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Class Counsel for 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 and DAVID
ESTRADA, on behalf of themselves and all
others similarly situated,

Plaintiffs,

v.

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

**WILLIS CLASS' REQUEST FOR
STATEMENT OF DECISION**

Pursuant to Code of Civil Procedure Section 632, and California Rules of Court, Rule 3.1590, the Willis Class hereby submits its Request for Statement of Decision to ensure that the Statement of Decision explains the factual and legal basis for the Court's decision as to each of the following principal controverted issues at trial. The number of Principal Controverted Issues at Trial is necessitated by the undisputed fact that the Antelope Valley Groundwater Adjudication is the largest adjudication ever in the State of California and involves class actions in the context of a groundwater adjudication for the first time ever in the United States.

PRINCIPAL CONTROVERTED ISSUES AT TRIAL

1. Explain the factual and legal basis for the finding, if any, that the Court can enforce prescription against the Willis Class where it is undisputed that the Public Water Suppliers released all claims of prescription against the Willis Class in the Willis Stipulation of Settlement and the Amended Final Judgment (or Nonpumper Class Judgment).
2. Explain the factual and legal basis for the finding, if any, that the [Proposed] Physical Solution is consistent with the 2011 Willis Class Judgment and Stipulation of Settlement.
3. Explain the factual and legal basis for the finding, if any, that the Public Water Suppliers did not breach the 2011 Willis Class Judgment and Stipulation of Settlement by entering into the [Proposed] Physical Solution.
4. Explain the factual and legal basis for the finding, if any, that the [Proposed] Physical Solution is fair and equitable.
5. Explain the factual and legal basis for the finding, if any, that the Willis Class' unexercised groundwater rights can be modified, subordinated or extinguished in the context of a physical solution.
6. Explain the factual and legal basis for the finding, if any, that the Willis Class' unexercised groundwater rights can be modified, subordinated or extinguished based on prescription.
7. Explain the factual and legal basis for the finding, if any, that the Willis Class' unexercised groundwater rights can be modified, subordinated or extinguished after the Court's entry of the 2011 Willis Class Judgment.
8. Explain the factual and legal basis for the finding, if any, that an unexercised groundwater right may be modified, subordinated, or extinguished absent an individualized finding of unreasonable use.
9. Explain the factual and legal basis for the finding, if any, that the Amended Final Judgment (or Nonpumper Class Judgment) dated September 22, 2011, was properly and reasonably merged and incorporated into the [Proposed] Physical Solution.
10. Explain the factual and legal basis for the finding, if any, that the [Proposed] Physical Solution secures the right to pump groundwater for the Willis Class.
11. Explain the factual and legal basis for the finding, if any, that the New Pumping Application Procedures in the [Proposed] Physical Solution are reasonable.

12. Explain the factual and legal basis for the finding, if any, that a permanent and fixed allocation of the Native Safe Yield does not violate Article X Section 2 of the California Constitution.
13. Explain the factual and legal basis for the finding, if any, that the [Proposed] Physical Solution maintains property values for the Willis Class.
14. Explain the factual and legal basis for the finding, if any, that creating a permanent Production Right in the [Proposed] Physical Solution for Stipulating Overlying and Non-Overlying Owners does not violate the California Constitution or controlling legal precedent.
15. Explain the factual and legal basis for the [Proposed] Physical Solution's permanent exclusion of Overlying Owners with unexercised groundwater rights from the right to pump from the Native Safe Yield.
16. Explain the factual and legal basis for the finding, if any, that Small Pumper Class Members should have the right in the [Proposed] Physical Solution to claim priority under Water Code 106, while Nonpumper Class Members do not have the right to claim priority under Water Code 106.
17. Explain the factual and legal basis for the declaration in the [Proposed] Physical Solution that the Production Rights of Overlying and Non-Overlying Owners are of equal priority when not all Overlying Owners in the Basin stipulated to this change in priority of water rights.
18. Explain the factual and legal basis for creating a permanent Production Right in the [Proposed] Physical Solution for Stipulating Overlying Owners without any later determination of their continued reasonable and beneficial use of their respective Production Rights.
19. Explain the factual and legal basis for the right in the [Proposed] Physical Solution for Production Right holders to Transfer groundwater rights when other Overlying Owners, including the Nonpumper Class, do not have the right to Transfer water.
20. Explain the factual and legal basis for the right in the [Proposed] Physical Solution for Production Right holders to Carry Over groundwater rights when other Overlying Owners, including the Nonpumper Class, do not have the right to Carry Over groundwater rights.
21. Explain the factual and legal basis for the finding, if any, that the [Proposed] Physical Solution is consistent with the Amended Final Judgment (or Nonpumper Class Judgment) dated September 22, 2011.
22. Explain the factual and legal basis for limiting the Production Rights of Small Pumper Class Members in the [Proposed] Physical Solution to 1.2 AFY, or 3806.4 in the aggregate, but at the same time allowing Small Pumper Class Members to pump up to 3 AFY without requiring payment of a Replacement Water Assessment.
23. Explain the factual and legal basis for awarding Small Pumper Class Representative Richard Wood up to 5 AFY for reasonable and beneficial use on his property free of Replacement Assessment.
24. Explain the factual and legal basis for allocating the Unused Federal Reserve Right (from the Native Safe Yield) in any given Year to Non-Overlying Production Rights holders.

