

UPPER VENTURA RIVER GROUNDWATER AGENCY

NOTICE OF SPECIAL MEETING

NOTICE IS HEREBY GIVEN that the Upper Ventura River Groundwater Agency (“Agency”) Board of Directors (“Board”) will hold a **Special Board Meeting at 2 P.M. on Monday, March 23, 2020 via**

TELECONFERENCE:

DIAL-IN (US TOLL FREE) 1-866-899-4679

JOIN BY COMPUTER, TABLET OR SMARTPHONE:

<https://global.gotomeeting.com/join/262691605>

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PER CALIFORNIA EXECUTIVE ORDER N-29-20, SECTION 3: A local legislative body is authorized to hold public meetings via teleconferencing and to make public meetings accessible telephonically or otherwise electronically to all members of the public seeking to observe and to address the local legislative body. A physical location accessible for the public to participate in the teleconference is not required.

March 23, 2020

1. MEETING CALL TO ORDER AND ROLL CALL

2. PLEDGE OF ALLEGIANCE

3. PUBLIC COMMENT FOR ITEMS NOT APPEARING ON THE AGENDA

The Board will receive public comments on items not appearing on the agenda and within the subject matter jurisdiction of the Agency. The Board will not enter into a detailed discussion or take any action on any items presented during public comments. Such items may only be referred to the Executive Director or other staff for administrative action or scheduled on a subsequent agenda for discussion. Persons wishing to speak on specific agenda items should do so at the time specified for those items. In accordance with Government Code § 54954.3(b)(1), public comment will be limited to three (3) minutes per speaker.

4. ADMINISTRATIVE ITEMS

a. Legal Services Proposals

The Board will discuss legal services proposals received and ad hoc committee feedback, consider selecting a firm or providing feedback to staff and/or the ad hoc committee, and consider authorizing the Executive Director to execute a contract with a selected firm, subject to negotiation of contract terms to the satisfaction of (outgoing) Agency Counsel and the Executive Director.

5. ADJOURNMENT

The next scheduled Board meeting is April 9, 2020.

UPPER VENTURA RIVER GROUNDWATER AGENCY Item No. 4(a)

DATE: March 23, 2020

TO: Board of Directors

FROM: Executive Director

SUBJECT: Legal Services Proposals

SUMMARY

During the March 12, 2020 meeting, the Board reviewed proposals for legal counsel services received from four firms pursuant to the Agency's January 31, 2020 request for proposals (RFP). The board voted to establish an ad hoc committee to interview Klein, DeNatale Goldner (KDG) and Olivarez Madruga Lemieux O'Neill (OMLO) as well as a third firm, Price, Postel & Parma LLP (PPP), if recommended by Meiners Oaks Water District (MOWD). The ad hoc committee was also charged with making a recommendation to the Board at a future meeting based on the interview results. The ad hoc committee consists of Directors Engel, Kuebler, and Rose.

After MOWD internal discussions were completed, the ad committee concluded that interviews were no longer necessary and asked staff to schedule a special board meeting to discuss selection of a firm.

For reference, a summary of the proposal responses is provided in Table 1. Also for reference, the RFP and proposals are included in Attachments A and B, respectively.

RECOMMENDED ACTIONS

- (1) Discuss legal services proposals received and ad hoc committee feedback;
- (2) Select a firm or provide direction to staff and/or the ad hoc committee; and
- (3) Authorize the Executive Director to execute a contract with a selected firm, subject to negotiation of contract terms to the satisfaction of outgoing Agency Counsel and the Executive Director.

BACKGROUND

On January 24, 2020 the Board approved the legal services request for proposals (RFP) for release. The RFP was finalized and issued on January 31, 2020 (Attachment A). The deadlines for questions and proposals were February 19 and March 4, respectively. The RFP was posted to UVRGA's website and sent to twelve firms.

Table 1
Summary of Legal Services Proposals

Firm	RFP Requirements Compliance	Relevant Experience	Conflicts	Location	Proposed Attorney Labor Rate(s) (Lead Counsel in bold)
Klein DeNatale Goldner	Yes	Mound Basin GSA, West Kern Basin GSA, East Kaweah Basin GSA, Cuyama Basin GSA; Antelope Valley Groundwater Adjudication	None	Bakersfield	\$230 - \$295 /hr
Lagerlof, Senecal, Gosney & Kruse LLP	Proposal received 1 day late (extenuating circumstances)	Santa Clarita Valley GSA, Crescenta Valley Water District, Victor Valley Wastewater Reclamation Authority Multiple Groundwater Adjudications	Represents two parties in Ojai Basin – conflict waivers required	Pasadena	\$200 - \$400 /hr Optional monthly fee of \$3,600 for board meetings and routine matters
Olivarez Madruga Lemieux O’Neill	Yes	Fillmore-Piru GSA, Bear Valley GSA, multiple water districts and other agencies Multiple Groundwater Adjudications	None	Westlake Village	\$200 for first 25hrs/mo; \$225-\$250 thereafter
Price, Postel & Parma LLP	Yes	Montecito, Carpinteria Valley, and Goleta Water Districts and other public agencies Multiple Groundwater Adjudications	None	Santa Barbara	\$395

FISCAL SUMMARY

The current fiscal year budget for legal services is \$50,000, with \$39,799 remaining as of December 31, 2019. The long range budget includes \$77,846, \$80,902, \$35,000, and \$36,050 for legal services during the next four fiscal years, respectively.

ATTACHEMENTS

- A. Legal Services Request for Proposals
- B. Legal Services Proposals

Action: _____

Motion: _____ Second: _____

B. Kuebler ___ D. Engle ___ A. Spandrio ___ S. Rungren ___ G. Shephard ___ E. Ayala ___ L. Rose ___

Item 4A

Attachment A

Legal Services Request for Proposals

Item 4A

Attachment B

Legal Services Proposals



202 W. El Roblar Dr.
Ojai, CA 93023
(805) 646-2114
<https://uvrgroundwater.org/>

UPPER VENTURA RIVER GROUNDWATER AGENCY

REQUEST FOR PROPOSALS (RFP) FOR

GROUNDWATER SUSTAINABILITY AGENCY LEGAL SERVICES

INTRODUCTION

The Upper Ventura River Groundwater Agency (Agency) is seeking proposals from attorneys or firms with experience representing public agencies to provide General and Special Counsel legal services to the Agency.

General Counsel needs are focused on Sustainable Groundwater Management Act (SGMA) and general public agency governance, public meetings and public records issues, intergovernmental agreements with other public agencies, revenue options, and public contracting issues. Special Counsel services will include advising and potentially representing the Agency in the Santa Barbara Channelkeeper v. SWRCB, et al comprehensive groundwater adjudication, Case No. 19STCP01176 and any SGMA related litigation.

The selected firm(s) or attorney(s) will serve at the pleasure of the Board of Directors of the Agency. If the Agency decides to award a contract for legal services as a result of this RFP, it will enter into a contract(s) establishing the terms and compensation for the subject services. All costs incurred in the preparation of a proposal responding to this RFP will be the responsibility of the Offeror and will not be reimbursed by the Agency. Individual firms and multiple-firm teams are welcomed to submit. In the case of a multiple-firm team selection, it is the Agency's intent to execute separate contracts with the individual firms. The Agency reserves the right to contract with any firm or firms responding to this RFP, regardless of the teaming arrangements proposed in the proposals.

BACKGROUND INFORMATION

On September 14, 2014, Governor Brown signed into law three bills collectively referred to as the Sustainable Groundwater Management Act (SGMA). SGMA requires the formation of groundwater sustainability agencies (GSAs) in state-designated medium and high priority basins. The Agency is comprised of one medium priority basin (Upper Ventura River Basin, DWR Basin ID No. 4-003.01). As authorized by SGMA, the GSA-eligible entities – the City of Ventura, the County of Ventura, Casitas Municipal Water District, Meiners Oaks Water District, and Ventura River Water District, have formed a Joint Powers Authority with the intent to work together with local stakeholders to implement the requirements of SGMA.

The Agency was formed for the purpose of developing, adopting, and implementing a Groundwater Sustainability Plan for the Upper Ventura Basin in order to comply with SGMA's requirements and achieve the sustainability goals outlined in SGMA.

The Agency intends to coordinate its activities to involve the public and local stakeholder through outreach and engagement in developing and implementing the GSP.

SCHEDULE

To the extent achievable, the following schedule shall govern the RFP. The Agency reserves the right to modify the dates below.

- Availability of the Request for Proposals and Qualifications: January 31, 2020
- Deadline for Submission of Questions: February 19, 2020

Questions should be submitted to Summer Ward, Agency Administrator at sward@uvrgroundwater.org

- Closing Date for the receipt of proposals: March 4, 2020 by 5:00 pm.

QUALIFICATIONS

1. Firm or individual attorney must have at least 10 years of public law experience representing public agencies, special districts, municipal governments, or joint powers authorities in California.
2. All attorneys performing services must be admitted to practice in the State of California and be members in good standing with the State Bar of California.
3. The attorney with primary responsibility for the services provided to the Agency (“Lead Counsel”), must have at least ten (10) years of experience providing general counsel legal services for local public agencies, special districts, or municipalities.
4. Demonstrated legal expertise in the following practice areas as they relate to public agencies, special districts, municipal governments, and joint powers authorities in California:
 - a. General Counsel - Laws and regulations that pertain to the governance of public entities including, but not limited to, California joint powers authorities, special districts, water districts, irrigation districts and municipalities. The relevant laws and regulations include, but are not limited to, the Ralph M. Brown Act; Public Records Act; Political Reform Act; conflicts of interest laws; general public entity and municipal law; the California Government Code and California Water Code; public agency bylaws and policies; public contracting and procurement processes and operating procedures; and rules of order relative to the conduct of joint powers authorities, special districts, water districts, irrigation districts and municipalities.

The types of services may include some or all of the following:

- Review, draft, and negotiate contracts.

- Advise on Agency legal matters
 - Advise on labor and employment matters
 - Review personnel, fiscal, and other policies
 - Maintain Agency bylaws
 - Attend Agency Board of Director meetings and other meeting as directed by the Board of Directors
 - Advise on government grant and contract issues
 - Advise on responses to subpoenas, court orders, and requests for information from third parties
 - Defend lawsuits, administrative claims, or other legal claims
 - Conduct litigation as necessary
 - Other legal services as deemed necessary by the Agency
 - Sustainable Groundwater Management Act.
 - Public financing and revenue mechanisms, including experience with Propositions 26 and 218. Environmental law, including: California Environmental Quality Act (CEQA); National Environmental Policy Act (NEPA); California and federal Endangered Species Acts; federal Clean Water Act and the California Porter-Cologne Water Quality Act.
 - Governance of public agencies, special districts, municipalities, and joint powers authorities, including amendments and bylaws, and experience interfacing with counsel for joint powers member agencies.
 - Other relevant areas pertaining to special district and public entity law.
- b. Special Counsel – In addition to the General Counsel expertise, it is important for the selected law firm (or teaming partner) to have expertise, including, but not necessarily limited to:
- Groundwater and surface water rights adjudication.
 - State Water Resources Control Board regulatory and water rights matters.
 - Public Trust Doctrine.
 - Endangered Species Act.
5. Lead Counsel shall be available to attend Agency Board meetings as requested, and the attorney must be accessible to provide legal assistance to the Agency on an urgent basis, from time to time.

