

1 Michael Duane Davis, SBN 093678
Marlene L. Allen-Hammarlund, SBN 126418
2 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
3 550 East Hospitality Lane, Suite 300
San Bernardino, CA 92408-4205
4 Telephone: (951) 684-2171
Facsimile: (951) 684-2150
5

6 Attorneys for Cross-Defendants/Cross-Complainants,
ANTELOPE VALLEY UNITED MUTUALS GROUP;
7 and Cross-Defendants, ADAMS BENNETT
INVESTMENTS, LLC; MIRACLE IMPROVEMENT
CORPORATION dba GOLDEN SANDS MOBILE
8 HOME PARK, aka GOLDEN SANDS TRAILER
PARK, named as ROE 1121; ST. ANDREW'S
9 ABBEY, INC., named as ROE 623; SERVICE ROCK
PRODUCTS, L.P.; and SHEEP CREEK WATER
10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13 Coordination Proceeding) Judicial Council Coordination
Special Title (Rule 1550(b))) Proceeding No. 4408
14)
15 **ANTELOPE VALLEY**) Santa Clara Case No. 1-05-CV-049053
GROUNDWATER CASES) Assigned to the Honorable Jack Komar
Department 17C
16 Including Consolidated Actions:)
17 **Los Angeles County Waterworks District**) **STATEMENT OF WITNESSES, EXHIBITS**
No. 40 v. Diamond Farming Co.) **AND EVIDENCE IN SUPPORT OF**
18 Superior Court of California, County of Los) **MOTION FOR ORDER INTERPRETING**
Angeles, Case No. BC 325 201) **JUDGMENT REGARDING**
19) **WATERMASTER FORMATION; WITH**
Los Angeles County Waterworks District) **PROFFERED SUPPORTING**
No. 40 v. Diamond Farming Co.) **DECLARATIONS (MELODY BROWN,**
20 Superior Court of California, County of) **ROBERT HIGHTOWER WILLIAM HUNT,**
Kern, Case No. S-1500-CV-254-348) **BRUCE NELSON, RANDY SCOTT AND**
21 **MARY WOOD)**
22 **Wm. Bolthouse Farms, Inc. v. City of**)
Lancaster) Continued Date: May 25, 2016
23 **Diamond Farming Co. v. City of**) Time: 9:00 a.m.
Lancaster) Dept.: Room 222
24 **Diamond Farming Co. v. Palmdale**) Judge: Hon. Jack Komar
Water Dist.) Los Angeles Superior Court
25 Superior Court of California, County of) 111 N. Hill Street
Riverside, consolidated actions, Case Nos.) Los Angeles, California
26 **RIC 353 840, RIC 344 436, RIC 344 668**)
27 **AND RELATED ACTIONS.**)
28

1 Cross-Defendants / Cross-Complainants, **ANTELOPE VALLEY UNITED MUTUALS**
2 **GROUP** [comprised of Antelope Park Mutual Water Co., Aqua-J Mutual Water Co., Averydale
3 Mutual Water Co., Baxter Mutual Water Co., Bleich Flat Mutual Water Co., Colorado Mutual
4 Water Co., El Dorado Mutual Water Co., Evergreen Mutual Water Co., Land Projects Mutual
5 Water Co., Landale Mutual Water Co., Shadow Acres Mutual Water Co., Sundale Mutual Water
6 Co., Sunnyside Farms Mutual Water Co., Tierra Bonita Mutual Water Co., West Side Park
7 Mutual Water Co., and White Fence Farms Mutual Water Co., Inc.]; and Cross-Defendants,
8 **ADAMS BENNETT INVESTMENTS, LLC** and **SERVICE ROCK PRODUCTS, L.P.**
9 (collectively, “Moving Parties”) submit this *Statement of Witnesses, Exhibits and Evidence in*
10 *Support of Motion for Order Interpreting Judgment Regarding Watermaster Formation*
11 (“Statement”) in compliance with the Court’s Minute Order of May 3, 2016 regarding their
12 *Motion for Order Interpreting Judgment Regarding Watermaster Formation* (“Motion”).
13

14 **STATEMENT OF POSITION**

15 Moving Parties submit and request that the Court interpret the Judgment and Physical
16 Solution and issue an Order opining, as more fully set forth in the Motion papers, that:

17 1. The Judgment and Physical Solution requires that the organizational rules of the
18 Watermaster must be fully established, including procedures for the selection of the two initial
19 Landowner Watermaster seats (“Landowner Seats”), before the Watermaster Board is elected, is
20 seated and it appoints the Watermaster Engineer, whose task it will be to prepare proposed
21 operational Watermaster rules for approval by the Court.

22 2. It is fundamental to the Judgment and Physical Solution that any process by
23 which it is implemented afford the Parties basic due process rights, be open and transparent, and
24 that each of the Parties treat every other Party with fundamental fairness.

25 3. The Judgment and Physical Solution requires that the Watermaster Board should
26 be as broad based and balanced as possible, and that it represent as many of the diverse interests
27 in the Antelope Valley as possible; including that each of the two Landowner Seats provide
28 representation for distinct landowner interests.

1 4. The Judgment and Physical Solution precludes public agencies, including public
2 agencies listed in Exhibit 4 to the Judgment and Physical Solution, from holding either of the
3 two Landowner Seats and from voting in the selection of those seats, including in the event that a
4 public agency acquires the Overlying Production Rights of a party listed in Exhibit 4.
5

6 **LIST OF WITNESSES**

7 **(with Time Estimate and Statement of Proposed Testimony)**

8 Moving Parties submit the following list of witnesses from which they intend to offer
9 testimony in support of the Motion. Declarations of each designated witness are attached to this
10 Statement to summarize their proposed testimony, and for use should the Court wish to proceed
11 by declaration. Further, should any designated witness be unavailable to testify in person on the
12 date set for the hearing on the Motion, Moving Parties will offer their proposed testimony by
13 way of declaration. Copies of the declarations not already filed in Support of the Motion are
14 presented with this Statement.
15

Witness	Est. Time	Proposed Testimony
Melody Brown	20	As set forth in proposed declaration attached to this Statement.
Michael Davis *	30	As set forth in Declaration filed in Support of the Motion.
Robert Hightower	15	As set forth in proposed declaration attached to this Statement.
William Hunt	15	As set forth in proposed declaration attached to this Statement.
Bruce Nelson	20	As set forth in proposed declaration attached to this Statement.
Randy Scott	10	As set forth in proposed declaration attached to this Statement.
John Ukkestad	45	As set forth in Declaration filed in Support of the Motion.
Mary Wood	30	As set forth in proposed declaration attached to this Statement.
* If necessary.		

LIST OF EXHIBITS

Moving Parties submit the following list of exhibits which they intend to offer into evidence in support of the Motion.

1. *Amended Stipulation for Entry of Judgment and Physical Solution* (Court Website Posting, Document Number 9697) [Exhibit 1 to Declaration of M. Davis in Support of Motion].

2. *[Proposed] Judgment and Physical Solution* entered December 28, 2015 (Court Website Posting, Document Number 11021) [Exhibit 2 to Declaration of M. Davis in Support of Motion].

3. *Antelope Valley Accord*, Page 14 (reference Exhibit 4, below) [Exhibit 3 to Declaration of M. Davis in Support of Motion].

4. City of Lancaster’s *Ex Parte Application of Moving Principals for Continuance of Trial; Declaration of Douglas J. Evertz in Support of Application* (Court Website Posting, Document Number 3799) [Exhibit 4 to Declaration of M. Davis in Support of Motion].

5. Los Angeles County Waterworks District No. 40’s *Objection and Motion to Strike Submission of “Waldo Accord” and Related Documents* (Court Website Posting, Document Number 3822) [Exhibit 5 to Declaration of M. Davis in Support of Motion].

6. *Court’s Minute Order dated July 29, 2010* (Court Website Posting, Document Number 3824) [Exhibit 6 to Declaration of M. Davis in Support of Motion].

7. *Merry Christmas, water drinkers*, Antelope Valley Press, December 25, 2015 [Exhibit 7 to Declaration of M. Davis in Support of Motion].

8. Email string from and to Attorney M. McLachlan, January 1, 2016 at 2:26 PM, 7:03 PM and 11:04 PM [Exhibit 8 to Declaration of M. Davis in Support of Motion].

9. AVEK Invitation to *Watermaster Organizational Meeting* for January 21, 2016, with attached *Notice of Public Meeting – Notice of Discussion of Water Master Organization*, posted January 5, 2016 (Court Website Posting, Document Number 11100) [Exhibit 9 to Declaration of M. Davis in Support of Motion].

10. Office of Los Angeles County Counsel, letter to Attorney W. Brunick, dated January 12, 2016 [Exhibit 10 to Declaration of M. Davis in Support of Motion].

1 11. Brunick, McElhaney & Kennedy letter to All Counsel & Parties, dated January
2 20, 2016 [Exhibit 11 to Declaration of M. Davis in Support of Motion].

3 12. Antelope Valley Press (avhidesert Forum), *Nearly 100 gather to put Watermaster*
4 *into motion – water*, January 22, 2016 at 4:08 PM [Exhibit 12 to Declaration of M. Davis in
5 Support of Motion].

6 13. Gresham|Savage letter to All Landowner Counsel & Parties, posted and emailed
7 January 29, 2016 (Court Website Posting, Document Number 11115) [Exhibit 13 to Declaration
8 of M. Davis in Support of Motion].

