

Ralph B. Kalfayan, SBN133464  
David B. Zlotnick, SBN 195607  
KRAUSE, KALFAYAN, BENINK  
& SLAVENS LLP  
625 Broadway, Suite 635  
San Diego, CA 92101  
Tel: (619) 232-0331  
Fax: (619) 232-4019

Attorneys for Plaintiff and the 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 LOS ANGELES; 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; MOJAVE PUBLIC  
UTILITY DISTRICT; and DOES 1 through  
1,000;

Defendants.

) JUDICIAL COUNCIL COORDINATION  
) PROCEEDING NO. 4408  
)  
)

) CASE NO. BC 364553  
)  
)

) **DECLARATION OF RALPH B.  
) KALFAYAN IN RESPONSE TO LOS  
) ANGELES COUNTY WATERWORKS  
) DISTRICT NO. 40'S SUPPLEMENTAL  
) BRIEF IN OPPOSITION TO PLAINTIFFS'  
) MOTION FOR AN AWARD OF  
) ATTORNEYS' FEES, REIMBURSEMENT  
) OF EXPENSES, AND CLASS  
) REPRESENTATIVE INCENTIVE AWARD**

) Date: March 22, 2011  
) Time: 10:00 a.m.  
) Dept: 15 (CCW)  
) Judge: Hon. Jack Komar  
) Coordination Trial Judge

1 I, Ralph B. Kalfayan, declare and state as follows:

2 1. I am a partner at the law firm of Krause Kalfayan Benink & Slavens, counsel for  
3 the Willis Class in the above captioned matter. I submit this declaration in response to Los  
4 Angeles County Waterworks District No. 40's ("LACWW") supplemental brief in opposition to  
5 Plaintiffs' Motion for An Award of Attorneys' Fees, Reimbursement of Expenses, and Class  
6 Representative Incentive Award. The matters stated herein are true to the best of my own  
7 personal knowledge and, if called upon as a witness to testify thereto, I would and could  
8 competently do so.  
9

10 2 My bills do not reflect \$18,075 of fees for a 3 page opposition. LACWW  
11 assumes 39 hours of fees billed over the period of June 1<sup>st</sup> to June 15<sup>th</sup> related exclusively to a 3  
12 page opposition. Between the 1<sup>st</sup> and 15<sup>th</sup> however, I filed three (3) motions that furthered the  
13 interests of the class and responded to four (4) motions filed by opposing parties. In addition  
14 there were other necessary tasks such conversations with title companies, emails with Mr. Dunn,  
15 and involvement in the Waldo mediation. Preparation of these motions, including one Points and  
16 Authorities required substantive legal research and required considerable time to prepare. In  
17 addition, on June 11, 2010, Mr. Dunn led me to believe that our deal was in jeopardy. Mr. Dunn  
18 emailed me and said "I don't know if you are going to get this over the weekend but you have  
19 pretty much killed any deal." See email attached as exhibit A." See billings from June 1 to 15  
20 attached as exhibit B.  
21

22 3. The November 22, 2010 time entry was reasonable. In addition to the tasks  
23 outlined in the itemized bills, the work on November 22, 2010, included comparison of the  
24 Court's order of November 18, 2010 to the proposed notice, editing the proposed notice as  
25 necessary, and comparing the edits to the stipulation of settlement. I also recall Mr. Dunn  
26 requesting edits be made to the proposed notice for items that were not mentioned in the Court's  
27

1 order. The issue was resolved telephonically.

2 4. LACWW highlights a case my firm participated in known as *I-Flow Corp. v Apex*  
3 *Medical Technologies, Inc.* Case No. 3:07 cv 1200 (S.D. Cal.) (“I-FLOW”). The I-Flow case  
4 was a patent infringement and trade secret case related to a medical device used to relieve pain.  
5 My firm served as personal counsel for Apex Medical Technologies, Inc. (“APEX”), a defendant  
6 in the I-FLOW matter.


7 5. I was the attorney in charge of the I-FLOW file in my office. The file was opened  
8 on or about July 20, 2007. Shortly after the file was opened, I recommended that APEX retain a  
9 certified patent lawyer to represent the client in the litigation. On or about September 14, 2007,  
10 APEX hired and retained patent attorney Norbert Stahl, to handle and litigate the case. Once  
11 Mr. Norbert was retained, my role and that of my firm was limited. Though I remained of record  
12 at the request of APEX to monitor the litigation, Mr. Stahl prepared and handled all hearings  
13 including the claim construction hearing, the mandatory settlement conferences, discovery, and  
14 all pre-trial work. In 2009, APEX hired four (4) additional lawyers to complete the pre-trial work  
15 and try the case. These lawyers included Mr. Robert Matz, Mr. James Fazio, Mr. Doug Olson,  
16 and Mr. Trevor Codington. Although I would have liked to assist in the preparation and trial of  
17 the case, among the reasons that precluded my participation was my commitment to the Antelope  
18 Valley groundwater litigation.  
19  
20

21 6. Contrary to the statements made by LACWW, I did not appear at either *the I-*  
22 *Flow* August 7, 2008 mandatory settlement conference, the July 31, 2009 pre-trial conference,  
23 nor the November 16, 2009, mandatory settlement conference. In addition, while I was present  
24 at the July 8, 2008 claim construction hearing, I did not appear nor participate in the hearing.  
25 Mr. Stahl or other counsel handled those matters. Defendant’s statements are grossly misleading  
26 and baseless.

7. I have been practicing law for over 23 years. Over my career, I have never been involved in a case that involved more parties, more issues, and more at stake than the AV groundwater cases. Messrs. Zlotnick and I personally committed and dedicated ourselves to this case for over four (4) years. We are pleased with the result achieved in the Stipulation of Settlement. It is noteworthy that only two (2) of the approximately 60,000 Class members objected to the settlement. Indeed, many of the landowners we met at the Final Approval Hearing on February 24<sup>th</sup>, 2011, congratulated us on a great job and thanked us for all the hard work. Unfortunately, all the gratitude in the world will not put food on our table nor grant us the financial ability to continue working on this case.

8. In my opinion, several factors contributed to the firm's lodestar: (a) four plus years of litigation; (b) investigation of a case rich with history prior to 2006; (c) dealing with multiple defendants, their outside counsel, and in house counsel; (d) numerous parties and counsel; (e) the fact that many counsel were water lawyers inexperienced in class action litigation; (f) the need to attend many mediation sessions; (g) reviewing volumes of technical information generated by the technical committee; (h) handling emails and calls from class members; (i) defendants' unreasonable opposition to pleadings and discovery; and, finally (e) travel from San Diego. Notwithstanding that travel, it would have been less efficient to involve local counsel and have another firm duplicating some of our efforts.

I declare under penalty of perjury and under the laws of the State of California that the foregoing is true and correct. Executed this 21st day of March, 2011, in San Diego, California.

  
Ralph B. Kalfayan