6. It is permissible for a firm to submit their proposal and qualifications based on the strength of their public agency/general counsel experience, and to team with other law firms to provide the Special Counsel expertise. In this scenario, however, it is expected that the Lead Counsel will have a working knowledge of SGMA and that the qualifications of the firm proposed to provide Special Counsel expertise be a part of the submittal package.

SUBMISSION REQUIREMENTS

Submission Materials and any questions should be sent to Summer Ward, Agency Administrator at sward@uvrgroundwater.org

- **Cover letter** (no longer than 2 pages) - The cover letter should convey a clear understanding of the requirements and objectives, and why the Respondent is qualified to be awarded a contract.
- **Respondent's Qualifications** - Summary of overall qualifications and experience of the Respondent. It is expected that the firm(s) will describe its organization, size, structure, areas of practice, and office locations.
- **Proposed Respondent Team** - The Proposal shall identify the Lead Counsel who will be primarily responsible for providing legal services to the Agency, and other attorneys and staff to be assigned to the Agency's legal matters. Please include the qualifications, training, and certifications of Lead Counsel, and all other attorneys and staff who will perform the services outlined herein. Particular emphasis should be placed on those attorneys likely to be assigned to the representation.
- **Fee Schedule** - This section should identify the billing rates for listed personnel, as well as other costs or expenses that would be charged in conjunction with the work. The Offeror is free to propose alternative billing structures (e.g., monthly flat fee for attending Agency Board of Director meetings and advising on routine matters that do not require extensive research or other legal work) for consideration by the Agency. The Agency reserves the right to negotiate with the Offeror on the billing structure.
- **Conflicts** - This section should identify whether Respondent anticipates it would need to obtain conflict waivers from any existing clients and how Respondent anticipates addressing any potential conflicts with respect to any Member or Stakeholder entity and/or between GSAs.
- **References** - The names, addresses, and telephone numbers of three (3) public agency clients who have contracted with the Respondent for services similar to those described in this RFP within the last five years.

SUBMITTALS

The Proposal should be e-mailed to Summer Ward, Agency Administrator at sward@uvrgroundwater.org.

EVALUATION CRITERIA

The Agency Board of Directors will review the proposals and make recommendations for final approval. The Agency Board of Directors may request an interview meeting and/or responses to written questions with some qualified Offerors prior to final selection. The proposals will be reviewed with the following general criteria:

- Level of experience and competence of the individual proposed as Lead Counsel with respect to the key areas of service identified in the Qualifications.
- Level of experience and competence of the individual/firm proposed as Special Counsel for each of the major issue categories. What is the working relationship between the Lead Counsel's firm and Special Counsel's firm if they are different?
- Proposed approach to the scope of work.
- Offerors experience with similar clients and legal matters.
- Reference recommendations.
- Potential conflict of interest issues with Offeror's other clients.
- Labor rates
- Approach to controlling overall costs for providing the requested services.
- Interviews/responses to written questions (if conducted)

March 4, 2020

VIA E-MAIL ONLY

Upper Ventura River Groundwater Agency
Attn: Summer Ward, Agency Administrator
sward@uvrgroundwater.org

Re: Upper Ventura River Groundwater Agency
Request for Qualifications: Legal Counsel

Dear Ms. Ward:

Thank you for the opportunity to provide a proposal to Upper Ventura River Groundwater Agency to serve as the Agency's legal counsel.

We have enclosed, for the Agency's consideration, Klein DeNatale Goldner's response to the Agency's Request for Proposal and Qualifications.

Klein DeNatale Goldner's representation of groundwater sustainability agencies and water districts in several basins has allowed the firm to become versed in the challenges posed by the Sustainable Groundwater Management Act. Our attorneys' position on public and private boards also makes us sensitive to the need to both identify legal issues and offer feasible policy options.

Implementation of SGMA requires legal expertise. Klein DeNatale Goldner's experience in all legal fields relevant to SGMA and public agencies allows us to offer counsel on these requirements with top-quality attorneys at competitive rates. Klein DeNatale Goldner understands the need to build upon progress that has already been made and give groundwater users a sense of their "new reality" as soon as possible.

Please feel free to contact me at your convenience if you have any questions or if we can provide any further information.

Very truly yours,



Joseph D. Hughes



**UPPER VENTURA RIVER
GROUNDWATER AGENCY**

Proposal for Legal Counsel

Klein · DeNatale · Goldner

ATTORNEYS AT LAW

4550 California Ave., 2nd Floor
Bakersfield, CA 93309
Telephone: 661-395-1000
jhughes@kleinlaw.com

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QUALIFICATIONS AND EXPERIENCE

FIRM DESCRIPTION

Klein, DeNatale, Goldner, Cooper, Rosenlieb & Kimball, LLP (KDG), has provided quality legal services for clients throughout California for more than 60 years. The firm's current representations include clients involved in all facets of water policy, including groundwater sustainability agencies, municipal and industrial suppliers, agricultural suppliers, major farming operations, family farmers, wastewater treatment plant operators, conservation districts, and land developers.

KDG employs 26 attorneys with depth of experience in the legal fields most relevant to groundwater sustainability agencies. KDG's partnership includes attorneys who individually have more than 15-years of experience in Water Law, Public Agency Law, Complex Transactions, Real Estate and Land Use, CEQA, Employment Law, Civil Litigation, and Appellate Practice.

Partners are supported by a team of associates and paralegals who help ensure efficient and cost-effective delegation of tasks. Associates are trained to stay current on issues related to the Public Records Act, Brown Act, and similar rules governing public agencies, so that common problems can be resolved before becoming taxing distractions. The firm's 50+ paralegals, legal secretaries, and support staff are trained to not only support the firm's attorneys, but also to be cordial resources to their counterparts at the firm's public agency clients.

With its main office in Bakersfield, and satellite offices in Fresno and San Diego, KDG is able to offer top quality experience at rates unmatched by firms headlined in larger cities.

APPLICABLE EXPERIENCE

GENERAL PUBLIC AGENCY EXPERIENCE

KDG serves as general counsel to numerous public agencies including: Belridge Water Storage District, Berrenda Mesa Water District, Chowchilla Water District, Dudley Ridge Water District, Golden Hills Community Services District, Rosamond Community Services District, Kings River Conservation District, Kings River Water Association, Kings River Water Quality Coalition, Lost Hills Water District, North of River Sanitary District No. 1, Westside Water Quality Coalition, and West Kern Water District. KDG also serves as special counsel to other public agencies, such as the Kern County Local Agency Formation Commission.

As general counsel, KDG provides a full scope of public agency law services including attending board meetings, preparing contracts, resolutions and ordinances, representing the agency in court, managing outside counsel, and providing counsel on matters of law, policy, and good governance. In addition, KDG provides a wealth of experience on all issues related to water rights and use. KDG has represented public and private clients in matters related to the Sustainable Groundwater Management Act, groundwater adjudications, water entitlements, prescriptive rights, water quality issues, and State Water Resources Control Board petitions.

SGMA EXPERIENCE

KDG's work with GSAs in several basins has given it the opportunity to become adept at the challenges and scope of SGMA. In addition to the agencies listed above, KDG serves as general counsel for West Kern Water District GSA, in the Kern Subbasin, East Kaweah GSA, in the Kaweah Subbasin, Cuyama Basin GSA, in the Cuyama Valley Basin, the Mound Basin GSA, in the Mound Basin, the Chowchilla GSA, in the Chowchilla Subbasin, and provides counsel to several stakeholders that participate in GSAs, including GSAs in the Kings and Tulare subbasins.

KDG coordinated both West Kern and East Kaweah's election to become GSAs. In the case of West Kern, KDG successfully negotiated an agreement with the County of Kern to resolve overlap and governance issues. Kern County's original overlap resolution proposal raised issues related to the division of police powers, basin coordination, water transfers, and treatment of oil and gas interests. The firm's attorneys worked with County Counsel and the County's administrative staff to negotiate terms that would meet the County's governance concerns and not impede West Kern's development of a groundwater sustainability plan. In East Kaweah, KDG helped coordinate the resolution of GSA overlap between numerous public agencies with overlapping political boundaries.

KDG represented East Kaweah GSA and Cuyama Basin GSA from organization of the GSAs through submittal of their Groundwater Sustainability Plans to the Department of Water Resources.

DIRECTOR EXPERIENCE

KDG's experience is not limited to providing procedural advice. KDG partner Joseph Hughes also has years of experience as a member of various public boards.

Joe currently serves on the board of the Kern County Museum Foundation, a public agency, and has previously served on the boards of the Kern County Law Library and Kern County Employees' Retirement Association.

Having served in policy making roles, KDG's attorneys appreciate the need for counsel to both provide legal advice and contribute to the resolution of policy issues. In that capacity, KDG has worked with its current roster of GSAs and water districts to consider how to best approach SGMA's directives. KDG has provided trainings on SGMA and general principles of groundwater law, reviewed and analyzed proposals from academic sources on GSP best practices, and engaged with stakeholders on strategies to use SGMA's tools to build appropriate groundwater management structures.

PROJECT TEAM INFORMATION

JOSEPH D. HUGHES- California Bar Number 169375

Joe was admitted to the California State Bar in 1993 after obtaining his law degree from Santa Clara University School of Law. He holds a Bachelor of Arts degree in both Political Science and Communication Studies from University of California, Santa Barbara. Joe was previously a partner in the firm Kuhs, Parker & Hughes and served as a Deputy County Counsel for Kern County. Joe leads the firm's water and public agency practice group. Joe has spent 25 years representing water agencies in development, management, protection, and transfer of water supplies and water rights. On behalf of his water agency clients, he has worked extensively on matters ranging from the State Water Project to appropriative and riparian water rights to groundwater sustainability. As a member of public boards himself, Joe understands the policy-making and governing challenges faced by public officials. With his team, Joe serves as General Counsel to Belridge Water Storage District, Lost Hills Water District, West Kern Water District, Berrenda Mesa Water District, Dudley Ridge Water District, North of River Sanitary District No. 1, Kings River Water Association, Kings River Conservation District, Dudley Ridge Water District, Chowchilla Water District, Cuyama Basin GSA, East Kaweah GSA, Mound Basin GSA, Golden Hills Community Services District, and Rosamond Community Services District. Joe represents private companies in managing their water resources and serves as special counsel for the Kern County Local Agency Formation Commission. Using the experience and network gained from his representation of public agencies, Joe also represents private entities. He has represented a significant landowner in the Antelope Valley Groundwater Adjudication and serves as water counsel for many farming companies needing this special expertise.