9 14. Brunick, McElhaney & Kennedy letter to All Counsel & Parties, dated January
10 28, 2016, with attached AVEK - *Notice of Public Meeting - Notice of Discussion of Water*
11 *Master Organization*, posted January 27, 2016 (Court Website Posting, Document Number
12 11149) [Exhibit 14 to Declaration of M. Davis in Support of Motion].

13 15. Gresham|Savage letter to All Landowner Counsel & Parties, posted and emailed
14 February 3, 2016 (Court Website Posting, Document Number 11151) [Exhibit 15 to Declaration
15 of M. Davis in Support of Motion].

16 16. AVEK - *Notice of Watermaster Organizational Meeting - Landowner*
17 *Representatives*, February 26, 2016 (Court Website Posting, Document Number 11241) [Exhibit
18 16 to Declaration of M. Davis in Support of Motion].

19 17. AVEK – *Notice of Watermaster Organizational Meeting – Landowner*
20 *Representatives*, March 22, 2016 (Court Website Posting, Document Number 11338) [Exhibit 17
21 to Declaration of M. Davis in Support of Motion].

22 18. AVEK – *Notice of Public Meeting – Notice of Discussion of Water Master*
23 *Organization*, April 6, 2016 (Court Website Posting, Document Number 11375) [Exhibit 18 to
24 Declaration of M. Davis in Support of Motion].

25 19. AVEK Website Portal, entitled “Watermaster,” containing information and links
26 to AVEK notices, meeting presentation videos, PowerPoint presentations and other materials
27 pertaining to Watermaster formation [screen shot at Exhibit 19 to Declaration of M. Davis in
28 Support of Motion].

1 20. Antelope Valley Press (avhidesert Forum), *power struggle focusing on which*
2 *water agency will represent 11 cities and water supp...*, January 29, 2016.

3 21. Video Recording of *March 31, 2016 "Watermaster Board" Meeting*, Joyce
4 Media, Inc., YouTube.

5 22. Email from R. Nelson to J. Ukkestad dated April 4, 2016 at 8:04 AM.

6 23. Letter from R. Nelson (Willow Springs Company) dated April 13, 2016.

7 24. Video Recording of *April 13, 2016 "Watermaster Board" Meeting*, Joyce Media,
8 Inc., YouTube.

9 25. *Watermaster Nears Boiling Point*, The Rosamond News, April 18, 2016.

10
11 **BRIEF STATEMENT OF ADDITIONAL APPLICABLE LAW**

12 Moving Parties incorporate the authority set forth in their Motion, and supplement their
13 proffered authority with respect to the application of the Ralph M. Brown Act ("Brown Act")
14 and the issues of openness, transparency and due process as follows.

15 The Brown Act, which is set forth at Government Code section 54950, et seq., and is
16 sometimes referred to as California's open meeting law, was enacted to provide public notice of
17 meetings to which it is applicable, including the posting of agendas of the subjects to be
18 discussed thereat, and to ensure public access to those meetings. In enacting the Brown Act, the
19 legislature codified its recognition that "The people of this State do not yield their sovereignty to
20 the agencies which serve them. The people, in delegating authority, do not give their public
21 servants the right to decide what is good for the people to know and what is not good for them to
22 know. The people insist on remaining informed so that they may retain control over the
23 instruments they have created." California *Government Code* § 54950.

24 Section 18.4.11 of the Judgment and Physical Solution imposes the requirements,
25 standards and timetables of the Brown Act upon all aspects of the Watermaster formation and
26 operation, expressly providing:

27 **Section 18.4.11. "Meetings and Records.** Watermaster shall
28 provide notice of and conduct all meetings and hearings in a
manner *consistent with the standards* and timetables set forth in

-5-

1 the Ralph M. Brown Act, Government Code sections 54950, et
2 seq. Watermaster shall make its files and records available to any
3 Person consistent with the standards and timetables set forth in the
4 Public Records Act, Government Code sections 6200 et seq.”
(Emphasis added).

5 Specifically, The Brown Act provides, in pertinent part, as follows:

6 **Gov. Code, § 54950.** “In enacting this chapter, the Legislature
7 finds and declares that the public commissions, boards and
8 councils and the other public agencies in this State exist to aid in
9 the conduct of the people's business. It is the intent of the law that
10 their actions be taken openly and that their deliberations be
11 conducted openly. The people of this State do not yield their
12 sovereignty to the agencies which serve them. The people, in
13 delegating authority, do not give their public servants the right to
14 decide what is good for the people to know and what is not good
15 for them to know. The people insist on remaining informed so that
16 they may retain control over the instruments they have created.”

17 **Gov. Code, § 54952.1.** “Any person elected to serve as a member
18 of a legislative body who has not yet assumed the duties of office
19 shall conform his or her conduct to the requirements of this chapter
20 and shall be treated for purposes of enforcement of this chapter as
21 if he or she has already assumed office.”

22 In *Frazer v. Dixon Unified School Dist.* (1993) 18 Cal.App.4th 781, 794-95 the Court
23 opined, “It is now well settled that the term ‘meeting,’ as used in the Brown Act (§§ 54950,
24 54953), is not limited to gatherings at which action is taken by the relevant legislative body;
25 ‘deliberative gatherings’ are included as well. [] Deliberation in this context connotes not only
26 collective decision making, but also ‘the collective acquisition and exchange of facts preliminary
27 to the ultimate decision.’ [] As the court in *Sacramento Newspaper Guild [v. Sacramento County
28 Board of Supervisors* (1968) 263 Cal.App.2nd 41] explained, ‘Section 54950 is a deliberate and
palpable expression of the act's intended impact. It declares the law's intent that deliberation as
well as action occur openly and publicly. Recognition of deliberation and action as dual
components of the collective decision-making process brings awareness that the meeting concept
cannot be split off and confined to one component only, but rather comprehends both and either.’
The court further explained that the term ‘meeting’ must be construed expansively to prevent
local legislative bodies from evading the requirements of the Brown Act: ‘In this area of
regulation, as well as others, a statute may push beyond debatable limits in order to block evasive
techniques. An informal conference or caucus permits crystallization of secret decisions to a

1 point just short of ceremonial acceptance. There is rarely any purpose to a nonpublic pre-meeting
2 conference except to conduct some part of the decisional process behind closed doors. Only by
3 embracing the collective inquiry and discussion stages, as well as the ultimate step of official
4 action, can an open meeting regulation frustrate these evasive devices.’ []” (Internal citations
5 omitted.)
6

7 **CONCLUSION**

8 The Parties that participated in the development of the Antelope Valley Accord expressly
9 acknowledged that “[t]he intent is to have a **balanced Board**, represented by the **diverse**
10 **interests** in the Antelope Valley, and specifically including Board representation for each
11 management area and [Special Emphasis Area] in order to achieve Basin-wide solutions.”
12 (emphasis added)

13 No process for either the organization of the Watermaster or the selection of Watermaster
14 Landowner Representatives has been voted upon by the Parties. AVEK and others are
15 attempting to impose a process for the selection of Landowner Watermaster Representatives,
16 however, that process is not fundamentally fair, open, transparent or in recognition of the due
17 process rights of the Parties. Furthermore, decisions are being made and actions are being taken
18 by individuals as if they have already been elected as representatives.

19 In short, the mandate and requirements of the Brown Act, though clearly applicable to all
20 aspects of Watermaster formation and operations, are not being honored.

21 Moving Parties are prepared to present live testimony from the identified witnesses or to
22 proceed by way of declaration testimony, whichever the Court elects to receive.

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Moving Parties propose to introduce that evidence filed in support of the Motion, as well as six (6) additional pieces of evidence.

DATED: May 13, 2016.

Respectfully submitted,

GRESHAM SAVAGE NOLAN & TILDEN, PC



By:

MICHAEL DUANE DAVIS, ESQ.
DEREK R. HOFFMAN, ESQ.
Attorneys for A. V. UNITED MUTUALS GROUP,
ADAMS BENNETT INVESTMENTS, LLC, and
SERVICE ROCK PRODUCTS, L.P.

1 Michael Duane Davis, SBN 093678
Marlene L. Allen-Hammarlund, SBN 126418
2 Derek R. Hoffman, SBN 285784
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3 550 East Hospitality Lane, Suite 300
San Bernardino, CA 92408-4205
4 Telephone: (951) 684-2171
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10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13 Coordination Proceeding
Special Title (Rule 1550(b))

) Judicial Council Coordination
) Proceeding No. 4408

14 **ANTELOPE VALLEY**
15 **GROUNDWATER CASES**

) Santa Clara Case No. 1-05-CV-049053
) Assigned to the Honorable Jack Komar
) Department 17C

16 Including Consolidated Actions:

) **DECLARATION OF MELODY BROWN IN**
) **SUPPORT OF MOTION FOR ORDER**
) **INTERPRETING JUDGMENT**
) **REGARDING WATERMASTER**
) **FORMATION**

17 **Los Angeles County Waterworks District**
No. 40 v. Diamond Farming Co.
18 Superior Court of California, County of Los
Angeles, Case No. BC 325 201

19 **Los Angeles County Waterworks District**
20 **No. 40 v. Diamond Farming Co.**
Superior Court of California, County of
21 Kern, Case No. S-1500-CV-254-348

) Continued Date: May 25, 2016
) Time: 9:00 a.m.
) Dept.: Room 222
) Judge: Hon. Jack Komar
Los Angeles Superior Court
111 N. Hill Street
Los Angeles, California

22 **Wm. Bolthouse Farms, Inc. v. City of**
Lancaster
23 **Diamond Farming Co. v. City of**
Lancaster
24 **Diamond Farming Co. v. Palmdale**
Water Dist.