25. Explain the factual and legal basis for the provisions in Paragraph 5.1.10 of the [Proposed] Physical Solution regarding the Production Rights of Non-Stipulating Parties, specifically the factual and legal basis for granting Production Rights up to 7% above the Native Safe Yield and the factual and legal basis for not granting Non-Stipulating Parties the right to Carry Over and Transfer groundwater rights.
26. Explain the factual and legal basis for not allowing Nonpumper Class Members the right to Produce Imported Water Return Flows.
27. Explain the factual and legal basis for granting Boron Community Services District the right to Produce Imported Water Return Flows when it is undisputed that Boron Community Services District is an exporter of water from the Basin.
28. Explain the factual and legal basis for overruling the hearsay and foundation objections of the Willis Class to the admission into evidence of the Stipulating Parties' declarations regarding their alleged reasonable and beneficial uses filed with the Court during the Phase IV trial.
29. Explain the factual and legal basis for not permitting the Willis Class to cross-examine the Stipulating Parties regarding their alleged reasonable and beneficial uses as stated in their declarations filed with the Court during the Phase IV trial and admitted into evidence during the Phase VI trial.
30. Explain the factual and legal basis for the finding, if any, that the Willis Class' due process rights have not been violated by the Court's adoption of the [Proposed] Physical Solution.
31. Explain the factual and legal basis for the finding, if any, that the Court has jurisdiction to impose a physical solution upon the Willis Class which solution deprives the Class of their correlative rights to the Native Safe Yield.
32. Explain the factual and legal basis for the finding that no provisions from the Willis Class' alternative physical solutions should be adopted by the Court.
33. Explain the factual and legal basis for the finding that a Court-appointed expert was not necessary to provide an independent analysis for the benefit of the Court and the Class regarding the alleged reasonable and beneficial use of groundwater by the Stipulating Parties.
34. Explain the factual and legal basis for the finding that the Watermaster should not include a representative from the Non-Pumper Class.
35. Explain the factual and legal basis for the finding that it is fair, legal, and equitable for Copa De Oro, who has not pumped groundwater for the past ten years and is not currently pumping, to be allocated a fixed and permanent Production Right of 350 AFY from the Native Safe Yield free of Replacement Assessment when the Non-Pumper Class will never be allocated any Production Rights from the Native Safe Yield, in perpetuity.
36. Explain the factual and legal basis for the Court's refusal to admit the expert opinions of the Non-Pumper Class' water economist, Dr. Rod Smith, regarding the valuation of a water right, alternative proposed physical solutions, and the regulatory impossibility or "purgatory" which results from the New Pumping Application Procedures.
37. Explain the factual and legal basis for the finding that West Valley County Water District and Boron Community Services District, as Public Water Suppliers, may be allocated Production Rights from the Native Safe Yield even though the Non-Pumper Class will never receive Production Rights from the Native Safe Yield and even though West Valley

- County Water District and Boron Community Services District never sued the Non-Pumper Class.
38. Explain the factual and legal basis for the finding that West Valley County Water District and Boron Community Services District as appropriators have superior rights to the Non-Pumper Class.
39. Explain the factual and legal basis for allowing the Public Water Suppliers an allocation of groundwater in the [Proposed] Physical Solution in excess of 15% of the Federally Adjusted Native Safe Yield in violation of the law, equity, and the 2011 Willis Class Judgment.
40. Explain the factual and legal basis for adopting the Drought Provisions in the [Proposed] Physical Solution when they were not taken into consideration by Dr. Williams and they will undermine the physical solution and impair the total sustainable safe yield.
41. Explain the factual and legal basis for the finding that it is reasonable to reward Overlying Landowners who created an overdraft and harmed the Basin while punishing members of the Non-Pumper Class by excluding them entirely and permanently from the Native Safe Yield.
42. Explain the factual and legal basis for the finding, if any, that the Willis Class agreed to be bound by a physical solution that did not merge and incorporate 2011 Willis Class Judgment into that physical solution.
43. Explain the factual and legal basis for the finding, if any, that the Willis Class received adequate notice regarding a physical solution which would take away their rights to pump from the Native Safe Yield as Overlying Owners and confer them on other Overlying Owners with the approval and agreement of the Public Water Suppliers.
44. Explain the factual and legal basis for the finding that Overlying Owners may take away the right of the Non-Pumping Class to pump groundwater from the Native Safe Yield without a pleading or notice or due process.
45. Explain the factual and legal basis for the finding that the [Proposed] Physical Solution can properly fail to provide the Court with the ability to modify or amend the Physical Solution as part of the Court's Continuing Jurisdiction.
46. Explain the factual and legal basis for the finding that no actual conflict of interest exists between Wood Class Counsel and the (2400) Nonpumping Owners in the Wood Class.

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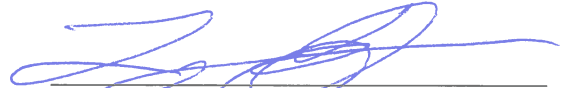
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1 47. Explain the factual and legal basis for the finding that no actual conflict of interest exists
2 between Willis Class Counsel and the (2400) Pumping Owners in the Willis Class.

3 Dated: November 13, 2015

Respectfully submitted,

4 KRAUSE, KALFAYAN, BENINK &
5 SLAVENS, LLP

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8 Ralph B. Kalfayan, Esq.
9 Lynne M. Brennan, Esq.
10 Class Counsel for the Willis Class
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