While Joe's practice currently focuses on advising public and private clients in water transactions, he spent over two decades in the litigation arena. Using that experience, he can navigate the litigation process to strategically assert his clients' rights without losing sight of their objectives

Between 2004 and 2012, Joe served by appointment of the Kern County Board of Supervisors as a Trustee of the \$3 billion Kern County Employees' Retirement Association pension fund and served as its Chairman in 2009. Joe currently serves by appointment of the Kern County Board of Supervisors as a Trustee of the Kern County Museum Foundation, which is entrusted with managing the Kern County Museum, and serves as its President. Joe also serves as the President of the Kern County Bar Association, and has served on the board of the Kern County Law Library and Greater Bakersfield Legal Assistance. He maintains a Martindale AV rating, the highest level of distinction.

JAY ROSENLIEB- California Bar Number 109737

Jay L. Rosenlieb graduated from Claremont McKenna College, cum laude, in 1980 and earned a J.D. from Hastings College of the Law, University of California, in 1983. Jay chairs the KDG employment law group, representing management in employment litigation and counseling, with a practice focus on wage-and-hour law, discrimination and harassment, wrongful termination, and workforce downsizing, as well as representation of management under the National Labor Relations Act.

ALEXANDER N. DOMINGUEZ

Alex Dominguez is a law clerk working with KDG's water and public agency group. Alex is a Juris Doctor candidate finishing his third year at University of Mississippi, School of Law, where he was the 1L Senator of the Student Bar Association and currently serves as the Secretary of the Environmental Law Society.

After graduating from high school, Alex began working with local elected officials from each level of government. After interning in the offices of Kern County Supervisor Mike Maggard and former State Senator Andy Vidak, Alex was hired by former Congressman David Valadao to manage his Kern County district office. This allowed Alex to develop an extensive network of contacts ranging from governmental department heads to elected officials to industry leaders.

At the University of Mississippi, Alex has focused on environmental law and administrative law, including overall regulatory compliance. During his 1L summer, Alex worked in the area of Governmental Affairs for The Wonderful Company. Alex worked alongside The Wonderful Company's Water Resources Department where he performed extensive research into the Sustainable Groundwater Management Act, specifically analyzing provisions of various draft groundwater sustainability plans, researching various funding mechanisms, and discussing creative solutions to challenges proposed by SGMA.

While working at KDG, Alex has gained a wide breadth of knowledge, while growing on his past work. He has played a key role in complex process of converting an irrigation district to a California water district to create a better vehicle for landowners to address the effects of SGMA.

PROFESSIONAL REFERENCES

West Kern Water District GSA
Greg Hammett, General Manager
P.O. Box 1105
Taft, California 93628-1105
Phone: 661.763-3151
Email: harry@wkwd.org

East Kaweah GSA
Michael Hagman, General Manager
P.O. Box 908
Lindsay, CA 93247-0908
Phone: (559) 562-2534
E-mail: mhagman@lindmoreid.com

Cuyama Basin GSA
Jim Beck, Executive Director
4900 California Ave, Tower B, 2nd Floor
Bakersfield, CA 93309
Phone: 916-923-1500
E-mail: jbeck@hgcpm.com

POTENTIAL CONFLICTS

KDG has no known current conflicts that may restrict its ability to serve as counsel for the Upper Ventura River Groundwater Agency.

As is common in water law, conflicts in individual projects are possible. KDG has collaborative relationships with many of the state's other public agency and water law specialized firms. In the exceptionally rare circumstance that KDG cannot handle an individual project, the firm will ensure that professional, competent conflict counsel is available.

FEE SCHEDULE AND ADMINISTRATIVE INFORMATION

FEES

Our fees are computed on an hourly basis in accordance with the standard rates assigned to the particular attorneys performing the work:

Senior Attorney 10+ yrs.	Junior Attorney 5-10 yrs.	Associate Attorney 0 to 5yrs.
\$295	\$260	\$230

Travel time is charged at the standard rates above. We do not charge fees for copies, computer usage, legal research time, or similar services.

Our rates are subject to change, and the applicable rates will be those in effect at the time the services are rendered. We will keep accurate records of the time we devote to your work, including conferences (both in person and over the telephone), negotiations, factual investigation, legal research and analysis, document preparation and revision, travel on your behalf, and other related matters.

INSURANCE

Category	Coverage
Comprehensive General Liability	Policy currently in force
Automotive Liability	Policy currently in force
Workers Compensation	Policy currently in force
Errors and Omissions	Policy currently in force

PRIMARY CONTACT

Klein DeNatale Goldner, LLP
Attn: Joseph D. Hughes, Managing Partner
4550 California Ave, 2nd Floor
Bakersfield, CA 93309
Email: jhughes@kleinlaw.com



March 5, 2020

VIA E-MAIL

Ms. Summer Ward
Agency Administrator
Upper Ventura River Basin Groundwater Agency
sward@uvrgroundwater.org

Re: Proposal for Legal Services

Dear Ms. Ward:

Lagerlof, LLP is pleased to submit our proposal for general and special counsel legal services in response to the Agency's request for proposals. We understand that general counsel services relate to the Agency's function under the Sustainable Groundwater Management Act. Special counsel services include advising and potentially representing the Agency in the Channelkeeper groundwater litigation and any SGMA-related litigation. Competent legal counsel is especially necessary because SGMA is relatively new and untested, and because the Groundwater Sustainability Plan will have wide-ranging effects in groundwater management, land use, the environment, and municipal and agricultural water use. We are proposing for both general and special counsel.

We believe we are uniquely suited for this position for the following reasons:

- Our lead counsel, Thomas S. Bunn III, serves as general and special counsel for numerous water districts, cities, joint powers authorities, other public agencies, and private clients. As shown in more detail below, his experience includes all the services listed in the request for proposal under general counsel and special counsel. Tom also has substantial groundwater experience, including SGMA matters.
- Although we are a small firm, we have depth and breadth of experience and expertise. All the members of our team have experience in general counsel services to public agencies, and each brings their own areas of expertise.

- SGMA requires an unprecedented level of stakeholder involvement—much more than the Brown Act opportunity for public comment or the CEQA requirement to consider comments. We provide an unbiased objectivity that is fair to all points of view, and can help build consensus.
- SGMA is based on the principle that groundwater basins are best managed locally, and that one size does not fit all. It is also new. Everyone in the state is going through a learning process, including the Department of Water Resources. In the words of one commentator, we are learning how to build an airplane while we are flying it. This calls for practical and innovative solutions, while at the same time complying with statewide requirements. Our firm is known for these practical and innovative solutions.
- In our experience, there is often a difference in style among attorneys for cities and counties, water districts, and private entities. We are familiar with these differences and how to harmonize them.
- One of our hallmarks is the level of service we provide to our clients. Our firm treats every project with a sense of urgency and regards every client as our only client. Those principles have been engrained through our long history.
- We pride ourselves not only on the quality of our work, but on our level of responsiveness. All communications, whether they are by phone, e-mail or text message, are returned within the same workday. In addition, we are available on a “24-7” basis if an urgent need arises.
- We control costs in several ways. We focus on the needs of the Agency and do not overstaff or overlawyer, and we keep in constant communication with the Agency regarding our approach to each assignment.

We are excited at the opportunity to get in on the ground floor, and to assist the Agency as it creates a plan that will meet the needs of the different interests in the basin and provide a roadmap for years to come.

We apologize for submitting this proposal a day late. An urgent matter came up preventing us from submitting it in a timely manner.

Very truly yours,

Thomas S. Bunn III

LAGERLOF, LLP
BACKGROUND AND QUALIFICATIONS

GENERAL INFORMATION

LAGERLOF, LLP is a full-service law firm located in Pasadena, California. In practice since 1908, the firm has earned a solid reputation for innovation tempered with practicality, for thoroughness tempered with common sense, and for the integrity, commitment and value we bring to every engagement. Our clients see us as trusted advisors, respected for our business counsel as much as for our legal expertise.

The firm's practice is diverse, serving individuals, businesses, municipalities and nonprofits. Our expertise spans corporate law, labor, tax, litigation, estate planning, probate and trust, real estate, construction, bankruptcy, oil and gas, municipal law, and water and natural resources law. We engage in general civil, trial, and appellate practice in all state and federal courts and administrative agencies.

On January 1, 2020, the former firm of Lagerlof, Senecal, Gosney & Kruse, LLP, merged with the Pasadena law firms of Primuth, Driskell and Terzian and Phelps Law Group. The combined firm has 17 lawyers. Currently the firm occupies three offices, but will be moving to a new combined space in Pasadena later in 2020.

THE MUNICIPAL AND WATER LAW PRACTICE

Lagerlof, LLP, has practiced municipal and water law for more than 80 years, and has earned an unparalleled reputation in this area. We have participated in many of southern California's most prominent water rights cases, and continue to serve as general counsel for numerous public agencies and mutual water companies, advising them on day-to-day operations, regulatory compliance, legislative issues and administrative matters.

The firm's diverse experience includes the following:

- Brown Act and Public Records Act compliance
- Political Reform Act and conflict-of-interest matters
- Personnel and employment law matters
- State Water Project contract issues
- Contract preparation and dispute resolution
- Water rights validations, adjudications and transfers

- Land and facilities acquisitions through condemnation proceedings and by negotiated purchase.
- CEQA (California Environmental Quality Act) processing and litigation
- Clean Water Act and NPDES permit issues
- All phases of public financing, including SRF grants and loans, private loans and municipal bond issuances
- Rate setting and Proposition 26 and 218 compliance
- LAFCO (Local Agency Formation Commission) proceedings
- Public works construction
- Software licensing and computer equipment transactions

Over the past 60 years, our firm has assisted scores of private and public water agencies. We have conducted numerous water rights investigations, analyzed historical water development records, and rendered many opinions relating to the confirmation of water rights throughout California. We also have assisted our clients in water-related, environmental, public finance, legislative, rate-setting, contractual, employment and litigated matters.

Our clients include municipal, county and California water districts, special act agencies, irrigation districts, water conservation districts, other public water agencies, joint powers authorities, watermasters, and mutual water companies. We have served as special counsel for the Association of California Water Agencies (ACWA), and currently serve as general counsel to the California Rural Water Association, the California Association of Mutual Water Companies, and the Public Water Agencies Group.

LAGERLOF, LLP
PROPOSED RESPONDENT TEAM

The lead counsel who will be primarily responsible for providing legal services to the Agency will be Thomas S. Bunn III. Mr. Bunn is a partner in the firm, with more than 30 years' experience in water matters, primarily representing public agencies as both general counsel and special counsel. Mr. Bunn is general counsel to the Santa Clarita Valley Groundwater Sustainability Agency. He is also general counsel to the Hemet–San Jacinto Watermaster, which is in an adjudicated basin, but which has responsibilities similar to that of a Groundwater Sustainability Agency. Representing Palmdale Water District, Mr. Bunn advised the Antelope Valley Basin Watermaster in its early formation stages, before it hired its own attorney. Mr. Bunn is also involved in the Groundwater Sustainability Plan process for three other basins, representing public and private clients.