25 Superior Court of California, County of
Riverside, consolidated actions, Case Nos.
26 RIC 353 840, RIC 344 436, RIC 344 668

27 AND RELATED ACTIONS.
28

1 I, MELODY BROWN, declare as follows:

2 1. I am, and have been for approximately the last ten years, the Secretary and
3 Treasurer for Cross-Defendant / Cross-Complainant **COLORADO MUTUAL WATER CO.**
4 (“Colorado Mutual”), which is a member of the **ANTELOPE VALLEY UNITED MUTUALS**
5 **GROUP** [comprised of Antelope Park Mutual Water Co., Aqua-J Mutual Water Co., Averydale
6 Mutual Water Co., Baxter Mutual Water Co., Bleich Flat Mutual Water Co., Colorado Mutual
7 Water Co., El Dorado Mutual Water Co., Evergreen Mutual Water Co., Land Projects Mutual
8 Water Co., Landale Mutual Water Co., Shadow Acres Mutual Water Co., Sundale Mutual Water
9 Co., Sunnyside Farms Mutual Water Co., Tierra Bonita Mutual Water Co., West Side Park
10 Mutual Water Co., and White Fence Farms Mutual Water Co., Inc.], in the above-entitled action.
11 I give this declaration in support of the Motion for Order Interpreting Judgment Regarding
12 Watermaster Formation. If called and sworn as a witness, I could and would competently testify
13 to the following facts, having personal knowledge thereof.

14 2. I was the Secretary and Treasurer in 2015 when Colorado Mutual’s Board of
15 Directors, including me, approved and stipulated to the entry of the *[Proposed] Judgment and*
16 *Physical Solution* that this Court ultimately adopted and entered in December 2015 (“Physical
17 Solution”). I believe that the Physical Solution is fair and will provide an effective mechanism
18 to restore the health of the Basin if properly implemented.

19 3. It was fundamentally important to me that the Parties would be afforded basic due
20 process rights in the implementation of the Physical Solution, that the implementation processes
21 would be open and transparent, and that each of the Parties would be treated with fundamental
22 fairness by the other Parties.

23 4. I would not have agreed to the Physical Solution, and I understood that the other
24 Colorado Mutual Board Members would also not have agreed to the Physical Solution if the
25 Physical Solution were not going to be implemented in a fair, open and transparent process in
26 which the Parties’ fundamental due process rights would be respected. It was also, and still is,
27 critically important to me that small private water companies, like Colorado Mutual, be fairly
28 represented in the implementation process.

1 5. It was also fundamentally important to me, and I understood that it was also
2 fundamentally important to the other Colorado Mutual Board Members that the Watermaster
3 would be composed of a balanced Board that represented the diverse interests in the Antelope
4 Valley. The landowner group is diverse and includes large farming and business interests with
5 significant amounts of pumping. By contrast, Colorado Mutual is a small mutual water
6 company and needs someone to look out for its interests, as well.

7 6. On January 21, 2016, I personally attended a meeting at the Lancaster City Hall
8 Council Chambers, upon hearing about the meeting from Mr. John Ukkestad. That is the only
9 notice that I received of that meeting. At that meeting, I signed in and provided my contact
10 information, and have received some subsequent meeting notices by email since then. I have
11 also separately received some materials by mail.

12 7. At the January 21, 2016 meeting, AVEK Board Member Mr. Robert Parris,
13 AGWA member Mr. John Calandri, Los Angeles County Waterworks District No. 40 General
14 Manager Mr. Adam Ariki, and Tejon Ranchcorp representative Mr. Dennis Atkinson, sat upon
15 the dais of the Lancaster City Council Chambers throughout the meeting. Mr. Parris of AVEK
16 appeared to be running the meeting. There was a lot of discussion about selecting the
17 individuals who would initially hold the two Landowners Watermaster seats on the Watermaster
18 Board, including several open issues that were strongly debated. Mr. John Calandri indicated
19 that he did not want any attorneys involved in that process.

20 8. On February 17, 2016, I personally attended another meeting at the Lancaster City
21 Hall Council Chambers. The meeting was loud and seemed disorganized. At one point,
22 Mr. John Calandri and Mr. Gary Van Dam went to the podium to address everyone in the room.
23 I was completely taken aback when Mr. Van Dam announced that the two Landowner
24 Watermaster seats were “the farmers’ seats.” Others around me also appeared visibly upset by
25 his statement. Mr. Calandri and Mr. Van Dam then suggested that all the landowners should get
26 together and form a nine-member landowner advisory committee.

27 9. On March 16, 2016, I personally attended a further meeting at Lancaster City Hall
28 Council Chambers regarding the formation of the Watermaster Board and specifically the

1 selection of the two Landowner Watermaster seats. To my knowledge, no procedures had yet
2 been agreed upon for the organization of the Watermaster or the selection of the Landowner
3 representatives on the Watermaster Board. Notwithstanding, during that meeting, George
4 Cappello of Grimmway Enterprises, Inc. and Diamond Farming Company nominated Dennis
5 Atkinson of Tejon for consideration as a Landowner Watermaster seat representative. Mr. Gary
6 Van Dam nominated himself. Mr. Dennis Atkinson nominated Mr. John Calandri. Mr. John
7 Giovatti nominated Mr. Galen Kyle. Seeing these nominations unfold, Mr. John Ukkestad
8 nominated Mr. Randy Scott. With the exception of Mr. Scott, there suddenly appeared to be a
9 group of nominees all generally representing large farming interests. In some way not clear to
10 me, those that were nominated that day somehow morphed into a self-appointed Landowner
11 Watermaster seat selection “steering committee”.

12 10. One of the most contested issues at that meeting was how votes should be
13 weighted. Several of the members of this self-appointed “steering committee” appeared to be in
14 favor of assigning voting power according to pumping allocations in the Physical Solution but
15 allowing each voter to cast all of its votes for multiple nominees. An example that was given
16 was that a landowner with a 1,000 acre-foot allocation would have 1,000 votes, and that the
17 landowner would then be able to cast the entire 1,000 votes for **each** of the two Landowner
18 Watermaster seats, rather than splitting the 1,000 votes between the two Landowner Watermaster
19 seats. That did not seem fair to me. During the April 13, 2016 meeting, described further below,
20 Mr. Richard Nelson of Willow Springs Company (not a shareholder of any Mutual Water
21 Company, but a member of AGWA) circulated a letter, a true and correct copy of which is
22 attached as Exhibit “A” to this declaration, expressing concern that the proposed voting example
23 allowing landowners to cast all of their votes for both seats would stack the deck against smaller
24 pumpers and would multiple the voting power of large pumpers who have thousands of acre feet
25 of pumping.

26 11. I also personally attended the March 31, 2016 and April 13, 2016 meetings at the
27 Palmdale Water District. I got the sense during those meetings that there was some hurry to push
28 and get the Watermaster Board formed as quickly as possible. Mr. Ukkestad informed the group

heard. Seeing no reason to stay, I left the meeting out of frustration. At the rate that the meeting was going, it seemed like it was inevitable that both of the two Landowner Watermaster seats would end up being exclusively held by the large farming interests. I do not believe that would be fair to the vast majority of the Landowners on Exhibit 4. That would not be right. Two of the five Watermaster seats were pre-determined, and the third will be held by a second public water supplier. The Landowner Watermaster seats must represent diverse landowner interests in order to achieve true balanced representation as I believe the Physical Solution intended.

12. Immediately following the adjournment of the March 31, 2016 meeting, I stood out in the hallway with my husband, as well as with Mr. John Ukkestad and Mr. Gary Godde, having a brief conversation with Mr. Dennis Atkinson of Tejon. During that conversation Mr. Atkinson stated that Tejon has sold more water to AVEK than the State of California has sold to AVEK.

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

Executed this 12 day of May, 2016, at LANCASTER, California.

By:

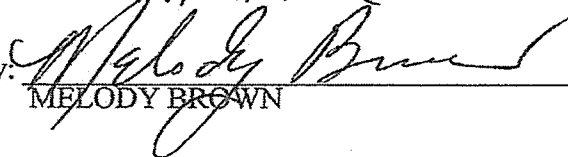

MELODY BROWN

EXHIBIT A

Willow Springs Company

April 13, 2016

Re:

Why the large and small water users each need to select their own director.
See chart on reverse side.

I am writing this because it will be impossible to say without interruption at the meeting.

The proposal to vote the water acreage multiple times diminishes the vote of minor water users, enabling the large water users to elect both directors. See the chart on reverse side. Given this, the way forward is for large and small water users to vote only for their own director.

