

EXHIBIT D

STEPHEN T. CLIFFORD
ROBERT D. HARDING
ARNOLD ANCHORDOQUY
PATRICK J. OSBORN
MICHAEL L. O'DELL
GROVER H. WALDON
JOHN R. SZEWCZYK
STEPHEN H. BOYLE†
JAMES B. WIENS
RICHARD G. ZIMMER
CHARLES D. MELTON

JAMES E. BROWN (RETIRED)

† LLM TAXATION

CLIFFORD • BROWN

A PROFESSIONAL CORPORATION

ATTORNEYS AT LAW

BANK OF AMERICA BUILDING
1430 TRUXTUN AVENUE, SUITE 900
BAKERSFIELD, CALIFORNIA 93301-5230

TELEPHONE NO. (661) 322-6023 • FACSIMILE NO. (661) 322-3508

WWW.CLIFFORD-BROWNLAW.COM

T. MARK SMITH
DANIEL T. CLIFFORD
CHRISTOPHER J. HAGAN
WINIFRED THOMSON HOSS
SHELLY S. MAURER
VICTORIA M. TRICHELL
NICHOLAS J. STREET
MARC E. DENISON
JOSEPH A. WERNER
ZACHARY B. YOUNG

OF COUNSEL
ANTHONY L. LEGGIO

KATHY R. SMITH
OFFICE ADMINISTRATOR

January 7, 2014

2455-2

Via Discovery E-Service

Jeffrey Dunn, Esq.
Christopher Sanders, Esq.
Wayne Lemieux, Esq.
Thomas Bunn, III, Esq.
Steven Orr, Esq.
Douglas J. Evertz, Esq.
Bradley T. Weeks, Esq.
John Tootle, Esq.

Re: Antelope Valley Groundwater Litigation
Santa Clara County Superior Court Case No. 1-05-CV-049053
Judicial Council Coordination Proceeding No. 4408

Dear Counsel:

As you know, we set the depositions of experts Scalmanini, Wildermuth and Leffler who each participated in preparation of the Summary Expert Report. We noticed these depositions because your Phase 5 designated experts, Williams and Beebee, may attempt to rely upon the opinions and/or work of these experts for purposes of the Phase 5 trial on return flows. Additionally, you may attempt to rely upon the work and/or opinions of these experts for use at the Phase 5 trial. We objected to use of hearsay evidence of experts at the Phase 3 trial and have continuously objected to later attempts by you to use this hearsay evidence. If you are intending to use the work and/or opinions of Scalmanini, Williams and/or Beeby for the Phase 5 trial on the issue of return flows, we are entitled to take their depositions on matters related to return flows.

We set the depositions on January 17th so they would follow the depositions of experts Beeby and Williams. In this way, we can determine whether experts Beeby and/or Williams will be relying upon foundational work or opinions of Scalmanini, Wildermuth or Leffler. If Williams and Beebee are not relying upon the work and/or opinions of others and if you will not be offering evidence of the work and/or opinions of

Counsel for Public Water Suppliers
Re: Antelope Valley Groundwater Litigation
January 7, 2014
Page 2

experts other than Williams and Beebee in the Phase 5 trial, we can take the depositions off calendar.

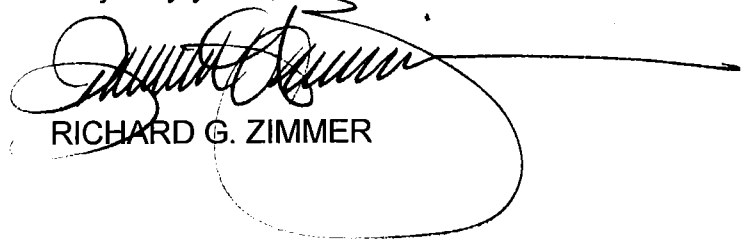
I received a telephone call from Tom Bunn advising that he did not believe the depositions were appropriate since they are not designated experts. We agreed to disagree. Our position is that if the current experts will be relying on work of the previous experts, or upon previous expert opinions, or if the purveyors seek to rely upon opinions or work of these experts for the Phase 5 trial, then we are entitled to take their depositions. Chris Sanders also sent an objection to the deposition of expert Leffler. We are not entirely clear on exactly what each of these experts did in terms of evaluation or work related to return flows which is at issue in the Phase 5 trial. If they did no work which will be relied upon for the Phase 5 trial on return flows, they may not need to be deposed, but this will need to be confirmed.

We are willing to adjust the deposition days to dates that are convenient to each of the experts and our calendars and in a way that they are not taken too close to trial.

Given the objection by Mr. Sanders and Mr. Bunn's comments which suggest a likely objection to these depositions, this correspondence is meant as a meet and confer communication in an attempt to resolve how to proceed. Hopefully we can avoid unnecessarily involving Judge Komar.

Thank you for your courtesy and consideration of this matter.

Very truly yours,

A handwritten signature in black ink, appearing to read "Richard G. Zimmer", with a long horizontal line extending to the right.

RICHARD G. ZIMMER

RGZ/ash

cc: All Parties

BL/ANTELOPE VALLEY/COUNSEL-20