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

Coordination Proceeding  
Special Title (Rule 1550(b))

**ANTELOPE VALLEY GROUNDWATER  
CASES**

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RICHARD A. WOOD, an individual, on  
behalf of himself and all others similarly  
situated,

Plaintiff,

v.

LOS ANGELES COUNTY  
WATERWORKS DISTRICT NO. 40; et al.

Defendants.

Judicial Council Coordination  
Proceeding No. 4408

(Santa Clara Case No. 1-05-CV-049053,  
Honorable Jack Komar)

Case No.: BC 391869

**[proposed] ORDER GRANTING  
FINAL APPROVAL OF CLASS  
ACTION SETTLEMENT**

1 On August 3, 2015, this case has come before the Court on Richard Wood and  
2 various settling defendants' Motion for Final Approval of Class Action Settlement  
3 ("Motion") between and among Richard Wood and the Wood Class, on the one hand,  
4 and California Water Services Company, City of Palmdale, Desert Lake Community  
5 Services District, Littlerock Creek Irrigation District, Los Angeles, County Waterworks  
6 District No. 40, North Edwards Water District, Palm Rach Irrigation District, and Quartz  
7 Hill Water District (collectively, "Settling Defendants") on the other hand, all of whom  
8 are referred to herein as the "Settling Parties."

9 The Court having reviewed and considered all documents, evidence and  
10 arguments presented by counsel in support of and opposition to said Motion; the Court  
11 being fully advised in the premises and good cause appearing, the Court finds and orders  
12 as follows:

13  
14 1. The Stipulation of Settlement and the Settlement set forth therein are  
15 approved as fair, reasonable, and adequate and in the best interests of the Class. No  
16 objections were received from any Class members.

17 2. The Court has jurisdiction over all parties to the Settlement Agreement  
18 including Class members who did not timely opt out of the Settlement. By order of  
19 September 2, 2008, the Court certified the Wood Class, appointed Richard Wood as Class  
20 representative, and the Law Offices of Michael D. McLachlan APC and the Law Office  
21 of Daniel M. O'Leary as counsel for the Class. By that Order, the Court defined the  
22 Class as:

23 All private (i.e. non-governmental) persons and entities that own real property  
24 within the Basin, as adjudicated, and that have been pumping less than 25 acre-feet  
25 per year on their property during any year from 1946 to the present. The Class  
26 excludes the defendants herein, any person, firm, trust, corporation, or other entity  
27 in which any defendant has a controlling interest or which is related to or affiliated  
28 with any of the defendants, and the representatives, heirs, affiliates, successors-in-  
interest or assigns of any such excluded party. The Class also excludes all persons  
and entities that are shareholders in a mutual water company.

1           3.       On April 6, 2015, this Court issued an order preliminarily approving  
2 the Settlement. Notice of this Settlement was provided in accordance with the  
3 Court's order preliminarily approving the settlement and the terms of the  
4 Settlement Agreement, as reflected in the Declarations of Jennifer M. Keough and  
5 Michael D. McLachlan, filed on June 4, 2015. Notice was given in an adequate  
6 and sufficient manner, and constituted the best practicable notice under the  
7 circumstances. There were no opt-outs, because per the order of preliminary  
8 approval, all opt-out requests had to be filed by May 15, 2015. There were  
9 additionally no objections to the settlement.

10           4.       All members of the Class who did not opt out of the Class shall be  
11 subject to all the provisions of the Settlement Agreement and this Order as entered  
12 by the Court (the "Settlement Class" members). The known Settlement Class  
13 members are listed in Exhibit 3 to the Declaration of Michael D. McLachlan filed  
14 on July 9, 2015.

15           5.       The Court recognizes the significant contribution of Richard Wood in his  
16 role as class representative, but defers the consideration of an incentive award until a  
17 future date.

18           6.       This Order shall not be construed to prejudice the rights of any of the Non-  
19 Settling Parties in the Consolidated Actions, nor shall it prejudice the claims and defenses  
20 that the Settling Parties may assert with respect to such Non-Settling Parties, except as  
21 otherwise ordered by this Court.

22           7.       The Settling Parties are ordered to timely comply with all other provisions  
23 of the Settlement Agreement. Without affecting the finality of this Order, the Court  
24 hereby reserves and retains jurisdiction over this Settlement, including administration of  
25 the Settlement Agreement, as well as any action, proceeding or motion brought to enforce  
26 the Settlement Agreement, as well as the ultimate determination of the Settling Parties'  
27 water rights and the physical solution. The Settling Parties are subject to the jurisdiction  
28 of this Court for any suit, action, proceeding or dispute arising out of or relating to this

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Order or the Settlement Agreement.

IT IS SO ORDERED.

Dated: \_\_\_\_\_

\_\_\_\_\_  
Judge of the Superior Court