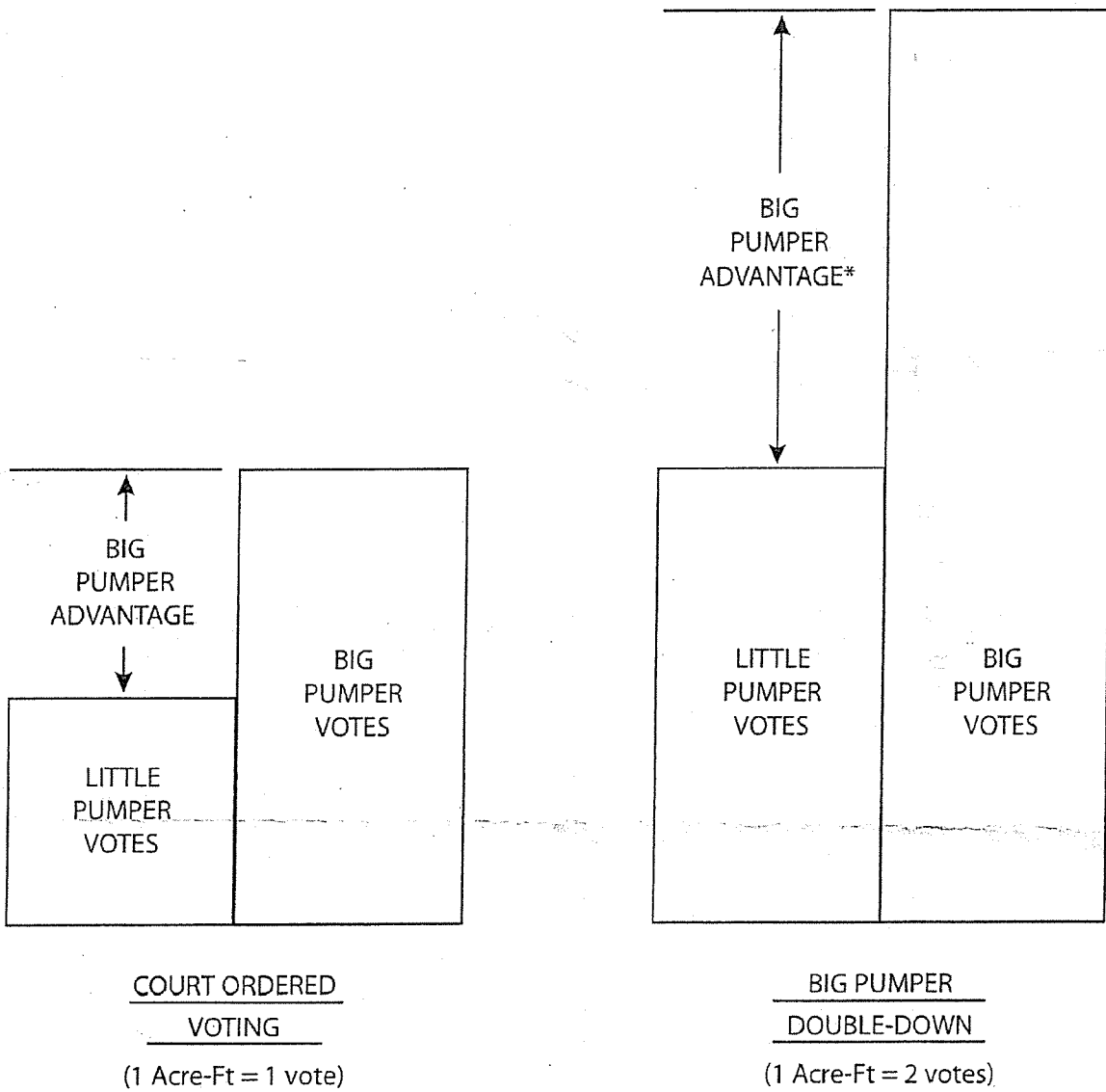
The negotiations have turned ugly and have diminished our real objective, to elect suitable representation. We seem to have forgotten the purpose of the Water Master, which is to protect our aquifer and our rights; not to make one group of water users subservient to a master.

Directors have a fiduciary and moral responsibility to serve all water users equally and without a conflict of interest or prejudice. A director who serves the will of only one group violates the public trust. We must get away from the argument pitting farmers against other water users. What difference does it make?

So, in the interest of finishing the elections can we get to the business?

Richard Nelson
Willow Springs Company, Inc.
661 256 2275 Willow.Springs@mindspring.com

Willow Springs Company, 4040 Manly Rd., Rosamond, California 93560



DOUBLING VOTE STACKS DECK AGAINST LITTLE PUMPER

*Ratio remains the same, big vote advantage doubles.

Example: 100 votes become 200 votes or 1,000 votes becomes 2,000 votes.

1 Michael Duane Davis, SBN 093678
Marlene L. Allen-Hammarlund, SBN 126418
2 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
3 550 East Hospitality Lane, Suite 300
San Bernardino, CA 92408-4205
4 Telephone: (951) 684-2171
Facsimile: (951) 684-2150
5

6 Attorneys for Cross-Defendants/Cross-Complainants,
ANTELOPE VALLEY UNITED MUTUALS GROUP;
7 and Cross-Defendants, ADAMS BENNETT
INVESTMENTS, LLC; MIRACLE IMPROVEMENT
CORPORATION dba GOLDEN SANDS MOBILE
8 HOME PARK, aka GOLDEN SANDS TRAILER
PARK, named as ROE 1121; ST. ANDREW'S
9 ABBEY, INC., named as ROE 623; SERVICE ROCK
PRODUCTS, L.P.; and SHEEP CREEK WATER
10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13 Coordination Proceeding) Judicial Council Coordination
Special Title (Rule 1550(b))) Proceeding No. 4408
14)
15 **ANTELOPE VALLEY**) Santa Clara Case No. 1-05-CV-049053
GROUNDWATER CASES) Assigned to the Honorable Jack Komar
Department 17C
16 Including Consolidated Actions:)
17 **Los Angeles County Waterworks District**) **DECLARATION OF ROBERT**
No. 40 v. Diamond Farming Co.) **HIGHTOWER IN SUPPORT OF MOTION**
18 Superior Court of California, County of Los) **FOR ORDER INTERPRETING JUDGMENT**
Angeles, Case No. BC 325 201) **REGARDING WATERMASTER**
19) **FORMATION**
20 **Los Angeles County Waterworks District**)
No. 40 v. Diamond Farming Co.) Continued Date: May 25, 2016
Superior Court of California, County of) Time: 9:00 a.m.
21 Kern, Case No. S-1500-CV-254-348) Dept.: Room 222
22) Judge: Hon. Jack Komar
Wm. Bolthouse Farms, Inc. v. City of) Los Angeles Superior Court
Lancaster) 111 N. Hill Street
23 **Diamond Farming Co. v. City of**) Los Angeles, California
Lancaster)
24 **Diamond Farming Co. v. Palmdale**)
Water Dist.)
25 Superior Court of California, County of)
Riverside, consolidated actions, Case Nos.)
26 RIC 353 840, RIC 344 436, RIC 344 668)
27 **AND RELATED ACTIONS.**)
28)

1 I, ROBERT HIGHTOWER, declare as follows:

2 1. I am the President of Cross-Defendant / Cross-Complainant **SHADOW ACRES**
3 **MUTUAL WATER CO.** (“Shadow Acres”), which is a member of the **ANTELOPE**
4 **VALLEY UNITED MUTUALS GROUP** [comprised of Antelope Park Mutual Water Co.,
5 Aqua-J Mutual Water Co., Averydale Mutual Water Co., Baxter Mutual Water Co., Bleich Flat
6 Mutual Water Co., Colorado Mutual Water Co., El Dorado Mutual Water Co., Evergreen Mutual
7 Water Co., Land Projects Mutual Water Co., Landale Mutual Water Co., Shadow Acres Mutual
8 Water Co., Sundale Mutual Water Co., Sunnyside Farms Mutual Water Co., Tierra Bonita
9 Mutual Water Co., West Side Park Mutual Water Co., and White Fence Farms Mutual Water
10 Co., Inc.], in the above-entitled action. I give this declaration in support of the *Motion for Order*
11 *Interpreting Judgment Regarding Watermaster Formation*. If called and sworn as a witness, I
12 could and would competently testify to the following facts, having personal knowledge thereof.

13 2. I have been a Board Member of Shadow Acres for a total of approximately
14 thirteen years since the year 2000. I was a member of the Board in 2015 when Shadow Acres’
15 Board of Directors, including me, approved and stipulated to the entry of the *[Proposed]*
16 *Judgment and Physical Solution* that this Court ultimately adopted and entered in December
17 2015 (“Physical Solution”). I believe that the Physical Solution is fair and will provide an
18 effective mechanism to restore the health of the Basin if properly implemented.

19 3. It was fundamentally important to me that the Parties would be afforded basic due
20 process rights in the implementation of the Physical Solution, that the implementation processes
21 would be open and transparent, and that each of the Parties would be treated with fundamental
22 fairness by the other Parties.

23 4. I would not have agreed to the Physical Solution, and I understood that other
24 Shadow Acres Board Members would also not have agreed to the Physical Solution, if the
25 Physical Solution were not going to be implemented in a fair, open and transparent process in
26 which the Parties’ due process rights would be respected.

27 5. It was also fundamentally important to me, and I understood that it was also
28 fundamentally important to the other Shadow Acres Board Members, that the Watermaster

1 would be composed of a balanced Board that represented the diverse interests in the Antelope
2 Valley.

3 6. On January 21, 2016, I personally attended a meeting at Lancaster City Hall
4 Council Chambers. I do not recall receiving any written or other formal notice of the meeting.
5 At that meeting, AVEK's Board Member, Mr. Robert Parris, AGWA member Mr. John Calandri,
6 Los Angeles County Waterworks District No. 40 General Manager Mr. Adam Ariki, and Tejon
7 Ranchcorp representative Mr. Dennis Atkinson, sat upon the dais of the Lancaster City Council
8 Chambers throughout the meeting. Mr. Parris indicated that he had been appointed by AVEK.
9 Mr. Ariki indicated that the Los Angeles County Board of Supervisors had not yet decided who
10 would fill the Watermaster seat for Waterworks District No. 40. It was not clear to me why
11 Mr. Calandri and Mr. Atkinson were up there or who asked them to sit there. I was concerned
12 that their appearance conveyed some type of authority and that they might eventually fill the two
13 Landowner Watermaster seats by default.