In addition to SGMA, Mr. Bunn has been general counsel to Crescenta Valley Water District for 25 years and co-general counsel to the Santa Clarita Valley Water Agency since its formation in 2018. He represented clients in the adjudications of the Six Basins Area, the Mojave River Basin, and the Antelope Valley Basin, and participates in their ongoing management, as well as that of the Upper Los Angeles River Area, the Chino Basin, and the Rialto-Colton Basin.

Additional members of the team include Andrew D. Turner and James D. Ciampa, both partners in the firm with substantial water and general counsel experience, and Collin Spillman and Elsa Sham, associates. The biographies of the team members follow. The entire firm is available to assist in accordance with their individual expertise.



Thomas S. Bunn III



Thomas Bunn has been an attorney with Lagerlof LLP, for more than 30 years. He practices business law and business litigation, with emphasis on water and water rights, public agencies, real estate, commercial transactions and bankruptcy.

In water matters, Mr. Bunn represents both public agencies and private clients, with special expertise in Proposition 218 and Proposition 26 compliance, groundwater, water rights and water transfers. Currently he is working in a number of groundwater basins with recently formed groundwater sustainability agencies and groundwater sustainability plans under the Sustainable Groundwater Management Act of 2014. He has participated in the negotiation and implementation of groundwater management plans, and represents water producers in litigation, including numerous groundwater basin adjudications, and before the State Water Resources Control Board.

Mr. Bunn is general counsel for the Santa Clarita Valley Water Agency (recently formed through the merger of Newhall County Water District and Castaic Lake Water Agency), Crescenta Valley Water District, and the Hemet San Jacinto Watermaster. He represents Palmdale Water District in connection with the Antelope Valley groundwater adjudication and the formation and operation of its watermaster. He serves as special counsel for the City of Pomona on water issues, including in the Chino Basin Adjudication.

Mr. Bunn serves on the Groundwater Committee of the Association of California Water Agencies. He was involved in negotiations that resulted in the Sustainable Groundwater Management Act of 2014 and related follow up legislation.

Mr. Bunn's real estate practice embraces all types of clients and matters, including real estate purchase and sale transactions, leasing transactions, ground leasing and all types of real estate and construction disputes. He prepares and negotiates commercial agreements, financing, security agreements and contracts of all kinds. He also represents clients in matters of litigation, and has achieved significant victories in the Court of Appeal and the California Supreme Court.

Mr. Bunn is a graduate of Princeton University and the University of Southern California Law School, where he was Order of the Coif and an editor of the Southern California Law Review.



Andrew D. Turner



Andrew Turner, a partner with the firm since 1991, practices municipal, real estate, water, employment and business law, with an emphasis in civil litigation. He is well known for his expertise in advising business owners and operators on day-to-day matters including employment issues, contracts and regulatory compliance.

Andy has extensive experience representing retail urban water purveyors of all types in Southern California, ranging from providing immediate response to the many issues they encounter daily, to handling complex litigation and public works construction matters.

His accomplishments include representation as Amicus Curiae in a major dispute between two public agencies over the cost of relocating underground pipelines, which led the Court of Appeals to a favorable resolution for California water purveyors.

Recognized statewide as an expert in matters involving mutual water companies, Andy has been deeply involved in recent legislation affecting these organizations. He and partner Jim Ciampa have headed up the lobbying effort on a number of bills that could have adversely impacted how mutual water companies operate. They also were instrumental in founding the California Association of Mutual Water Companies, an organization created to bring together the diverse interests of mutual water companies throughout the State, and to advocate and educate on their behalf.

A proud Banana Slug, Andy received his B.A. in Economics from the University of California at Santa Cruz, and his J.D. from the USC Law Center, where he was a member of the Major Tax Planning Journal and the Computer/Law Journal. He is an active leader in Boy Scouts and a member of the California State Bar, and the Pasadena and Los Angeles County Bar Associations.



James D. Ciampa



James Ciampa practices municipal, water, real estate, business, employment and environmental law. Mr. Ciampa currently represents many retail water purveyors and various public agencies throughout Southern California. Through his work with public sector clients, Mr. Ciampa has gained particular expertise in drafting and negotiation of legislation, with the California Environmental Quality Act (CEQA), in municipal finance and in rate setting, including compliance with Propositions 26 and 218. His experience includes providing advice to clients concerning short-term operational issues and long-term planning.

Mr. Ciampa serves as general counsel for Walnut Valley Water District, Santa Rosa Regional Resources Authority, Pico Water District, Puente Basin Water Agency, San Gabriel Valley Municipal Water District, La Puente Valley County Water District, Public Water Agencies Group, Spadra Basin Groundwater Sustainability Agency and numerous mutual water companies, and as assistant general counsel for numerous other public and private water suppliers. He also has been engaged as special counsel in connection with the formation of a joint powers agency in connection with the Los Vaqueros Reservoir Expansion Project in Northern California. He also serves as general counsel to the California Rural Water Association and California Association of Mutual Water Companies. He is general counsel for several real estate development and computer software consulting firms.

Mr. Ciampa also assists clients with various real estate matters, including purchases, sales and exchanges; development, entitlement and financing issues; easement and boundary matters; and representation of homeowners' associations. He also has represented various business entities with respect to formation, financing, operational issues, stock and asset sales, labor and employment matters, litigation and dissolution.

Mr. Ciampa is active in civic affairs, currently serving as a committee chairman and on the Board of Directors of the Pasadena Tournament of Roses Association and on the Board of Directors of the Pasadena Optimist Club. He has served on the Executive Committee of the Southern California Rugby Football Union, and is a founding coach of the Pasadena Pythons Youth Rugby Club. Mr. Ciampa is a member of the Pasadena, Los Angeles County and California Bar Associations, and the Italian American Lawyers Association.



Collin Spillman



Collin Spillman is an associate at Lagerlof, LLP.

Collin joined the firm in 2017. He has a diverse transaction-based business and real estate practice focused on commercial transactions, acquisitions, and leasing. He is especially focused on family-owned and other closely held businesses and has worked with companies in a wide range of industries. He also advises companies in general day-to-day legal matters such as employment, governance and other operational matters. Collin comes from a family of entrepreneurs and uses that experience and his broad educational

background to help businesses solve problems, close deals, and transition from one stage to the next.

Collin graduated from Tulane University with a Bachelor of Science in Management in 2014. He subsequently earned his JD from the University of Southern California Gould School of Law in 2017. Collin lived and studied abroad in Montreal, Canada and Paris, France and is proficient in written and spoken French. He is passionate about traveling and sports, loves food and animals, and enjoys being active and learning new things.

Elsa Sham

Elsa Sham is an associate at Lagerlof, LLP.

Elsa specializes in representing individuals, businesses, and local governments on diverse issues, including business litigation, corporate law, estate planning, water law, and litigation prevention. In addition, Elsa has over ten years of experience representing manufacturers, distributors, and retailers in complex product liability, toxic tort, personal injury, and construction defect matters.

Elsa received a B.A. in Political Science at the University of California, Irvine. She earned her J.D. from Chapman University School of Law, graduating in the top 20% of her class. While in law school, Elsa served as a judicial extern for the Honorable John E. Ryan of the United States Bankruptcy Court and the Honorable James J. DiCesare of the Santa Ana Superior Court. During this time, Elsa was a Dean's Law Scholarship recipient all through law school as well as an Orange County Asian American Bar Association Scholarship recipient. She received the highest grade point average in the Environmental, Land Use and Real Estate Law Emphasis program and four CALI awards. In addition, Elsa was a Contributing Editor for the Nexus Journal of Opinion and Co-President of the Asian Pacific American Law Student Association.

Elsa is admitted to practice law before the United States District Court, Central District of California and all California state courts. She enjoys traveling, sushi and trying new restaurants.

FEE SCHEDULE

Rates	Thomas S. Bunn III	\$400 per hour
	Partners	\$280-\$400 per hour
	Associates	\$200-\$280 per hour
	Legal Assistant.....	\$160 per hour

All hourly rates are charged in minimum increments of 0.10 hours. We charge for travel time.

Alternatively, we propose a monthly fee of \$3,600 for attending Agency Board of Directors meetings and advising on routine matters that do not require extensive research or other legal work. Any additional work would be charged at the above rates.

CONFLICTS

Lagerlof, LLP, does not anticipate any conflict of interest with respect to its general counsel role.

Lagerlof, LLP represents two related parties in the Channelkeeper litigation, St. Joseph Associates of Ojai, Inc., and St. Joseph Health and Retirement Center. Both entities pump groundwater from the Ojai Basin for irrigation. This is a different basin from the Upper Ventura River Basin, but nevertheless there is a potential for conflicting interests, and a conflict waiver would have to be obtained for Lagerlof, LLP, to represent the Agency in the litigation while still representing these two parties.

REFERENCES

Steve Cole, General Manager
Santa Clarita Valley Groundwater Sustainability Agency
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Nemesciano Ochoa, General Manager
Crescenta Valley Water District
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La Crescenta, CA 91214
(818) 236-4114
NOchoa@cvwd.com

Darron Poulsen, General Manager
Victor Valley Wastewater Reclamation Authority
(former Water/Wastewater Operations Manager, city of Pomona)
20111 Shay Road
Victorville, CA 92394
(760) 246-8638 x 110
dpoulsen@vwwra.com

February 19, 2020

Email: sward@uvrgroundwater.org

**Summer Ward
Agency Administrator
Upper Ventura River Groundwater Agency**

**Re: Response to Request for Proposals for Groundwater Sustainability
Agency Legal Services
Due Date: March 4, 2020**

Dear Ms. Ward:

Olivarez Madruga Lemieux O'Neill, LLP ("OMLO") is very pleased to have the opportunity to present a proposal for legal services to Upper Ventura River Groundwater Agency ("Agency") in response to your Request for Proposals for Groundwater Sustainability Agency Legal Services.

For decades our Firm has specialized in providing legal service to water districts and groundwater sustainability districts. We are a local firm with offices located in Ventura County. Our clients have been in the forefront of water conservation in Southern California and we have been involved in some of the oldest and largest conservation projects in the region.

We have helped to form groundwater sustainability agencies in several basins including the Bear Valley, Filmore-Piru, Bedford-Coldwater, San Jacinto, and Indian Wells Valley Basins. Before that, we helped to create or represent Watermasters in the Raymond, San Gabriel and Antelope Valley Basins. For decades we have represented water districts whose primary mission is to provide imported water for groundwater sustainability such as the West Basin Municipal Water District and the Eastern Municipal Water District. We have also had a hand in most of the groundwater adjudications in the region in the past decades. We look forward to directing our experience to serving your Agency.

