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8 SUPERIOR COURT OF THE STATE OF CALIFORNIA
9 FOR THE COUNTY OF LOS ANGELES

10 ANTELOPE VALLEY
11 GROUNDWATER CASES

12 This Pleading Relates to Included Action:
13 REBECCA LEE WILLIS and DAVID
ESTRADA, on behalf of themselves and
14 all others similarly situated,

15 *Plaintiffs,*

16 v.

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

25 *Defendants.*
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RELATED CASE TO JUDICIAL COUNCIL
COORDINATION PROCEEDING NO. 4408

**ADDITIONAL REPLY IN SUPPORT OF
WILLIS CLASS' RENEWED MOTION TO
ADD CLASS REPRESENTATIVE**

Date: March 26, 2015
Time: 10:00 am
Place:

Superior Court of California
County of Los Angeles
111 North Hill Street, Room 222
Los Angeles, Ca 90012

Judge: Hon. Judge Komar

1 The Hearing on Plaintiffs' Motion to Add the Archdiocese of Los Angeles as Class
2 Representative was continued until March 26, 2015. Plaintiffs re-noticed the Motion citing all of
3 the prior filings by the Willis Class in support of their Motion. In response, District 40 and the
4 Wood Class re-filed their opposition briefs which included new arguments.

5
6 District 40 contends that Plaintiffs failed to comply with the requirements set forth by the
7 Court regarding the "Leslie Property." The only specific failure to comply alleged by District 40
8 relates to the notification by the Archdiocese to the new owners of the Leslie Property of the
9 pending Antelope Valley Groundwater Adjudication proceeding. District 40 claims that
10 Plaintiffs' proof of the notice given to the new Leslie Property owner was "defective" because it
11 consists of hearsay testimony. District 40 is grasping at straws in their transparent efforts to keep
12 the Archdiocese out as a class representative and very strong advocate for the rights of the Willis
13 Class. Nonetheless, in response to District 40's hearsay objections, Plaintiffs have filed a Second
14 Reply Declaration wherein Mr. Davitt of the Archdiocese testifies that he personally notified the
15 new owner of the Leslie Property of the information as specified by the Court. *See* Second Reply
16 Declaration of Archdiocese of Los Angeles Relating to the "Leslie Property" and Retention of
17 Krause Kalfayan in Support of Renewed Motion to Add Class Representative, ¶¶ 2 & 3, filed
18 concurrently herewith (hereinafter "Second Reply Declaration of Archdiocese").
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21 District 40's complaint that Plaintiffs failed to disclose the identity of the new owner of
22 the Leslie Property is without merit. The Archdiocese' prior Declaration revealed that the new
23 owner of the Leslie Property is Renaissance Group, LLC. That same information is reiterated in
24 the Second Reply Declaration as well.

25 The minutiae now being focused on by District 40 in their desperate attempt to keep the
26 Archdiocese out as a class representative speaks volumes about their Opposition's lack of merit.
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1 Plaintiffs would like to address one concern raised by the Court at the January 22, 2015
2 Hearing in reference to Class Counsel's alleged motive in seeking to add the Archdiocese as a
3 class representative. Although the Court stated that it would elaborate at a later hearing, it
4 appears that the Court may be concerned that the Archdiocese is merely "lending its name" to this
5 lawsuit and that Willis Class Counsel is entirely directing the litigation. District 40 had made this
6 same argument in citing the *Howard Gunty* case to the Court.

8 As a preliminary matter, Plaintiffs do not believe that the Court finds the *Howard Gunty*
9 case applicable to this case in any way. In *Howard Gunty*, the class action attorney was found to
10 have been a "professional plaintiff" who had abused the class action mechanism in filing sham
11 class action suits for his own benefit. As this Court is intimately aware, Willis Class Counsel has
12 been diligently representing the rights of the 65,000-member Willis Class since its creation in
13 2007 to the present day. Willis Class Counsel now faces a veritable army of legal teams
14 representing over 140 parties in the upcoming physical solution proceedings. The last thing that
15 Willis Class Counsel seeks to do is add a class representative in name only for their own benefit.
16 That notion advanced by District 40 is preposterous.