14 7. On February 17, 2016, I personally attended a meeting at Lancaster City Hall
15 Council Chambers. Mr. Parris opened the meeting and then left and turned the meeting over to
16 the landowners. At that meeting, Mr. John Calandri and Mr. Gary Van Dam went up to the
17 podium; during which, Mr. Van Dam stated that the two Landowner Watermaster seats were "the
18 farmers' seats." I was stunned. It was at that point that I realized there was a serious risk that
19 smaller, non-agricultural pumpers like Shadow Acres could be deprived of meaningful
20 Watermaster representation, and that achieving representation would be a struggle. The lack of a
21 clear and transparent process early on in these meetings for nominations, voting, rules of
22 engagement and other procedural elements resulted in bedlam and a fundamental lack of fairness
23 and transparency.

24 8. On March 16, 2016, I personally attended a meeting at the Lancaster City Hall
25 Council Chambers. At that meeting, it seemed that those with the loudest voices wielded the
26 most control. Without any agreed selection procedures in place, George Cappello of Grimmway
27 Enterprises, Inc. and Diamond Farming Company nominated Dennis Atkinson of Tejon for
28 consideration as a Landowner Watermaster seat representative. Mr. Gary Van Dam nominated

1 himself. Mr. Dennis Atkinson nominated Mr. John Calandri. Mr. John Giovatti nominated
2 Mr. Galen Kyle. Seeing these nominations unfold, Mr. John Ukkestad nominated Mr. Randy
3 Scott. With the exception of Mr. Scott, there suddenly appeared to be a group of nominees all
4 generally representing large farming interests. In some way not clear to me, those that were
5 nominated that day somehow morphed into a self-appointed Landowner Watermaster seat
6 selection "steering committee."

7 9. By the time of the April 13, 2016 Watermaster formation meeting, I had become
8 disillusioned by the way that the meetings were proceeding. I was frankly embarrassed for the
9 Antelope Valley that this was the manner in which such important issues were being approached,
10 and I could not understand why the large farming interests were so adamant about holding both
11 of the two Landowner Watermaster seats when there are a variety of landowner interests at stake
12 and where farming is only one segment of those interests. In short, the lack of specificity in the
13 Physical Solution regarding the Watermaster formation process has resulted in confusion, chaos,
14 and disappointment.

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

17 Executed this 11th day of May, 2016, at Palmdale, California.

18
19 By: 
20 ROBERT HIGHTOWER

1 Michael Duane Davis, SBN 093678
Marlene L. Allen-Hammarlund, SBN 126418
2 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
3 550 East Hospitality Lane, Suite 300
San Bernardino, CA 92408-4205
4 Telephone: (951) 684-2171
Facsimile: (951) 684-2150
5

6 Attorneys for Cross-Defendants/Cross-Complainants,
ANTELOPE VALLEY UNITED MUTUALS GROUP;
7 and Cross-Defendants, ADAMS BENNETT
INVESTMENTS, LLC; MIRACLE IMPROVEMENT
CORPORATION dba GOLDEN SANDS MOBILE
8 HOME PARK, aka GOLDEN SANDS TRAILER
PARK, named as ROE 1121; ST. ANDREW'S
9 ABBEY, INC., named as ROE 623; SERVICE ROCK
PRODUCTS, L.P.; and SHEEP CREEK WATER
10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13 Coordination Proceeding) Judicial Council Coordination
Special Title (Rule 1550(b))) Proceeding No. 4408
14)
15 **ANTELOPE VALLEY**) Santa Clara Case No. 1-05-CV-049053
GROUNDWATER CASES) Assigned to the Honorable Jack Komar
Department 17C
16 Including Consolidated Actions:)
17 **Los Angeles County Waterworks District**) **DECLARATION OF WILLIAM HUNT IN**
No. 40 v. Diamond Farming Co.) **SUPPORT OF MOTION FOR ORDER**
18 Superior Court of California, County of Los) **INTERPRETING JUDGMENT**
Angeles, Case No. BC 325 201) **REGARDING WATERMASTER**
19) **FORMATION**
20 **Los Angeles County Waterworks District**)
No. 40 v. Diamond Farming Co.) Continued Date: May 25, 2016
Superior Court of California, County of) Time: 9:00 a.m.
21 Kern, Case No. S-1500-CV-254-348) Dept.: Room 222
22 **Wm. Bolthouse Farms, Inc. v. City of**) Judge: Hon. Jack Komar
Lancaster) Los Angeles Superior Court
23 **Diamond Farming Co. v. City of**) 111 N. Hill Street
Lancaster) Los Angeles, California
24 **Diamond Farming Co. v. Palmdale**)
Water Dist.)
25 Superior Court of California, County of)
Riverside, consolidated actions, Case Nos.)
26 RIC 353 840, RIC 344 436, RIC 344 668)
27 **AND RELATED ACTIONS.**)
28)

1 I, WILLIAM HUNT, declare as follows:

2 1. I am the Vice President of Cross-Defendant / Cross-Complainant **ANTELOPE**
3 **PARK MUTUAL WATER CO.** (“Antelope Park”), which is a member of the **ANTELOPE**
4 **VALLEY UNITED MUTUALS GROUP** [comprised of Antelope Park Mutual Water Co.,
5 Aqua-J Mutual Water Co., Averydale Mutual Water Co., Baxter Mutual Water Co., Bleich Flat
6 Mutual Water Co., Colorado Mutual Water Co., El Dorado Mutual Water Co., Evergreen Mutual
7 Water Co., Land Projects Mutual Water Co., Landale Mutual Water Co., Shadow Acres Mutual
8 Water Co., Sundale Mutual Water Co., Sunnyside Farms Mutual Water Co., Tierra Bonita
9 Mutual Water Co., West Side Park Mutual Water Co., and White Fence Farms Mutual Water
10 Co., Inc.], in the above-entitled action. I give this declaration in support of the *Motion for Order*
11 *Interpreting Judgment Regarding Watermaster Formation*. If called and sworn as a witness, I
12 could and would competently testify to the following facts, having personal knowledge thereof.

13 2. I was the Vice President of Antelope Park in 2015 when Antelope Park’s Board of
14 Directors, including me, approved and stipulated to the entry of the *[Proposed] Judgment and*
15 *Physical Solution* that this Court ultimately adopted and entered in December 2015 (“Physical
16 Solution”). I believe that the Physical Solution is fair and will provide an effective mechanism
17 to restore the health of the Basin if properly implemented.

18 3. It is fundamentally important to me that the Parties be afforded basic due process
19 rights in the implementation of the Physical Solution, that the implementation processes be open
20 and transparent, and that each of the Parties be treated with fundamental fairness by the other
21 Parties.

22 4. I would not have agreed to the Physical Solution, and I understood at the time that
23 the other Antelope Park Board Members would also not have agreed to the Physical Solution had
24 they believed that the Physical Solution were not going to be implemented in a fair, open and
25 transparent process in which the Parties’ due process rights would be respected.

26 5. It was also fundamentally important to me, and I understood at the time that it was
27 also fundamentally important to the other Antelope Park Board Members that the Watermaster
28 would be composed of a balanced board that represented the diverse interests in the Antelope

1 Valley. It was my understanding that the Watermaster Board would be comprised of five
2 members, including two seats for landowners. Since there are different types of landowners in
3 the Basin, including farmers, small domestic well owners, mutual water companies and
4 businesses, I assumed the two Landowner Watermaster seats would represent diverse landowner
5 interests.

6 6. On January 21, 2016, I personally attended a meeting at the Lancaster City Hall
7 Council Chambers. I do not recall having received any written notice of that meeting. Instead, I
8 was informed of the meeting by John Ukkestad. I was informed that the purpose of the meeting
9 was to discuss the organization of the Watermaster. At that meeting AVEK Board Member
10 Mr. Robert Parris, AGWA member Mr. John Calandri, Los Angeles County Waterworks District
11 No. 40 General Manager Mr. Adam Arika, and Tejon Ranchcorp representative Mr. Dennis
12 Atkinson, sat upon the dais of the Lancaster City Council Chambers throughout the meeting. I
13 recall Mr. Calandri stating that the Landowners were divided regarding how to fill the two
14 Landowner Watermaster seats. Mr. Parris of AVEK assumed control and directed the meeting. I
15 recall that one of the attorneys present, who I now know was Thomas Bunn, counsel for
16 Palmdale Water District, expressed dissatisfaction and concern over the appearance of these
17 individuals sitting upon the dais and acting as if they had already been elected and seated, and as
18 if they were dictating to the attendees. I shared Mr. Bunn's dissatisfaction and concern. It
19 appeared to me that the direction of the discussion at that meeting was based upon Mr. Parris'
20 interpretation of the Judgment regarding how the Watermaster Board should be composed, the
21 process for nominating landowner representatives, the weight of landowner votes, the timeline to
22 establish the Watermaster Board, and the need to hire an engineer.

23 7. On February 17, 2016, I personally attended another meeting at the Lancaster City
24 Hall Council Chambers regarding the Watermaster formation process. At that meeting, I was
25 sitting close to the podium near the dais at the front of the room so that I could hear clearly over
26 the noise in the room. During that meeting, Mr. John Calandri and Mr. Gary Van Dam
27 approached the podium and spoke to the entire group. I was shocked when Mr. Van Dam,
28 standing at the podium, unequivocally stated that the two Landowner Watermaster seats were

1 “the farmers’ seats.” I looked around the room when Mr. Van Dam made that statement, and
2 saw that several other people appeared equally stunned and dismayed. I heard Mr. Bruce Nelson
3 of Sundale Mutual Water Co. say, simply, “Wow.” I got the clear impression, based on Mr. Van
4 Dam’s statement, and on his demeanor and the demeanor of other farmer representatives,
5 including Mr. Calandri, that the farming representatives were determined to secure the two
6 Landowner Watermaster Board seats for themselves.