We thank you for allowing us to be considered as part of this very important selection process. Please know that we would be greatly honored to serve the Agency and welcome the opportunity to discuss our Firm, our proposal, and the value we may bring to the Agency. If you have any questions or need any additional information, please do not hesitate to contact me.

As a principal owner of Olivarez Madruga Lemieux O'Neill, my signature below is empowered to bind the provisions of your RFP and any contract awarded under it. This proposal remains valid for ninety (90) days from March 4, 2020. By submission of this proposal, we hereby certify that we are free from any conflict of interest regarding our employment with the Agency.

Very truly yours,

A handwritten signature in blue ink, appearing to read "S. O'Neill", is positioned below the closing phrase.

Steven O'Neill
Olivarez Madruga Lemieux O'Neill, LLP
4165 E. Thousand Oaks Blvd., Suite 350
Westlake Village, CA 91362
(805) 495-4770
Website: www.omlolaw.com



OLIVAREZ MADRUGA LEMIEUX O'NEILL, LLP

RESPONSE TO UPPER VENTURA RIVER
GROUNDWATER AGENCY'S
REQUEST FOR PROPOSAL FOR
GROUNDWATER SUSTAINABILITY AGENCY LEGAL SERVICES

March 4, 2020



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Respectfully Submitted:
February 19, 2020

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Introduction

The Law Firm of Olivarez Madruga Lemieux O'Neill, LLP ("Firm") was formed as a result of a merger in 2017 between the law offices of Olivarez & Madruga and the law firm of Lemieux & O'Neill. Lemieux & O'Neill and its predecessors had serviced primarily water districts since the 1950s. Olivarez & Madruga was formed in 2012 and primarily serviced cities and school districts.

The Firm is managed by four partners: Rick R. Olivarez, Thomas M. Madruga, W. Keith Lemieux, and Steven P. O'Neill. Mr. O'Neill oversees water issues, Mr. Olivarez and Mr. Lemieux oversee municipal clients, and Mr. Madruga oversees litigation.

Our Firm is a certified minority business enterprise, comprised of 39 highly trained attorneys with practice groups in municipal law, water law, employment law, education law, and litigation. Each practice group is led by a partner and supervised by an owning partner. The Agency would be serviced by the Water Practice Group.

The supervising Partner for the Water Practice Group is Lloyd Pilchen. The owning partner for the Water Practice Group is Steven O'Neill. Other attorneys in the Water Practice Group include Keith Lemieux, Chelsea Scharf, Christine Flier, and Colin O'Neill. Wayne Lemieux and Scott Navé serve as "of counsel" to the Water Practice Group. It is anticipated that each of these attorneys would provide service to the Agency. However, the primary attorneys responsible for service to the Agency would be Mr. O'Neill, Mr. Lemieux and Mr. Pilchen.

The resumes for each of these attorneys is provided as an attachment to this response. As you can see from our resumes, the Firm's lawyers are uniquely qualified to represent the Agency, having served in the capacity of General and Special Counsel to numerous water agencies, joint power authorities and special districts in Southern California for decades.

The Firm has its principal office located in Downtown Los Angeles as well as satellite offices in El Monte, San Bernardino and Westlake Village. Work related to the Upper Ventura River Basin Groundwater Agency would primarily originate from the Westlake Village office. The locations of this office is:

4165 E. Thousand Oaks Boulevard
Suite 350
Westlake Village, CA 91362
Telephone: (805) 495-4770
Facsimile: (805) 495-2787

We understand that public resources are limited. As a firm that specializes in working for public agencies, we have processes in place that enhance efficiencies to ensure we work within the legal budgets of our clients. A key element to that is clear communication both about the work we do, and its costs. For that reason, we provide routine legal budgets for work that is performed on an hourly basis. We provide a monthly accounting of all work performed using Coyote software – including work performed on a flat rate or retainer basis. Because our clients range in size from small water districts with only a few thousand connections all the up to very large districts with

budgets over 200 million dollars, we are very flexible regarding the way that we charge for our services so as to create the right fit for our clients.

Qualifications

OMLO is very well situated to advise the Agency's board on SGMA issues as we have been working to implement SGMA's provisions since its passage. We have formed joint powers authorities designed to act as the groundwater sustainability agencies for the Indian Wells and Bear Valley Basins. We have also been retained to serve as counsel for the Fillmore-Piru GSA, Bedford-Coldwater GSA in Lake Elsinore, and the San Jacinto Basin GSA. Through this process, we have gained insight on how to best work with other government agencies and stakeholder groups to build the consensus necessary to implement the Act.

We have also helped to develop and adopt a Groundwater Sustainability Plan for the Indian Wells Valley Basin, a severely over drafted basin in Kern County. That experience has given us unique insight into the issues that can arise when developing such plans. Our firm has also helped to form and currently represents several joint powers authorities, including the Las Virgenes – Triunfo Joint Powers Authority (organized to operate a recycled water system) among many others.

We have provided more details about specific areas of our competency below.

GENERAL COUNSEL SERVICES

1. Brown Act, Public Record Act Requests & Board Governance

Our Firm specializes in the representation of special districts such as your GSA, and we currently serve as general counsel for numerous municipal water districts, county water districts, groundwater sustainability agencies and irrigation districts in Southern California. Messrs. O'Neill and Lemieux regularly attend the public meetings of these clients and are intimately familiar with all aspects of water districts' operations.

One of the most significant parts of our job as general counsel for water agencies is representing the District at public meetings. We attend dozens of public meetings each month and are very familiar with the issues that arise at such meetings. For example, we are experts in the application of the Brown Act, as well as Robert's Rules of Order, and other procedural considerations that may occur at a public meeting. The Firm is proud of its ability to explain in straightforward terms what is and is not permissible under this often confusing and misunderstood body of law.

More importantly, we are also keenly aware that as general counsel we are part of the "publicly facing" staff. We are always mindful that we are appearing before the public. For some of our smaller clients that lack a dedicated public outreach department, we have offered suggestions regarding public outreach.

Our attorneys frequently speak at and attend seminars and conferences on the Brown Act to ensure we are up to date on any new developments in the law. We are also well-versed in the kinds of conflict of interest rules and other issues that regularly arise when a board takes legal action.

The Firm regularly assists clients in responding to Public Records Act requests, briefing the custodian of records and helping the custodian draft response letters, review documents prior to production, and advising on statutory exclusions. Our attorneys work closely with staff to determine whether information requested is subject to disclosure or falls within one of the designated exceptions.

2. Political Reform Act and Conflict of Interest

The Firm has extensive experience advising public agency clients on compliance with conflict of interest and transparency laws, including the Political Reform Act, Government Code sections 1090 and 1099, the Public Records Act, revolving door restrictions and economic interest reporting. We have developed codes of conduct for most of our clients' boards and staff, establishing clear rules to ensure compliance with all requirements.

We have also successfully litigated conflict of interest matters. One such matter, *City of Vernon v. Central Basin Municipal Water District* (1999) 69 Cal.App.4th 508, resulted in a published opinion that made new law in California. In *Vernon*, the City sought injunctive relief against our client in order to prevent a board member from participating in district's future decisions setting rates for reclaimed water and setting standby assessments for water conservation programs alleging a conflict of interest. The Court held that implied contracts, if any, to deliver water to purveyor were within Government Code exception for "public services generally provided" by a public agency. This became new law to the benefit of all government entities.

Our success in this area has come from developing clear and concise policies, and by adopting a proactive approach of vetting potential conflicts with staff in advance of these issues getting before the board. Training and education of the board and staff is an important part of our job as general counsel. Our offices provide annual ethics training for our elected boards so that they can meet the statutory requirements. (We have also provided training seminars to our various clients on topics as diverse as how to properly handle and process a government claim and groundwater contamination issues.)

3. Litigation

We have extensive litigation experience defending public entities and, particularly, water districts. The topics of such litigation range from construction defect cases, inverse condemnation claims, water rates and fees litigation, and even defending alleged civil rights violations. We have litigated cases involving the California Environmental Quality Act, the Clean Water Act, the Government Claims Act, those provisions of the California Constitution related to water rights, as well as the setting of water, sewer, and other fees and charges (such as Proposition 26 and Proposition 218).

We have represented our clients at both the trial and appellate level and have even appeared at the California Supreme Court defending public water suppliers in a toxic tort lawsuit involving alleged groundwater contamination.

Representative cases include:

- In re Groundwater Cases, Santamaria Group (2007) 144 Cal.App.4th 659: This was a toxic tort lawsuit filed by approximately 2,400 plaintiffs, claiming they had contracted cancer as the result of the delivery of water alleged to have contained

approximately 13 toxic chemicals. Included among these claims were dozens of claims for wrongful death. Each claimant alleged 27 separate causes of action against each of the public entities. The claimed damages were well in excess of \$100 million. As a result of this published opinion, it is now established law throughout the state that public entities may not be liable for the condition of their delivered water unless it can be shown that the delivery was in violation of state regulations.

- *Hartwell Corp. v. Superior Court* (2002) 27 Cal.4th 256: This published opinion also arose from the same toxic tort litigation described above. It stands for the proposition that the California Public Utilities Commission retains exclusive jurisdiction over regulated entities that deliver allegedly contaminated water.
- *N.L. Nielson v. City of California City* (2006) 133 Cal.App.4th 1296: A taxpayer challenged a flat rate parcel tax on the grounds that taxes based on the ownership of property are constitutionally required to be ad valorem taxes. The Court of Appeal held that the California Constitution did not prohibit a tax on the mere ownership of property provided the tax otherwise met the definition of a special tax.
- *In Calabasas Park Estates v. Las Virgenes Municipal Water District*. A homeowners association brought an inverse condemnation lawsuit alleging that a water district water line caused soil movement that damaged four different residences, as well as the common areas and streets. Mr. Lemieux successfully resolved the case through mediation by demonstrating the movement was caused by expanding soil. Not only did the District avoid any payment but, since the homeowners association was a successor-in-interest to the developer by contract, Mr. Lemieux was able to secure payment on behalf of the District for repairs to the District's pipeline.
- *Charles Weber v. Las Virgenes Municipal Water District*: Five landowners asserted liability through inverse condemnation against the District claiming a break in the District's pipeline washed out a road that provided access to their properties. At mediation, Mr. Lemieux was able to successfully demonstrate that the destruction of the road was caused by the developer for one of the property owners. Again, the District not only avoided any payment but instead obtain approximately \$100,000 from the insurance company of the property owners in order to pay for the cost of the District's pipeline.
- *Raleigh v. Law Virgenes Municipal Water District*: Prior to the application of Proposition 218 to water rates, Mr. Lemieux was able to successfully defend the water rates of Las Virgenes Municipal Water District against a challenge that these rates were not related to the cost of providing service. The lawsuit had been brought by a local winery that demanded the District establish special agricultural rates. After a brief trial, Mr. Lemieux obtained a court order upholding the District's rates.
- *Benz v. City of Ridgecrest*: This dispute between the City of Ridgecrest and its franchise trash hauler at the time, Benz Sanitation District, alleged breach of a franchise agreement based on certain modifications to the agreement requested by the city council. After investigation, Mr. Lemieux's defense team determined the waste hauler had been defrauding both the City of Ridgecrest, as well as the County of Kern, as a result of certain unlawful practices. Mr. Lemieux brought this information to the attention of the California Attorney General, who then used the information generated by Mr. Lemieux to file a criminal complaint against the

owner of the company, Paul Benz. Paul Benz subsequently pled guilty to fraud and agreed to pay in restitution more than \$2,000,000 to the County of Kern and approximately \$750,000 to the City of Ridgecrest, and dismissed the civil case.