18 Rather, as stated in their moving papers, Willis Class Counsel seeks to add the
19 Archdiocese as a second class representative for a class with over 65,000 members to ensure that
20 the significant benefits gained by the Willis Class in the Willis Stipulation of Settlement and
21 Willis Judgment are incorporated into the Physical Solution ultimately adopted by the Court.
22 This Court will retain jurisdiction over that Physical Solution for decades to come. David Estrada
23 is mortal as are the rest of the participants in this adjudication. The Archdiocese is a long-
24 standing institution that will remain ready, willing, and able to act as a class representative for the
25 Willis Class for decades to come. The harsh reality is that cannot be said for the current class
26 representative. Unlike any class action cases cited by District 40 or the Wood Class, this class
27 representative. Unlike any class action cases cited by District 40 or the Wood Class, this class
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1 action is very unique and the Physical Solution will survive decades beyond the termination of the
2 underlying proceedings. Indeed, Rebecca Willis was able to adequately represent the class
3 through the Final Amended Judgment, but then things changed. She sold her property in the
4 Antelope Valley and was no longer a member of the class she represented. In years to come, it is
5 highly likely that David Estrada will no longer be able to represent the Willis Class for various
6 potential reasons that would not be applicable to the Archdiocese.
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8 To the extent the Court still has concerns regarding the Willis Class Counsel's intentions
9 regarding the addition of the Archdiocese as a class representative, the Second Reply Declaration
10 unequivocally states that the Archdiocese is not simply lending its name to this lawsuit:

11 The Archdiocese has agreed to serve as a named class representative for the
12 purpose of enforcing the Willis Class Judgment on behalf of absent class members,
13 including other corporations, who own property in the Antelope Valley but have
14 not pumped any groundwater yet. I understand the requirements of serving as a
15 class representative and voluntarily undertake the burdens associated with the role
16 of class representative. We retained Krause Kalfayan Benink & Slavens, LLP
17 ("KKBS") to act as our counsel because they already are Class Counsel for the
18 Willis Class. The Archdiocese expects to be an active participant in enforcing the
19 Willis Judgment along with David Estrada. KKBS did not ask the Archdiocese to
20 merely lend the Archdiocese' name to this lawsuit, nor would we permit KKBS to
21 do so. To reiterate, the Archdiocese has a significant interest in seeing that its
22 properties and those properties belonging to absent class members include the right
23 to pump groundwater, just as other currently pumping landowners have the right to
24 do. Otherwise, the value of our properties and the absent class members'
25 properties will essentially be worthless because we will need groundwater to
26 develop the land. We intend to work with KKBS as a class representative to
27 ensure that the Willis Judgment, which included a right to pump groundwater in
28 the future, is incorporated into the physical solution adopted by the Court.

22 Second Reply Declaration of Archdiocese, ¶ 4, filed concurrently herewith.

23 Likewise, it is clear from this Declaration and also the more than nine years of work by Willis
24 Class Counsel that the Archdiocese is not going to "hijack" the Willis Class as baselessly asserted
25 by the Wood Class. Since when in America is it considered "hijacking" to seek to defend your
26 extremely valuable property rights against an out-of-control government that is doing everything
27 in its power to try to take those rights without just compensation? There is no hijacking going on
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1 here. Willis Class Counsel has every reason to add a second class representative for a class with
2 over 65,000 members and for an ultimate Physical Solution that will live on for decades into the
3 future.

4 On a final note, now that the SPPS has been filed, the Court can conclusively determine
5 that the Archdiocese does not have any legally viable conflicts of interest with the absent class
6 members. With over 65,000 Members in the Willis Class, there are **thousands** of corporate
7 entities that are highly likely to use their properties for uses other than, or in addition to, domestic
8 uses. Again, the only requirement for inclusion in the Willis Class was that the member must be
9 a nonpumping overlying landowner. The prospective use was never specified and therefore
10 cannot be used to disqualify a potential class representative. To the contrary, a class
11 representative for the Willis Class who intends to use groundwater for purposes other than, or in
12 addition to, domestic use is necessary to give adequate representation for the thousands of absent
13 class members who also will use their groundwater for non-domestic uses.

14 District 40's conflict of interest allegation is baseless and outrageous in light of their one-
15 sided breach of the Willis Stipulation of Settlement and violation of the Willis Judgment. Unlike
16 the reneging PWS, the Willis Class stands by their word not to oppose the PWS' right to 15% of
17 the NSY. All of the alternative proposed physical solutions ("APPS") submitted by the Willis
18 Class include an allocation of 15% of the NSY for the PWS. Thus, none of the Archdiocese'
19 parishioners or school sites are in jeopardy of losing their water supply from the PWS at the
20 hands of the Willis Class. The fact that the Archdiocese will assert its right and the rights of the
21 64,998 absent class members to their fair share of the NSY as overlying landowners does not put
22 the Archdiocese in conflict with their parishioners, even assuming *arguendo* that was a legally
23 viable conflict in the first instance.

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1 For all the foregoing reasons, this Court should grant the Willis Class' Renewed Motion to
2 Add the Archdiocese as a Class Representative.

3 Dated: March 19, 2015

Respectfully submitted,

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8 Ralph B. Kalfayan
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