 Notice of Motion and Motion for Preliminary Approval of Class
20 Settlement) and #9622 (2015 Notice of Motion and Motion for Preliminary Approval of Class
21 Settlement).

22 13. Mr. McLachlan arrived at 9:30 a.m. and did not attend trial in the afternoon on
23 February 10, 2014 for Phase 5 trial.

24 14. Attached hereto as **Exhibit E** is a true and correct copy of the transcript from the
25 November 9, 2012 Case Management Conference hearing.

26 15. Attached hereto as **Exhibit F** is a true and correct copy of the Court's Order
27 denying the motion for determination of good faith settlement by the Wood Class settling
28 defendants.

1 16. Attached hereto as **Exhibit G** is a true and correct copy of Exhibit 3 to the
2 Judgment.

3 17. Attached hereto as **Exhibit H** is a true and correct copy Plaintiff's reply brief in
4 support of his motion for approval of award of attorney fees and costs filed on January 1, 2014.

5 18. Attached hereto as **Exhibit I** is a true and correct copy of the relevant portions of
6 the Physical Solution at pp. 1-3, 5.

7 19. Attached hereto as **Exhibit J** is a true and correct copy of District No. 40's 2004
8 Complaint.

9 20. To satisfy the McCarran Amendment, the PWS proceeded to identify every
10 property owner in the Basin, created the initial potential class membership lists, and individually
11 named all property owners not identified as a potential class member.

12 21. District No. 40 also undertook the significant effort of defaulting against non-
13 appearing parties.

14 22. For the multi-week Phase 3 trial, District No. 40 along with other PWS presented
15 evidence establishing overdraft and safe yield. Attached hereto as **Exhibit K** is a true and correct
16 copy of the Phase 3 Statement of Decision.

17 23. Establishing overdraft and safe yield was a necessary step towards establishing a
18 physical solution and restraining future pumping over the safe yield – a step that the Wood Class
19 opposed. Attached hereto as **Exhibit L** is a true and correct copy of the Wood Class objections to
20 evidence concerning safe yield and overdraft.

21 24. Leading up to the Phase 4 trial, District No. 40, its counsel, and its experts
22 collectively spent hundreds of hours reviewing discovery responses and data to verify the alleged
23 pumping. Such efforts included the use of aerial photography, LandSat analysis, well test
24 analysis, and crop duty calculations.

25 25. Attached hereto as **Exhibit M** is a true and correct copy of District No. 40's
26 Summary of Bills and Reference to Billing Entries, prepared by my office at my direction.

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1 I declare under penalty of perjury under the laws of the State of California that the
2 foregoing is true and correct. Executed this 15th day of March, 2016, at Irvine, California.

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8 Jeffrey V. Dunn
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PROOF OF SERVICE

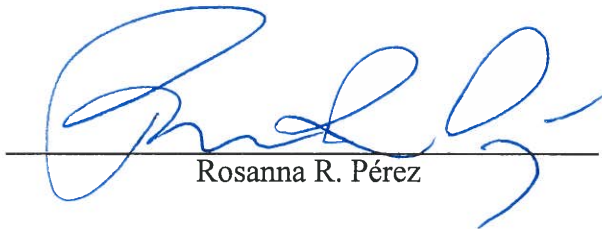
I, Rosanna R. Pérez, declare:

I am a resident of the State of California and over the age of eighteen years, and not a party to the within action; my business address is Best Best & Krieger LLP, 300 S. Grand Avenue, 25th Floor, Los Angeles, California 90071. On March 15, 2016, I served the following document(s):

**DECLARATION OF JEFFREY V. DUNN IN SUPPORT OF DISTRICT NO. 40'S
OPPOSITION TO WOODS CLASS' MOTION FOR ATTORNEY FEES, COSTS AND
INCENTIVE AWARD**

by posting the document(s) listed above to the Santa Clara County Superior Court website in regard to the Antelope Valley Groundwater matter.

I declare under penalty of perjury under the laws of the State of California that the above is true and correct. Executed on March 15, 2016, at Los Angeles, California.


Rosanna R. Pérez

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