4. Public Contracting and Procurement Processes

The Firm attorneys have significant experience with the Public Contracts Code, the bidding process, bid disputes, change orders, bonding, and related subjects, such as project labor agreements. OMLO uses its contract templates for simple and complex construction projects, consultants, and independent contractors. These form agreements have been refined over time in response to changes in the law and our experience in litigating claims.

Many of the Firm clients have been involved in large construction projects under our legal supervision. The West Basin Reclaimed Water Projects, the Main San Gabriel Basin Groundwater Remediation Projects and Temecula Valley Treatment Plant are examples. These projects included legal evaluation and support related to the acquisition of encroachment permits and other related legal issues, such as the acquisition of property through eminent domain and negotiation with affected neighboring landowners.

The Firm's attorneys have for many years advised their public agency clients on a wide range of public works bid packages and contract documents. The Firm works closely with public agency staff throughout the process, from preparing notices of invitation, to award, and beyond. The Firm makes itself available to its clients throughout the process to ensure compliance and avoid bid-related disputes. When disputes do arise, the Firm is ready to lend its considerable experience to public bidding issues including disagreements surrounding bid award, rejection, protest, bid security, and subcontractor substitution.

The Firm's attorneys have drafted and reviewed thousands of public contracts, as well as crafted security documents, deeds of trust, leases, and contracts for public works projects, large and small. Additionally, our attorneys have drafted escrow documents and overseen the escrow closing process for a variety of real estate transactions. The Firm has also negotiated franchise and license agreements for solid waste hauling services and wireless telecommunications facilities. The Firm's attorneys can also lend their expertise and experience to prevailing wage law and labor compliance matters that arise when public works projects go out to bid.

OMLO's clients include several agencies who are regular applicants and recipients of state and federal grants. Recently, we have been assisting some of our clients with state revolving fund loans, and grants from the U.S. Army Corps of Engineers.

5. Labor and Employment Matters

The Firm has provided advice and representation in personnel and employment law, management rights, labor negotiations, working conditions, layoffs, reduction in force disputes, administrative and disciplinary matters, terminations, and work-related injuries, including advice and consult regarding compliance with federal and state employment laws.

The Firm has represented its clients in hundreds of disciplinary and termination proceedings and handles sensitive negotiations with recognized employee bargaining groups (unions). The Firm also provides advice, counseling and representation on proper employment practices, including

harassment, hostile work environment, discrimination, wrongful termination and wage and hour law.

The Firm has handled nearly every type of employment litigation matter including wrongful termination, racial discrimination, gender discrimination, age discrimination, sexual harassment, hostile work environment, unfair employment practices, civil rights violations, First Amendment violations, claims related to violations of the Family Leave Act, HIPAA, the Americans With Disabilities Act, and violations of both the federal and state wage and hour claims.

Our attorneys have appeared before all types of public agencies in defense of employment claims, including the Department of Labor, the Equal Employment Opportunity Commission, the Department of Fair Employment and Housing and related tribunals and administrative hearing boards.

6. Joint Powers Authorities

We are well-versed in the operational aspects of managing joint powers authorities, water districts, and municipalities. We currently represent six Joint Powers Authorities (“JPA”): Las Virgenes-Triunfo JPA; Calleguas-Las Virgenes JPA; Indian Wells Valley Groundwater Sustainability Agency; Fillmore Piru Basins Groundwater Sustainability Agency; Bear Valley Groundwater Agency; and the Bedford-Coldwater Groundwater Sustainability Agency. We also represent the West Basin Municipal Water District Financing Corporation, and the Eastern Municipal Water District Financing Corporation. These are non-profit public benefit corporations created to assist in financing certain district projects.

The Firm has experience in drafting JPA agreements, MOU’s, and creating bylaws and administrative codes for its various agencies. On behalf of our clients, we have formed joint powers authorities designed to act as the groundwater sustainability agencies for the Indian Wells and Big Bear Basins. Through this process, we have gained insight as to how to best work with other government agencies and stakeholder groups to build the consensus necessary to implement the Act.

7. Sustainable Groundwater Management Act

Our firm has been involved in implementing the Sustainable Groundwater Management Act. On behalf of our clients, we have formed joint powers authorities designed to act as the groundwater sustainability agencies for the Indian Wells and Big Bear Basins. We have generated bylaws and policies for several GSAs and could readily do the same for the Upper Ventura River Groundwater Agency.

Through this process, we have gained insight as to how to best work with other government agencies and stakeholder groups to build the consensus necessary to implement the Act. We have also helped to develop and adopt a Groundwater Sustainability Plan for the Indian Wells Valley Basin, a severely over drafted basin in Kern County. Although this is a new area of law and these agencies are still in their infancy, we are optimistic that we will guide our clients to a favorable outcome.

8. Rates and Fees

Our firm has provided legal advice on dozens of Proposition 218 rate adjustments. We understand the importance a thorough rate study plays in determining sound and defensible rates. We often work with our clients' rate study consultants to ensure all constitutional requirements are met. We have helped our clients to draft the notification to property owners and provided advice and consultation regarding the conduct at public hearings. In certain cases where public controversy was anticipated, we worked with our boards to obtain outside consultants to provide public outreach and helped staff to prepare for public comment at hearings. We have also defended the water rates adopted by our clients in court. We are proud to say all rate adjustments we have supervised have survived court challenges.

9. Environmental Laws and ESA

Our clients are involved in every aspect of wholesale and retail water service, as well as sewer service. They are regularly involved in the wide variety of development, maintenance, and operational issues presented by providing water and sewer service in Southern California. They are also regularly engaged in water related infrastructure projects. Consequently, we advise on CEQA and NEPA issues on a regular basis. We have successfully litigated CEQA cases challenging the development of water resources, including reservoir construction and wetlands maintenance, and have been leaders in some of the most significant water quality litigation in the state.

The Firm has extensive experience with both federal and state water law regulations. We have litigated federal Clean Water Act issues against the US EPA. We have also participated in a federal "superfund" groundwater cleanup program, acting as the lead liaison counsel for a large group of water producers in the San Gabriel Valley. This was a Clean Water Act case against Aerojet General Corp. on behalf of Valley County Water District. Mr. Lemieux negotiated and drafted the Baldwin Park Operable Unit Project Agreement, which was a three-way agreement between various water companies, polluters of the San Gabriel Valley, and the Environmental Protection Agency. Under the Agreement, the polluters satisfied their requirements to the Environmental Protection Agency by paying for the construction and operation of five water treatment facilities, which cleaned the groundwater of the basin and provided clean water for municipal supply. This Agreement took 18 months to negotiate. The capital portion of the Agreement was more than \$120 million (Valley County's portion of that was approximately \$30 million). In addition, the polluters pledged to pay over \$15 million a year for operations and maintenance of these facilities until the groundwater is completely cleaned. The project has been in successful operation for the past 12 years. Mr. Lemieux is pleased to report that under the Agreement his client has never paid for any portion of the Project (not even the costs associated with the negotiations).

SPECIAL COUNSEL SERVICES

10. Water Rights

We currently represent surface rights holders (Littlerock Creek Irrigation District), groundwater agencies (West Basin Municipal Water District, Upper San Gabriel Valley Municipal Water District, Palm Ranch Irrigation District, San Gabriel County Water District, Valley County Water District, Foothill Municipal Water District), and several agencies at the forefront of recycled water

development (West Basin Municipal Water District, Eastern Municipal Water District and Las Virgenes Municipal Water District). As counsel for five different Metropolitan member agencies and two state water project contractors, the firm has experience with the issues challenging State Project and Colorado River supplies. We have represented the Main San Gabriel Watermaster and Chino Basin Watermaster. We currently represent the Raymond Basin Watermaster and assist the Antelope Valley Watermaster on behalf of our clients. We also represent three groundwater sustainability agencies as general counsel.

We take great pride in having played an active role in most of the significant groundwater adjudications, including the Main San Gabriel, West Basin, Central Basin, Goleta, Santa Maria, and Antelope Valley. Several of OMLO's current clients are groundwater centric agencies: West Basin Municipal Water District, Foothill Municipal Water District, Valley County Water District, San Gabriel County Water District, Palm Ranch Irrigation District, Quartz Hill Water District, North Edwards Water District, and Desert Lake Community Services District. Recent activities include helping draft proposed rules for conjunctive use in the West Basin, analyzing proposed amendments to the Main San Gabriel Basin Judgment, and playing a lead role in negotiating the settlement agreement in a San Gabriel Basin Superfund site. We also have a lead role in the Antelope Valley Groundwater cases and the formation of its watermaster.

11. State Water Resources Control Board and regulatory matters

Many of our clients maintain discharge permits and other permits with the Department of Water Resources and our firm regularly represents their interests before the Regional Board and the State Water Resources Control Board. Several of our agencies are involved in wastewater treatment. One of our clients developed a sophisticated wastewater treatment regimen, which incorporates wastewater discharge to a local creek, and solids composting. Much of our wastewater work involves working with regulators on compliance and permitting issues.

Water transfer and related agreements are a regular part of our practice. We have negotiated such agreements for various water districts. Currently, we are negotiating a water transfer agreement involving the Metropolitan Water District, the Eastern Municipal Water District, the federal government, and the Pechanga Indian Tribe. This involves a complex constellation of local and federal contracts, resolutions and statutes.

Because we represent state water contractors, we are knowledgeable in the unique issues involving the State Water Project. We are also involved in the various lawsuits filed on behalf of or against the State Water Contractors in recent years.

12. Public Trust Doctrine

As one of the few firms that have played a significant role in all of the major groundwater adjudications in Southern California, we have a unique understanding of the valuation and transferability issues that can present in a water rights transaction. Our experience includes negotiating surface water issues in the context of the competing demands proposed by municipal and industrial users in relation to agricultural demands. Recent developments include analyzing the proposed application of the Public Trust Doctrine to municipal supply.

Respondent Team

The primary attorneys responsible for service to the Agency would be Mr. O'Neill, Mr. Lemieux and Mr. Pilchen, with Mr Lemieux designated as lead counsel.