7 8. On March 16, 2016, I personally attended another meeting at the Lancaster City
8 Hall Council Chambers regarding the organization of the Watermaster. I also attended the
9 meetings on March 31, 2016 and on April 13, 2016, at the Palmdale Water District. At the April
10 13, 2016 meeting, Mr. Ukkestad informed the group that the Antelope Valley United Mutuals
11 Group had filed a motion (i.e. the Motion for which I now give this declaration in support),
12 which would request the Court’s clarification on a number of critical and hotly debated issues
13 pertaining to the organization of the Watermaster. Mr. Ukkestad suggested that the meeting be
14 postponed until after the Court had ruled on the Motion, so that the parties would have the
15 benefit of the Court’s guidance before plowing forward in forming the Watermaster. I agreed
16 with Mr. Ukkestad. Nevertheless, one of the individuals sitting at the dais called for a “vote” by
17 a raise of hands of those in the room (which did not include any input from those participating by
18 telephone) whether to proceed or postpone the meeting. When I noticed that the room was
19 packed with individuals affiliated with the large farming entities, I was not surprised that they
20 “voted” (by an uncounted showing of hands) to continue. At that point, Mr. Calandri stated that
21 the landowner seat selection process would press forward in the current manner unless the Court
22 directed otherwise.

23 9. There appears to be a strong desire among those directing these Watermaster
24 formation meetings to organize the Watermaster Board as quickly as possible. I have always
25 believed that achieving broad Watermaster Board representation for the diverse landowner
26 interests is more important.

27
28

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

Executed this 12 day of May, 2016, at Lancaster, California.

By:

William Hunt

=
WILLIAM HUNT

1 Michael Duane Davis, SBN 093678
 2 Marlene L. Allen-Hammarlund, SBN 126418
 3 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
 4 550 East Hospitality Lane, Suite 300
 San Bernardino, CA 92408-4205
 Telephone: (951) 684-2171
 Facsimile: (951) 684-2150

5 Attorneys for Cross-Defendants/Cross-Complainants,
 6 ANTELOPE VALLEY UNITED MUTUALS GROUP;
 and Cross-Defendants, ADAMS BENNETT
 7 INVESTMENTS, LLC; MIRACLE IMPROVEMENT
 CORPORATION dba GOLDEN SANDS MOBILE
 8 HOME PARK, aka GOLDEN SANDS TRAILER
 PARK, named as ROE 1121; ST. ANDREW'S
 9 ABBEY, INC., named as ROE 623; SERVICE ROCK
 PRODUCTS, L.P.; and SHEEP CREEK WATER
 10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
 12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13	Coordination Proceeding Special Title (Rule 1550(b))	)	Judicial Council Coordination Proceeding No. 4408
14)	
15	ANTELOPE VALLEY GROUNDWATER CASES	)	Santa Clara Case No. 1-05-CV-049053 Assigned to the Honorable Jack Komar Department 17C
16	Including <u>Consolidated</u> Actions:)	
17	Los Angeles County Waterworks District No. 40 v. Diamond Farming Co.	)	DECLARATION OF BRUCE NELSON IN SUPPORT OF MOTION FOR ORDER INTERPRETING JUDGMENT REGARDING WATERMASTER FORMATION
18	Superior Court of California, County of Los Angeles, Case No. BC 325 201)	
19)	
20	Los Angeles County Waterworks District No. 40 v. Diamond Farming Co.	)	Continued Date: May 25, 2016 Time: 9:00 a.m. Dept.: Room 222 Judge: Hon. Jack Komar Los Angeles Superior Court 111 N. Hill Street Los Angeles, California
21	Superior Court of California, County of Kern, Case No. S-1500-CV-254-348)	
22	Wm. Bolthouse Farms, Inc. v. City of Lancaster)	
23	Diamond Farming Co. v. City of Lancaster)	
24	Diamond Farming Co. v. Palmdale Water Dist.)	
25	Superior Court of California, County of Riverside, consolidated actions, Case Nos. 26 RIC 353 840, RIC 344 436, RIC 344 668)	
27	AND RELATED ACTIONS.)	
28)	

1 I, BRUCE NELSON, declare as follows:

2 1. I am a member of the Board of Directors for Cross-Defendant / Cross-
3 Complainant **SUNDALE MUTUAL WATER CO.** (“Sundale”), which is a member of the
4 **ANTELOPE VALLEY UNITED MUTUALS GROUP** [comprised of Antelope Park Mutual
5 Water Co., Aqua-J Mutual Water Co., Averydale Mutual Water Co., Baxter Mutual Water Co.,
6 Bleich Flat Mutual Water Co., Colorado Mutual Water Co., El Dorado Mutual Water Co.,
7 Evergreen Mutual Water Co., Land Projects Mutual Water Co., Landale Mutual Water Co.,
8 Shadow Acres Mutual Water Co., Sundale Mutual Water Co., Sunnyside Farms Mutual Water
9 Co., Tierra Bonita Mutual Water Co., West Side Park Mutual Water Co., and White Fence Farms
10 Mutual Water Co., Inc.], in the above-entitled action. I give this declaration in support of the
11 *Motion for Order Interpreting Judgment Regarding Watermaster Formation*. If called and
12 sworn as a witness, I could and would competently testify to the following facts, having personal
13 knowledge thereof.

14 2. I was an active participant in most, if not all, of the meetings and telephonic
15 discussions during which the Judgment and Physical Solution in general, and the Watermaster
16 provisions in particular, were negotiated. I conversed with many and observed most of the other
17 Party representatives throughout that process.

18 3. I have been actively involved in this case for approximately nine years in a
19 representative capacity for Sundale. I was a Board Member for Sundale in 2015 when Sundale’s
20 Board of Directors, including me, approved and stipulated to the entry of the [*Proposed*]
21 *Judgment and Physical Solution* that this Court ultimately adopted and entered in December
22 2015 (“Physical Solution”).

23 4. It was fundamentally important to me that the Parties would be afforded basic due
24 process rights in the implementation of the Physical Solution, that the implementation processes
25 would be open and transparent, and that each of the Parties would be treated with fundamental
26 fairness by the other Parties.

27 5. It was, and still is, critically important to me that the Physical Solution be
28 implemented properly, fairly and in an open and transparent way, which is a primary reason that

1 I have remained so actively involved in this case for so many years. My primary objective is to
2 see that Sundale can continue to provide a reliable water supply to its shareholders at a
3 reasonable cost. It has not been Sundale’s objective to obtain water primarily for profit or
4 financial gain.

5 6. I would not have agreed to the Physical Solution, and I understood that other
6 Sundale Board Members would also not have agreed to the Physical Solution, if the Physical
7 Solution were not going to be implemented in a fair, open and transparent process in which the
8 Parties’ due process rights would be respected.

9 7. It was also fundamentally important to me, and I understood that it was also
10 fundamentally important to the other Sundale Board Members, that the Watermaster would be
11 composed of a balanced Board that represented the diverse interests in the Antelope Valley.

12 8. I was actively involved in the vast majority, if not all, of the meetings and
13 discussions that culminated in the Antelope Valley Accord, a copy of which was attached as
14 Exhibit “3” to the *Declaration of Michael Duane Davis in Support of Motion for Order*
15 *Interpreting Judgment Regarding Watermaster Formation* that was filed concurrently with the
16 Motion. There was a significant amount of meaningful discussion during those meetings about
17 the Watermaster. I even recall discussing a potential nine-member Watermaster to accommodate
18 broad and representative interests.

19 9. There appeared to be a consensus among those who participated in the Waldo
20 discussions for broad representation of a cross-section of interests to ensure that water
21 management was properly, fairly and effectively handled for the Basin. I agreed with and was
22 thrilled by that concept, and hoped it would become final. I came out of Waldo thinking there
23 would be a broadly representative Board, not a Board controlled entirely by public agencies and
24 large farmers, and I got the sense that many others who were present shared that understanding.
25 I also remember an apparent concurrence among the group that having a broad Watermaster
26 Board was critically important because it would make the similarly critical important decision of
27 hiring a Watermaster Engineer. It appeared clear to me at that time that a presumption existed
28

1 among those who participated in the Waldo discussions that the Watermaster would be
2 representative of a variety of balanced interests.

3 10. I believe that the language on page 14 of the Antelope Valley Accord, which
4 expressly states that “[t]he intent is to have a **balanced Board**, represented by the **diverse**
5 **interests** in the Antelope Valley...” (emphasis added) is a true, fair and correct representation of
6 the consensus of those participating in the process of negotiating the development of the
7 Antelope Valley Accord.

8 11. On January 21, 2016, I personally attended a meeting at the Lancaster City Hall
9 Council Chambers. I do not recall getting any written notice of that meeting. AVEK Board
10 Member Mr. Robert Parris, AGWA member Mr. John Calandri, Los Angeles County
11 Waterworks District No. 40 General Manager Mr. Adam Ariki, and Tejon Ranchcorp
12 representative Mr. Dennis Atkinson, sat upon the dais of the Lancaster City Council Chambers
13 throughout the meeting. Mr. Calandri stated, referring to the selection of the Landowner
14 Watermaster seats, that those seats would be hard to fill due to differences in opinion among
15 landowners. Mr. Parris of AVEK appeared to be spearheading the meeting. I recall that several
16 individuals at the dais indicated that the Watermaster Board must be formed as soon as possible.
17 Mr. Calandri said there should be no attorneys involved.

