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Attorneys for Plaintiff  
Rebecca Lee Willis and the Willis Class

**SUPERIOR COURT OF THE STATE OF CALIFORNIA  
FOR THE COUNTY OF LOS ANGELES**

**ANTELOPE VALLEY  
GROUNDWATER CASES**

This Pleading Relates to Included Action:  
REBECCA LEE WILLIS, on behalf of herself  
and all others similarly situated,

Plaintiff,

vs.

LOS ANGELES COUNTY WATERWORKS  
DISTRICT NO. 40; CITY OF LANCASTER;  
CITY OF PALMDALE; PALMDALE WATER  
DISTRICT; LITTLEROCK CREEK  
IRRIGATION DISTRICT; PALM RANCH  
IRRIGATION DISTRICT; QUARTZ HILL  
WATER DISTRICT; ANTELOPE VALLEY  
WATER CO.; ROSAMOND COMMUNITY  
SERVICE DISTRICT; PHELAN PINON HILL  
COMMUNITY SERVICE DISTRICT; and  
DOES 1 through 1,000;

Defendants.

) RELATED CASE TO JUDICIAL  
) COUNCIL COORDINATION  
) PROCEEDING NO. 4408  
)

) **VERIFIED PETITION FOR WRIT OF**  
) **MANDATE AGAINST LOS ANGELES**  
) **COUNTY WATERWORKS DISTRICT**  
) **NO. 40, CITY OF PALMDALE,**  
) **LITTLEROCK CREEK IRRIGATION**  
) **DISTRICT, NORTH EDWARDS**  
) **WATER DISTRICT, DESERT LAKE**  
) **COMMUNITY SERVICES DISTRICT,**  
) **PALM RANCH IRRIGATION**  
) **DISTRICT, AND QUARTZ HILL**  
) **WATER DISTRICT; NOTICE OF**  
) **MOTION AND MOTION FOR WRIT**  
) **OF MANDATE; MEMORANDUM OF**  
) **POINTS AND AUTHORITIES IN**  
) **SUPPORT OF MOTION FOR WRIT**  
) **OF MANDATE; DECLARATION OF**  
) **DAVID B. ZLOTNICK; NOTICE OF**  
) **LODGMET**  
)

) Date: August 30, 2011  
) Time: 10:00 a.m.  
) Judge: Hon. Jack Komar

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**PETITION FOR WRIT OF MANDATE**

Pursuant to Section 1085 of the Code of Civil Procedure, Petitioners Rebecca Lee Willis (“Willis”) and Krause Kalfayan Benink & Slavens LLP (“KKBS”) request that this Court issue a writ of mandate against Respondents Los Angeles County Waterworks District No. 40; City Of Palmdale; Littlerock Creek Irrigation District; Palm Ranch Irrigation District; Desert Lake Community Services District; North Edwards Water District; and Quartz Hill Water District; and in support thereof allege as follows:

1. Petitioner Willis is an individual and is now and at all relevant times has been a resident of Los Angeles County, California. Petitioner Willis was the Plaintiff and Class Representative in civil action BC 364553 (the “Action”), a case coordinated as part of the Antelope Valley Groundwater Cases, JCCP No. 4408, pursuant to the April 10, 2007 Order of this Court.

2. Petitioner KKBS is a limited liability partnership located in San Diego County, California. Petitioner KKBS was and is counsel for Plaintiff Willis and the Class she represents.

3. In or about September 2010, Plaintiff Willis entered into a Stipulation of Settlement (the “Stipulation”) with Defendants Los Angeles County Waterworks District No. 40; City Of Palmdale; Palmdale Water District; Littlerock Creek Irrigation District; Palm Ranch Irrigation District; Quartz Hill Water District; Desert Lake Community Services District; North Edwards Water District; California Water Service, Co.; Rosamond Community Service District; and Phelan Pinon Hill Community Service District. A true and correct copy of the Stipulation is attached to the accompanying Notice of Lodgment (the “Lodgment”) as Exhibit A.