W. Keith Lemieux

Mr. K. Lemieux has 27 years of experience as general counsel for special districts, municipalities and other public agencies all of which involves clients that provide sanitation services or recycled water. Mr. Lemieux currently serves as principal General Counsel to the Las Virgenes Municipal Water District (since 2000); Valley County Water District (since 1997); the Foothill Municipal Water District (since 2009); the San Gabriel County Water District (since 1996); the Indian Wells Valley Groundwater Authority (since 2017); the Las Virgenes-Triunfo Joint Powers Authority; Littlerock Creek Irrigation District (Since 1993); Palm Ranch Irrigation District (Since 1993); and special counsel to Palm Ranch Irrigation District (since 2015). He is also the City Attorney for the City of Ridgecrest; the City of San Gabriel and the City of Adelanto.

Mr. Lemieux serves as General Counsel for several Southern California water agencies, and is also the City Attorney for the City of Ridgecrest and City of San Gabriel. As such, Mr. Lemieux regularly assists his water district clients and municipalities with consulting advice in all aspects of water law including: the California Environmental Quality Act (CEQA); groundwater rights adjudications; groundwater contaminations; reclaimed and recycled water projects; urban water management plans; water distribution related issues; sewer service related issues; and water transfers and wheeling arrangements. Because of this, Mr. Lemieux has gained an expertise in the California Environmental Quality Act, the California Fish and Game codes, the Clean Water Act, the Porter-Cologne Act, the Sustainable Groundwater Management Act, those provisions of the California Constitution related to water rights, as well as the setting of water, sewer, and other fees and charges (such as Proposition 26 and Proposition 218).

Mr. K. Lemieux is also qualified to provide special counsel work on the subject of water rights. He has represented private parties and public water suppliers in two recent groundwater adjudications, including the Santa Maria Groundwater adjudication (*See City of Santa Maria v. Adam* (2012) 211 Cal.App.4th 266) and the Antelope Valley Groundwater Adjudication (currently on appeal). Both cases involve competing claims by various classes of water user to the limited water resources of a groundwater basin. To resolve these disputes, we presented legal analysis regarding the complicated and sometimes arcane system of California groundwater rights. Mr. K. Lemieux also has provided water rights representation in disputes involving the Oxnard Basin and the Indian Wells Valley Groundwater Basin.

Mr. Lemieux is general counsel for:

- Las Virgenes Municipal Water District
- Foothill Municipal Water District
- Valley County Water District
- Big Bear Municipal Water District

- San Gabriel County Water District
- Littlerock Creek Irrigation District
- Palm Ranch Irrigation District
- Indian Wells Valley Groundwater Authority
- Bear Valley Basin Groundwater Sustainability Agency
- Coldwater Groundwater Sustainability Authority
- City of Ridgecrest
- City of San Gabriel

Mr. Lemieux regularly attends several public meetings per week as general counsel and, as a result, is very aware of legal issues that arise during the conduct of such meetings, such as Brown Act issues and parliamentary procedure. In his role as general counsel, Mr. Lemieux regularly assists his clients in responding to Public Records Act requests, regularly advises his clients regarding the ethical obligations of staff and elected officials (conflict of interest, gift of funds, etc.), and routinely assists his clients in responding to government claims.

Litigation Experience

Mr. Lemieux has had extensive litigation experience defending public entities and, particularly, water districts. The topics of such litigation range from construction defect cases, inverse condemnation claims, water rates and fees litigation, and even defending alleged civil rights violations. Mr. Lemieux has litigated cases involving California Environmental Quality Act, the Clean Water Act, the Government Claims Act, those provisions of the California Constitution related to water rights, as well as the setting of water, sewer, and other fees and charges (such as Proposition 26 and Proposition 218).

Mr. Lemieux has represented his clients at both the trial and appellate level, and has even appeared at the California Supreme Court defending public water suppliers in a toxic tort lawsuit involving alleged groundwater contamination.

Mr. Lemieux's positive "track record" can be measured by reference to the variety of successful *published* cases that bear his name:

In re Groundwater Cases, Santamaria Group, (2007) 144 Cal.App.4th 659: Was the largest case in Mr. Lemieux's career. Mr. Lemieux's public entity clients were sued by approximately 2,400 plaintiffs, claiming they had contracted cancer as the result of the delivery of water alleged to have contained approximately 13 toxic chemicals. Included among these claims were dozens of claims for wrongful death. Each claimant alleged 27 separate causes of action against each of the public entities. The claimed damages were well in excess of \$100 million dollars. The large plaintiffs' firms who had brought this case hoped it would be the basis for a new "cottage industry" of litigation to replace the asbestos cases that were winding down at the time.

The public water supplier defendants had, for the most part, delivered water in compliance with the water quality standards applicable at the time of delivery. That meant for many of the contaminants, there was no attempt to test for or treat for the contaminants. The plaintiffs alleged that the public water suppliers had the duty to make sure the water delivered was clean and suitable for public consumption.

This case was designated as a “complex” matter and assigned to a special judge who created a unique procedure to adjudicate this matter. After permitting initial discovery, the court allowed Mr. Lemieux to divide the 27 causes of action into related claims and then to interpose a legal challenge to each of them. Ultimately, the court found that the public water suppliers could not be liable on any claim unless the plaintiffs could demonstrate that the public water supplier violated the water standards in effect *at the time of the alleged wrongdoing*. This meant the public water suppliers could not be liable for an exceedance of a maximum contaminant level unless it could be shown the public water suppliers failed to comply with the direction of (what was then called) the Department of Health Services.

The court then allowed additional discovery to take place to determine whether the public entities were in compliance. After determination, there was no significant acts of non-compliance, the court sustained Mr. Lemieux’s motion to dismiss the case.

Plaintiffs appealed this matter, which resulted in the published opinion described above. As a result of this published opinion, it is now established law throughout the state that public entities may not be liable for the condition of their delivered water unless it can be shown that the delivery was in violation of state regulations. Since this case was published, it has been repeatedly cited in other cases, and used by other water districts as a defense (most recently in the “copper pitting” cases).

Other published opinions include:

Hartwell Corp. v. Superior Court, (2002) 27 Cal.4th 256: This published opinion also arose from the same toxic tort litigation described above. It stands for the proposition that the California Public Utilities Commission retains exclusive jurisdiction over regulated entities that deliver allegedly contaminated water.

N.L. Nielson v. City of California City, (2006) 133.Cal.App.4th 1296: A taxpayer challenged a flat rate parcel tax on the grounds that taxes based on the ownership of property are constitutionally required to be *ad valorem* taxes. The Court of Appeal held that the California Constitution did not prohibit a tax on the mere ownership of property provided the tax otherwise met the definition of a special tax.

Mr. Lemieux has also represented private parties and public water suppliers in two recent groundwater adjudications, including the *Santa Maria Groundwater* adjudication (See *City of Santa Maria v. Adam*, (2013) 211 Cal.App.4th 266) and the *Antelope Valley Groundwater* Adjudication (currently on appeal). Both cases involve competing claims by various classes of water user to the limited water resources of a groundwater basin. To resolve these disputes, Mr. Lemieux was required to present legal analysis regarding the complicated and sometimes arcane system of California groundwater rights.

The *Santa Maria Groundwater* case was resolved successfully on behalf of Mr. Lemieux’s clients after approximately ten years of litigation. However, other parties were unable to successfully resolve their claims and even after nearly 20 years of litigation, that case is still ongoing for those remaining parties. The settlement resulting in a physical solution to manage the basin.

Mr. Lemieux was likewise able to successfully resolve the *Antelope Valley Groundwater* matter on behalf of his clients after approximately 15 years of litigation. That settlement process was only completed after the parties had conducted five separate phases of trial to litigate the basin boundaries, the area of adjudication, the native safe yield, the federal government's special reserve rights, and, finally, the individual pumping rights of each party. Even after a settlement was reached, a final phase of trial was conducted so the settling parties could defend the settlement against a small number of non-settling parties that had not been granted any rights under the settlement. This matter is currently on appeal.

As a result of the *Antelope Valley Groundwater* settlement, a new watermaster was formed. Since that time, Mr. Lemieux has represented the interests of five public agencies at watermaster meetings and has been significantly involved in the ongoing formation of that entity.

Mr. Lemieux has also successfully represented his clients in other numerous cases:

In *Calabasas Park Estates v. Las Virgenes Municipal Water District*, a homeowners association alleged a district water line was causing soil movement that damaged four different residences, as well as the common areas and streets. Mr. Lemieux successfully resolved the case through mediation by demonstrating the movement was caused by expanding soil. Not only did the district avoid any payment but since the homeowners association was a successor-in-interest to the developer by contract, Mr. Lemieux was able to secure payment on behalf of the District for repairs to the district's pipeline.

Likewise, in *Charles Weber v. Las Virgenes Municipal Water District*, five landowners asserted liability against the district claiming a break in the district's pipeline washed out a road that provided access to their properties. However, at mediation, Mr. Lemieux was able to successfully demonstrate that the destruction of the road was caused by the developer for one of the property owners. Again, the district not only avoided any payment but instead obtain approximately \$100,000.00 from the insurance company of the property owners in order to pay for the cost of the district's pipeline.

Prior to the application of Proposition 218 to water rates, Mr. Lemieux was able to successfully defend the water rates of Las Virgenes Municipal Water District against a challenge that these rates were not related to the cost of providing service. The lawsuit had been brought by a local winery that demanded the district establish special agricultural rates. After a brief trial, Mr. Lemieux obtained a court order upholding the district's rates.

On behalf of his city clients, Mr. Lemieux has successfully defended against numerous claims relating to dangerous conditions of public property, civil rights, and public contracting.

Recently, Mr. Lemieux obtained a very favorable result involving a dispute between the City of Ridgecrest and its franchise trash hauler at the time, Benz Agency. Benz brought an action against the city, alleging breach of its franchise agreement based on certain modifications to the agreement requested by the city council. After investigation, Mr. Lemieux's defense team determined the waste hauler had been defrauding both the City of Ridgecrest, as well as the County of Kern, as a result of certain unlawful practices. Mr. Lemieux brought this information to the attention of the California Attorney General, who then used the information generated by Mr. Lemieux to file a

criminal complaint against the owner of the company, Paul Benz. Paul Benz subsequently pled guilty to fraud and agreed to pay in restitution more than \$2,000,000.00 to the County of Kern and approximately \$750,000.00 to the City of Ridgecrest. (The civil case was also dismissed as part of his plea.)



Steven P. O'Neill

Mr. O'Neill serves as General Counsel for Eastern Municipal Water District, West Basin Municipal Water District, Upper San Gabriel Valley Municipal Water District, and San Gabriel County Water District. As such, Mr. O'Neill regularly assists his water district clients and municipalities with consulting advice in all aspects of water law including: the California Environmental Quality Act (CEQA); groundwater rights adjudications; groundwater contamination; reclaimed and recycled water projects; urban water management plans; water distribution related issues; sewer service related issues; and water transfers and wheeling arrangements. He provides expertise in the California Environmental Quality Act, the Clean Water Act, the Porter-Cologne Act, the Sustainable Groundwater Management Act, along with those provisions of the California Constitution related to water rights, as well as the setting of water, sewer, and other fees and charges (such as Proposition 26 and Proposition 218).