18 12. On February 17, 2016, I personally attended another meeting at the Lancaster City
19 Hall Council Chambers. At that meeting, Mr. John Calandri and Mr. Gary Van Dam addressed
20 the group from the podium; during which, Mr. Van Dam stated that the two Landowner Seats
21 were “the farmers’ seats” because they have the most water and they need to hold those seats. I
22 remember his statement vividly because I was shocked that he would say that.


23 13. I also personally attended “Watermaster formation” meetings on March 16, 2016,
24 March 31, 2016, and April 13, 2016. At those meetings, it seemed apparent that the large farmer
25 landowners had generally taken control of the meetings, particularly with respect to the
26 discussion and decision-making on issues like voting power and the nomination process, both of
27 which seemed preconceived. They were also pushing to establish the Watermaster Board as
28 quickly as possible and had no interest in awaiting guidance from the Court. I left the

1 April 13, 2016 meeting especially frustrated by the lack of transparency, fairness and
2 representation in how the Watermaster formation meetings have proceeded.

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

5 Executed this 11th day of May, 2016, at LANCASTER, California.

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By: 

BRUCE NELSON

1 Michael Duane Davis, SBN 093678
 Marlene L. Allen-Hammarlund, SBN 126418
 2 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
 3 550 East Hospitality Lane, Suite 300
 San Bernardino, CA 92408-4205
 4 Telephone: (951) 684-2171
 Facsimile: (951) 684-2150
 5

6 Attorneys for Cross-Defendants/Cross-Complainants,
 ANTELOPE VALLEY UNITED MUTUALS GROUP;
 and Cross-Defendants, ADAMS BENNETT
 7 INVESTMENTS, LLC; MIRACLE IMPROVEMENT
 CORPORATION dba GOLDEN SANDS MOBILE
 8 HOME PARK, aka GOLDEN SANDS TRAILER
 PARK, named as ROE 1121; ST. ANDREW'S
 9 ABBEY, INC., named as ROE 623; SERVICE ROCK
 PRODUCTS, L.P.; and SHEEP CREEK WATER
 10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
 12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13	Coordination Proceeding	)	Judicial Council Coordination
	Special Title (Rule 1550(b))	)	Proceeding No. 4408
14)	
15	ANTELOPE VALLEY	)	Santa Clara Case No. 1-05-CV-049053
	GROUNDWATER CASES	)	Assigned to the Honorable Jack Komar
		)	Department 17C
16	Including <u>Consolidated</u> Actions:)	
17	Los Angeles County Waterworks District	)	DECLARATION OF RANDY SCOTT IN
	No. 40 v. Diamond Farming Co.	)	SUPPORT OF MOTION FOR ORDER
18	Superior Court of California, County of Los	)	INTERPRETING JUDGMENT
	Angeles, Case No. BC 325 201	)	REGARDING WATERMASTER
19		)	FORMATION
20	Los Angeles County Waterworks District)	
	No. 40 v. Diamond Farming Co.	)	Continued Date: May 25, 2016
21	Superior Court of California, County of	)	Time: 9:00 a.m.
	Kern, Case No. S-1500-CV-254-348	)	Dept.: Room 222
22	Wm. Bolthouse Farms, Inc. v. City of	)	Judge: Hon. Jack Komar
	Lancaster	)	Los Angeles Superior Court
23	Diamond Farming Co. v. City of	)	111 N. Hill Street
	Lancaster	)	Los Angeles, California
24	Diamond Farming Co. v. Palmdale)	
	Water Dist.)	
25	Superior Court of California, County of)	
	Riverside, consolidated actions, Case Nos.)	
26	RIC 353 840, RIC 344 436, RIC 344 668)	
27	AND RELATED ACTIONS.)	
28)	

1 I, RANDY SCOTT, declare as follows:

2 1. I am a long time resident in the Antelope Valley, and I presently live within
3 service area of Sundale Mutual Water Company, which I understand is a member of the
4 Antelope Valley United Mutuals Group. I give this declaration in support of the *Motion for*
5 *Order Interpreting Judgment Regarding Watermaster Formation*. If called and sworn as a
6 witness, I could and would competently testify to the following facts, having personal knowledge
7 thereof.

8 2. I regularly attend the AVEK Board meetings and have done so for about ten
9 years. I began attending those meetings when I became aware that AVEK had purchased about
10 1500 acres of property near my home for water banking. To my knowledge, AVEK has never
11 used that site for water banking due to findings of impermeable layers of clay. At that time, I
12 was concerned that water would not percolate and would instead cause damage to my home due
13 to runoff and spreading. I attend the AVEK Board meetings and frequently monitor the AVEK
14 website out of concern for my home in the event of future AVEK water banking at that location,
15 and also as a concerned citizen regarding water management in the Antelope Valley.

16 3. I understand that the Court entered a Judgment in December 2015, which
17 included approving and adopting a stipulated [*Proposed*] *Judgment and Physical Solution*
18 (“Physical Solution”). Like the vast majority of residents in the Antelope Valley, I was not
19 involved in the negotiations or discussions leading up to the approval of the Physical Solution,
20 but I have heard and read much about that process in the newspapers and in the public discourse.

21 4. On March 16, 2016, I called in via telephone to a meeting regarding the formation
22 of the Watermaster Board. As a telephonic participant, it was difficult for me to identify who
23 was physically present at the meeting and who was speaking at any given time, because those
24 persons speaking generally did not identify themselves. There were, however, many issues being
25 discussed, included but not limited to, voting weight and procedures for the selection of the
26 Landowner Watermaster seats, how the nomination process should work, and what would
27 happen to voting rights when a public water agency purchases landowner water rights. Many
28 opinions were expressed, but no consensus was reached. My impression was that those leading

1 the meeting wanted to move the process along quickly. I knew, prior to this meeting, that Mr.
2 John Ukkestad, whom I have known since 2006, was going to nominate me for consideration to
3 fill one of the Landowner Watermaster seats.

4 5. During this Mar 16, 2016 meeting, I was surprised to learn that I was on some type of
5 steering committee comprised of the group of landowner nominees that would facilitate the
6 process for selecting the two Landowner Watermaster seats. I have not, however, been contacted
7 by anyone since then about the "steering committee."

8 6. On April 13, 2016, I attempted to participate in a Watermaster organizational meeting
9 by telephone. Though I could somewhat hear what was going on, it was clear that no one in the
10 room could hear me, nor could they hear anyone else who had called into the meeting by
11 telephone. I tried "calling in" via my computer, but experienced the same thing—I could
12 partially hear the meeting, but no one could hear me. I sent a message via the computer system
13 to inform the group of the situation, but I received no response. There was a lot of noise and
14 echoes, making it virtually impossible to hear what was going on at the meeting.

15 7. I did hear several comments made at that April 13 meeting expressing concerns about
16 how people would be notified of and participate in the landowner Watermaster seat selection
17 process. I share that same concern, particularly since I do not recall receiving any emails or
18 letters about the Watermaster formation process or organizational meetings and have only been
19 aware of those meetings as a result of my existing pattern of regularly checking the AVEK
20 website where some of the meeting notifications and materials are posted.

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

23 Executed this 12th day of May, 2016, at Rosamond, California.

24
25 By: 

26 RANDY SCOTT

1 Michael Duane Davis, SBN 093678
 Marlene L. Allen-Hammarlund, SBN 126418
 2 Derek R. Hoffman, SBN 285784
GRESHAM SAVAGE NOLAN & TILDEN, PC
 3 550 East Hospitality Lane, Suite 300
 San Bernardino, CA 92408-4205
 4 Telephone: (951) 684-2171
 Facsimile: (951) 684-2150
 5

6 Attorneys for Cross-Defendants/Cross-Complainants,
 ANTELOPE VALLEY UNITED MUTUALS GROUP;
 7 and Cross-Defendants, ADAMS BENNETT
 INVESTMENTS, LLC; MIRACLE IMPROVEMENT
 CORPORATION dba GOLDEN SANDS MOBILE
 8 HOME PARK, aka GOLDEN SANDS TRAILER
 PARK, named as ROE 1121; ST. ANDREW'S
 9 ABBEY, INC., named as ROE 623; SERVICE ROCK
 PRODUCTS, L.P.; and SHEEP CREEK WATER
 10 COMPANY, INC.

11 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**
 12 **IN AND FOR THE COUNTY OF LOS ANGELES**

13	Coordination Proceeding Special Title (Rule 1550(b))	)	Judicial Council Coordination Proceeding No. 4408
14)	
15	ANTELOPE VALLEY GROUNDWATER CASES	)	Santa Clara Case No. 1-05-CV-049053 Assigned to the Honorable Jack Komar Department 17C
16	Including <u>Consolidated</u> Actions:)	
17	Los Angeles County Waterworks District No. 40 v. Diamond Farming Co.	)	DECLARATION OF MARY WOOD IN SUPPORT OF MOTION FOR ORDER INTERPRETING JUDGMENT REGARDING WATERMASTER FORMATION
18	Superior Court of California, County of Los Angeles, Case No. BC 325 201)	
19)	
20	Los Angeles County Waterworks District No. 40 v. Diamond Farming Co.	)	Continued Date: May 25, 2016
21	Superior Court of California, County of Kern, Case No. S-1500-CV-254-348	)	Time: 9:00 a.m. Dept.: Room 222 Judge: Hon. Jack Komar
22	Wm. Bolthouse Farms, Inc. v. City of Lancaster	)	Los Angeles Superior Court 111 N. Hill Street Los Angeles, California
23	Diamond Farming Co. v. City of Lancaster)	
24	Diamond Farming Co. v. Palmdale Water Dist.)	
25	Superior Court of California, County of Riverside, consolidated actions, Case Nos.)	
26	RIC 353 840, RIC 344 436, RIC 344 668)	
27	AND RELATED ACTIONS.)	
28)	

1 I, MARY WOOD, declare as follows:

2 1. I am, and have been for over ten years, a Board Member and the Secretary, for
3 Cross-Defendant / Cross-Complainant **WEST SIDE PARK MUTUAL WATER CO.** (“West
4 Side Park”), which is a member of the **ANTELOPE VALLEY UNITED MUTUALS GROUP**
5 [comprised of Antelope Park Mutual Water Co., Aqua-J Mutual Water Co., Averydale Mutual
6 Water Co., Baxter Mutual Water Co., Bleich Flat Mutual Water Co., Colorado Mutual Water
7 Co., El Dorado Mutual Water Co., Evergreen Mutual Water Co., Land Projects Mutual Water
8 Co., Landale Mutual Water Co., Shadow Acres Mutual Water Co., Sundale Mutual Water Co.,
9 Sunnyside Farms Mutual Water Co., Tierra Bonita Mutual Water Co., West Side Park Mutual
10 Water Co., and White Fence Farms Mutual Water Co., Inc.], in the above-entitled action. I give
11 this declaration in support of the *Motion for Order Interpreting Judgment Regarding*
12 *Watermaster Formation* (“Motion”). If called and sworn as a witness, I could and would
13 competently testify to the following facts, having personal knowledge thereof.