4. On or about February 24, 2011, this Court held a fairness hearing and approved the Stipulation. On or about May 12, 2011, this Court entered Judgment (the “Judgment”) approving the Stipulation and dismissing this action, but reserving jurisdiction over related

proceedings. A true and correct copy of the Judgment is attached to the Lodgment as Exhibit B.

5. No appeal has been filed from the Court's Order approving the Stipulation or from the entry of Judgment.

6. On or about May 4, 2011, this Court entered an Order awarding attorneys' fees and costs in the amount of \$1,904,551.68 to Petitioners (the "Fee Order"). A true and correct copy of the Fee Order is attached to the Lodgment as Exhibit C. No appeal has been taken from the Fee Order.

7. The Stipulation provides in pertinent part as follows:

"The Settling Parties understand that Willis Class counsel intend to seek an award of their fees and costs from the Court. . . . If Willis Class Counsel obtain an award of fees, Settling Defendants agree to exercise their best efforts to pay any fee award within a reasonable period of time or as required pursuant to Court order."

Stipulation at p.17, ¶VIII.D. The Stipulation further provides that this Court "shall retain jurisdiction over the implementation, enforcement, and performance of this Stipulation . . . ."

Similarly, The Judgment (the terms of which Respondents also agreed upon) provides similarly.

"The Court retains jurisdiction to consider an application by Plaintiff and Class Counsel for an award of attorneys' fees and reimbursement of costs, . . . as well as any other collateral matters."

Judgment at p. 6, ¶¶ 20-21.

8. On July 19, 2011, after the Judgment and fee order were final, Petitioners made written demand that Respondents pay the fees and costs awarded by the Court in its May 4, 2011 Order.

9. Defendants Palmdale Water District ("PDW"), Phelan Pinon Hills Community Services District ("PPCSD"), "Rosamond Community Services District ("Rosamond")<sup>1</sup> have either paid or agreed to pay their respective shares of the fee award; but Respondents Los

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<sup>1</sup> Defendant Rosamond has not formally approved payment, but is going to consider the matter at its next Board meeting.

1 Angeles County Waterworks District No. 40, the City Of Palmdale, Littlerock Creek Irrigation  
2 District, Palm Ranch Irrigation District, Quartz Hill Water District, Desert Lake Community  
3 Services District, and North Edwards Water District have failed to pay any portion of the fee  
4 award and have refused to even agree to make payment of the award.

5 10. As a direct and proximate result of respondents' failure to perform their  
6 obligations under the Fee Order, Petitioners have been damaged and should be awarded interest  
7 in the amount of 10% as well as the fees and costs they incurred in bringing this Petition.  
8

9 11. The issuance of this writ is indispensable to the enforcement of petitioners' rights,  
10 and petitioners have no plain, speedy, or adequate remedy in the ordinary course of law other  
11 than the issuance by the Court of a writ of mandate.

12 WHEREFORE, Petitioners request that the Court:

13 1. Issue a peremptory writ of mandate in the first instance commanding respondents  
14 to pay the full amount still due Petitioners under the Fee Order, as well as interest thereon, or to  
15 make payment as provided by sections 970 et seq. of the Government Code.  
16

17 2. Issue an alternative writ of mandamus commanding respondents to cause their  
18 representatives to appear before this Court and show cause why they have not paid or agreed to  
19 pay the fees and costs allowed by the Fee Order and, after hearing, issue a peremptory writ of  
20 mandate commanding respondent to comply with the Fee Order.

21 3. Award Petitioners the costs of this proceeding and the reasonable attorneys fees  
22 they incurred in bringing this Petition; and

23 4. Award Petitioners such further relief as may be just and proper.

24 Dated: August 5, 2011

KRAUSE, KALFAYAN, BENINK &  
SLAVENS, LLP

/s/ David B. Zlotnick

Ralph B. Kalfayan, Esq.  
David B. Zlotnick, Esq.  
Attorneys for Petitioners

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**VERIFICATION**

I have read the foregoing Verified Petition for Writ of Mandate and know the contents thereof. The matters stated therein are true and correct of my own knowledge.

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

Executed on August 5, 2011 in San Diego, CA.

/s/ David B. Zlotnick  
David B. Zlotnick on behalf of  
Petitioner KKBS