14 2. I was a Board Member and acting Secretary of West Side Park in 2015 when
15 West Side Park’s Board of Directors, including me, approved and stipulated to the entry of the
16 *[Proposed] Judgment and Physical Solution* that this Court ultimately adopted and entered in
17 December 2015 (“Physical Solution”). Having lived in the Antelope Valley for nearly 60 years,
18 I believe that properly managing the health of the groundwater basin is vitally important to the
19 future of our community. I believe that the Physical Solution is fair and will provide an effective
20 mechanism to restore the health of the Basin if properly implemented.

21 3. It was fundamentally important to me that the Parties would be afforded basic due
22 process rights in the implementation of the Physical Solution, that the implementation processes
23 would be open and transparent, and that each of the Parties would be treated with fundamental
24 fairness by the other Parties.

25 4. I would not have agreed to the Physical Solution, and I understood that the other
26 West Side Park Board Members would also not have agreed to the Physical Solution if the
27 Physical Solution were not going to be implemented in a fair, open and transparent process in
28 which the Parties’ due process rights would be respected. It was also, and still is, critically

1 important to me that small private water companies, like West Side Park, be fairly represented in
2 the implementation process.

3 5. It was also fundamentally important to me, and I understood that it was also
4 fundamentally important to the other West Side Park Board Members, that the Watermaster
5 would be composed of a balanced Board that represented the diverse interests in the Antelope
6 Valley.

7 6. I was actively involved in the vast majority, if not all, of the meetings and
8 discussions that culminated in the Antelope Valley Accord, a copy of which was attached as
9 Exhibit "3" to the *Declaration of Michael Duane Davis in Support of Motion for Order*
10 *Interpreting Judgment Regarding Watermaster Formation* that was filed concurrently with the
11 Motion. There was a significant and meaningful amount of discussion during those meetings
12 about the Watermaster. It appeared clear to me at that time that a presumption existed among
13 those who participated that the Watermaster would be representative of a variety of balanced
14 interests. That was very important to me, and it appeared to be important to everyone else who
15 was there.

16 7. I believe that the language on page 14 of the Antelope Valley Accord, which
17 expressly states that "[t]he intent is to have a **balanced Board**, represented by the **diverse**
18 **interests** in the Antelope Valley..." (emphasis added) is a true, fair and correct representation of
19 the consensus of those participating in the process of negotiating the development of the
20 Antelope Valley Accord.

21 8. On January 21, 2016, I personally attended a meeting at the Lancaster City Hall
22 Council Chambers. I do not recall receiving any advance written or other formal notice of that
23 meeting. Instead, I recall having learned about the meeting from a local newspaper publication
24 around Christmas time. As I entered that meeting, I was taken aback to see that several
25 individuals were already seated at the dais, including AVEK Board Member Mr. Robert Parris,
26 AGWA member Mr. John Calandri, Los Angeles County Waterworks District No. 40 General
27 Manager Mr. Adam Ariki, and Tejon Ranchcorp representative Mr. Dennis Atkinson. To my
28 knowledge, only Mr. Parris had been formally appointed as of that time, and Mr. Ariki indicated

1 that the Los Angeles County Board of Supervisors had not yet decided who would fill the
2 Watermaster Seat for Los Angeles County Waterworks District No. 40. The appearance of these
3 several individuals at the dais conveyed to me the sense that they had some type of authority and
4 were in control. I do not know who authorized them to sit there. I recall that the attorney for
5 Palmdale Water District expressed concern over the appearance of the non-appointed individuals
6 sitting at the dais and acting as if they had already been appointed, and as if they were in charge
7 of the process. I shared that same concern.

8 9. Mr. Parris of AVEK appeared to take charge of the meeting, at least initially.
9 Mr. Calandri indicated that the process for filling the Landowner Watermaster seats would be
10 challenging because landowners were divided. I was surprised, given the number of open issues
11 to be addressed, that the non-appointed individuals at the dais were pushing to complete the
12 Landowner Watermaster seats selection process by as early as February or March of 2016.

13 10. On February 17, 2016, I personally attended another meeting at the Lancaster City
14 Hall Council Chambers. At this meeting, Mr. John Calandri and Mr. Gary Van Dam addressed
15 the group from the podium; during which, Mr. Van Dam stated that the two Landowner
16 Watermaster seats were “the farmers’ seats.” I remember that statement indelibly. I wrote it
17 down because I was shocked that anyone would claim so blatantly that the landowner seats
18 belonged exclusively to any particular group.

19 11. On March 16, 2016, I personally attended a meeting at the Lancaster City Hall
20 Council Chambers. To my knowledge, no procedures had yet been agreed upon for the
21 organization of the Watermaster or the selection of the Landowner representatives on the
22 Watermaster Board. Notwithstanding, during that meeting, George Cappello of Grimmway
23 Enterprises, Inc. and Diamond Farming Company nominated Dennis Atkinson of Tejon for
24 consideration as a Landowner Watermaster seat representative. Mr. Gary Van Dam nominated
25 himself. Mr. Dennis Atkinson nominated Mr. John Calandri. Mr. John Giovatti nominated
26 Mr. Galen Kyle. Seeing these nominations unfold, Mr. John Ukkestad nominated Mr. Randy
27 Scott. With the exception of Mr. Scott, there suddenly appeared to be a group of nominees all
28 generally representing large farming interests. In some way not clear to me, those that were

1 nominated that day somehow morphed into a self-appointed Landowner Watermaster seat
2 selection "steering committee".

3 12. On March 31, 2016, I personally attended a meeting at the Palmdale Water
4 District. At that meeting, Tejon representative Mr. Dennis Atkinson, stated that it was his
5 understanding that AVEK, Los Angeles County Waterworks District No. 40, and the
6 representative holding the second Public Water Supplier Watermaster seat had already come to
7 an agreement on who the Watermaster Engineer would be. AVEK's Assistant General Manager,
8 Mr. Dwayne Chisam, was present when Mr. Atkinson made that statement, and Mr. Chisam did
9 not refute it. It seemed to me, based on Mr. Atkinson's statement, that there had been prior
10 meetings or discussions about that issue outside of the Watermaster formation discussions which
11 members of the public were not allowed to attend.

12 13. On April 13, 2016, I attended another "Watermaster formation" meeting at the
13 Palmdale Water District. Mr. Ukkestad recommended delaying further meetings until after the
14 Court had ruled on the Antelope Valley United Mutuals Group's Motion. I did not understand
15 why the individuals running the meeting, particularly Mr. Calandri, insisted that the meeting
16 should continue in the same manner without waiting for the Court's ruling on many of the
17 important issues that had been hotly debated and remained unresolved for several months.

18 14. I am concerned that the first Watermaster Board will set a precedent for the
19 Watermaster operation in the future, which is one reason why I believe the Board must be
20 properly established and that the two Landowner Watermaster seats should represent broad
21 landowner interests.

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

24 Executed this 12 day of May, 2016, at Palmdale, California.

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26 By: Mary Wood
27 MARY WOOD
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PROOF OF SERVICE
STATE OF CALIFORNIA, COUNTY OF SAN BERNARDINO

Re: *ANTELOPE VALLEY GROUNDWATER CASES*
Los Angeles County Superior Court Judicial Council Coordinated
Proceedings No. 4408; Santa Clara County Superior Court Case No. 1-05-CV-049053

I am employed in the County of San Bernardino, State of California. I am over the age of 18 years and not a party to the within action; my business address is: 550 East Hospitality Lane, Suite 300, San Bernardino, CA 92408-4205.

On May 13, 2016, I served the foregoing document(s) described **STATEMENT OF WITNESSES, EXHIBITS AND EVIDENCE IN SUPPORT OF MOTION FOR ORDER INTERPRETING JUDGMENT REGARDING WATERMASTER FORMATION; WITH PROFFERED SUPPORTING DECLARATIONS (MELODY BROWN, ROBERT HIGHTOWER WILLIAM HUNT, BRUCE NELSON, RANDY SCOTT AND MARY WOOD)** on the interested parties in this action in the following manner:

(X) **BY ELECTRONIC SERVICE** – I posted the document(s) listed above to the Santa Clara County Superior Court website, <http://www.scefiling.org>, in the action of the Antelope Valley Groundwater Cases,

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

Executed on May 13, 2016 at San Bernardino, California.



DINA M. SNIDER