Mr. O'Neill has litigated in both federal and state courts and has obtained multimillion-dollar verdicts for his clients. He has litigated significant construction disputes, development agreements, rate structure challenges, and interest rate swap transactions. More details regarding Mr. O'Neill's work for water districts are provided below.



Lloyd Pilchen

Mr. Pilchen currently services as Assistant General Counsel to the West Basin Municipal Water District; the Eastern Municipal Water District; and the Las Virgenes Municipal Water District. He is also the Assistant City Attorney for the City of Ridgecrest.

Additional details regarding each of these attorneys can be found in the resumes attached as Exhibit 1 to this response.

Fee Schedule

We propose to bill for services on an hourly basis. We are prepared to offer our services at a rate of \$200 per hour for the first 25 hours worked in a month. After that, we would bill Agency at a rate of \$250 per hour for partners, and \$225 per hour for associates.

These services would be provided pursuant to a written agreement, and our rates could not be increased thereafter unless it was approved by the Board at a public meeting.

The request for proposal did not include a projection as to the number of hours expected per month. We are prepared to work for Agency on a flat retainer basis if desired by Agency, but we cannot propose a dollar amount for the retainer until the number of hours are known.

Conflicts

We are not aware of any potential conflicts of interest. Our Firm currently serves as special counsel for the City of Ventura on certain litigation matters. We do not expect that this would pose as conflict of interest.

References

Fillmore Piru GSA
P.O. Box 1110
Fillmore, CA 93016
Kris Sofley
(805) 525-4431

Eastern Municipal Water District
P. O. Box 8300
Perris, CA 92572-8300
Paul D. Jones, II, P.E., General Manager
(951) 928-3777

Las Virgenes Municipal Water District
4232 Las Virgenes Road
Calabasas, CA 91302
David W. Pedersen, General Manager
(818) 251-2100

Bear Valley Basin GSA
P.O. Box 2863
Big Bear Lake, CA 92315
Mike Stephenson
(909) 866-5796

Indian Wells Valley GSA
1115 Truxtun Ave, 5th Floor
Bakersfield, CA 93301
Alan Christensen
Chief Deputy CAO for Water Resources
(661) 868-3183

Upper San Gabriel Valley Municipal Water
District
Thomas Love, General Manager
602 E. Huntington Drive, Suite B
Monrovia, CA 91016
(626) 443-2297

West Basin Municipal Water District
Patrick Sheilds, General Manager
140 S. Avalon Blvd., Suite 210
Carson, CA 90746-1296
(310) 217-241117

Delta Conveyance Finance Authority
Brian Thomas, Executive Director
1121 L Street, Suite 1045
Sacramento, CA 95814
(916) 347-0486

Foothill Municipal Water District
Nina Jazmadarian, General Manager
4536 Hampton Road
La Cañada Flintridge, CA 91011
(818) 790-4036

San Gabriel County Water District
Jim Prior, General Manager
8366 Grand Avenue
Rosemead, CA 91770
(626) 287-0341

Valley County Water District
José Martinez, General Manager
4521 E. Ramona Blvd.
Baldwin Park, CA 91706

Elsinore Valley Municipal Water District
31315 Chaney Street
Lake Elsinore, CA 92530

San Gabriel Basin Water Quality Authority
1720 W. Cameron Ave., Suite 100
West Covina Ca, 91790

Fillmore Piru GSA
P.O. Box 1110
Fillmore, CA 93016

Ridgecrest GSA
Indian Wells Valley Groundwater Authority
100 W. California Avenue
Ridgecrest, CA 93555

Las Virgenes – Triunfo Joint Powers Authority
David W. Pedersen, General Manager
4232 Las Virgenes Road
Calabasas, CA 91302
(818) 251-2100

Bear Valley Basin- GSA
40524 Lakeview Drive
Big Bear Lake, CA 92315

Littlerock Creek Irrigation District
James Chaisson, General Manager
35141 87th Street East
Littlerock, CA 93543

Palm Ranch Irrigation District
Peter Tuculet, General Manager
4871 West Columbia Way
Quartz Hills, CA 93536

Quartz Hill Municipal Water District
5034 W. Avenue L
Lancaster, CA 93536

Conclusion

Olivarez Madruga Lemieux O'Neill works to develop a professional team as diverse as our practice and the communities we serve. We are honored to have the opportunity to present our qualifications to the Upper Ventura River Groundwater Agency and would be extremely honored to be given the opportunity to serve you.

Respectfully submitted,

Olivarez Madruga Lemieux O'Neill, LLP



Steven O'Neill
soneill@omlaw.com

Attorney Resumes

Exhibit 1



W. Keith Lemieux

Senior Partner

State Bar Number 161850

klemieux@omlowlaw.com

**Expertise/Specialty: municipal law, water law,
government liability, environmental law**

W. Keith Lemieux is a senior partner with Olivarez Madruga Lemieux O'Neill. His clients include public agencies, cities, water districts, mutual water companies, and small businesses. He is a locally recognized expert on topics such as government liability, water rights, and environmental law. Mr. Lemieux has appeared in all levels of court, including the California Supreme Court and the Court of Federal Claims in Washington D.C.

Mr. Lemieux has had extensive litigation experience defending public entities and, particularly, water districts. The topics of such litigation range from construction defect cases, inverse condemnation claims, water rates and fees litigation, and even defending alleged civil rights violations. Mr. Lemieux has litigated cases involving the California Environmental Quality Act, the Clean Water Act, the Government Claims Act, those provisions of the California Constitution related to water rights, as well as the setting of water, sewer, and other fees and charges (such as Proposition 26 and Proposition 218).

Mr. Lemieux has represented his clients at both the trial and appellate level, and has even appeared at the California Supreme Court defending public water suppliers in a toxic tort lawsuit involving alleged groundwater contamination.

Mr. Lemieux has drafted several sections of the Public Agency Officials' Complete Source Book. He has contributed articles and lectured on the California Tort Claims Act, Proposition 218, and California conflict of interest law. He pioneered litigating the law of water rate setting when he tried one of the first cases to interpret Proposition 218 in the context of water rates. He has also had particular success in representation of cities and police officers in civil rights matters and other disputes.

EDUCATION

- University of Pepperdine Law School, Malibu, CA, J.D., 1992
- University of California, Santa Barbara, CA, B.A., 1989

PUBLISHED OPINIONS

- *In re Groundwater Cases, Santamaria Group*, (2007) 144 Cal.App.4th 659
- *Hartwell Corp. v. Superior Court*, (2002) 27 Cal.4th 256
- *City of Vernon v. Central Basin Municipal Water District, et al.*, (1999) 69 Cal.App.4th 508
- *N.L. Nielson v. City of California City*, (2006) 133 Cal.App.4th 1296

ACTIVITIES

Drafted several sections of the *Public Agency Officials' Complete Source Book*. He has contributed articles and lectured on the California Tort Claims Act, Proposition 218, and California conflict of interest law. Pioneered litigating the law of water rate setting when he tried one of the first cases to interpret Proposition 218 in the context of water rates. He has also had particular success in representation of cities and police officers in civil rights matters and other disputes.

BAR AND COURT ADMISSIONS

- State Bar of California (1992)
- State of California Courts (1992)
- California Court of Appeal (1992)
- California Supreme Court (1992)
- United States District Court, Central (1993), Eastern (1994), Northern (2014)
- United States Court of Federal Claims (1996)
- Ninth Circuit Court of Appeals (1996)



Steven O'Neill

Senior Partner

State Bar Number 143075

soneill@omlowlaw.com

Expertise/Specialty: Water law, environmental law, municipal law

Steven O'Neill is a senior partner with Olivarez, Madruga, Lemieux, O'Neill. He currently serves as General Counsel to the Delta Conveyance Finance Authority; the Fillmore Piru Basin Groundwater Sustainability Agency; the Bedford Coldwater Groundwater Sustainability Agency; the Eastern Municipal Water District Financing Authority; and the West Basin Municipal Water District Financing Authority. He also serves as General Counsel to West Basin Municipal Water District (since 1998), Upper San Gabriel Valley Municipal Water District (since 2011), and Eastern Municipal Water District (since 2012).

Mr. O'Neill has litigated in both federal and state courts, and has obtained multi-million dollar verdicts for his clients. He has litigated significant construction disputes, development agreements, rate structure challenges, and interest rate swap transactions.

EDUCATION

- Loyola Law School, J.D., 1985
- Dartmouth College, B.A., History, 1980

LITIGATION EXPERIENCE

Has litigated on behalf of both private and public entities in a variety of cases. Experienced in environmental litigation, CERCLA, CEQA, toxic torts, endangered species, groundwater adjudication, water rights, and water quality issues.

ACTIVITIES

- University of California Santa Barbara Extension - Lecturer on water law and environmental issues
- Regular presenter at the Association of California Water Agencies (ACWA).
- Speaker to industry coalitions on the Corporate Criminal Liability Act, conflicts of interest, and ethics.

BAR AND COURT ADMISSIONS

- State Bar of California (1989)
- State of California Courts (1989)
- California Court of Appeal (1989)
- California Supreme Court (1989)
- United States District Court, Northern (2014)
- Ninth Circuit Court of Appeals (2007)



Lloyd Pilchen

Partner

State Bar Number 223546

lpilchen@omlowlaw.com

Expertise/Specialty: Municipal law, land use, environmental law, training

Lloyd Pilchen is a Partner with Olivarez Madruga Lemieux O'Neill. His practice includes municipal, land use, and environmental law for both public and private clients. He has represented clients in projects ranging from large-tract subdivisions and multi-family developments to commercial, institutional, and religious uses. He has negotiated and prepared complex agreements with cities and counties, guided clients in landlord-tenant and rent control issues, and litigated land use matters.

For local governments, he has drafted municipal code chapters and ordinances, reviewed and prepared contracts, counseled a flood control agency on regulatory matters involving NPDES permits and the State Water Board, and prosecuted code violations.

Mr. Pilchen specializes in land use issues such as those involving general plans, non-conforming rights, affordable housing and density bonus laws, eminent domain, the California Environmental Quality Act (CEQA), Subdivision Map Act, the federal Religious Land Use and Institutionalized Persons Act (RLUIPA), and state and local legislation of medical marijuana.

As a licensed land surveyor, his expertise includes boundaries, easements, title issues, and A.L.T.A. surveys.

Mr. Pilchen teaches seminars on subdivision law and speaks on real property topics to law schools, public agencies, the California Map Society, and bar associations.

EDUCATION

- University of Southern California, J.D., 2002
- University of Illinois, B.A.

BAR AND COURT ADMISSIONS

- State Bar of California (2002)
- U.S. District Court, Southern District of California



Colin O'Neill

Associate

coneill@omlowlaw.com

State Bar No: 242428

Expertise/Specialty: Municipal law, transactional law, litigation

Colin O'Neill joined the firm as an Associate Attorney in 2013. He provides clients with litigation and transactional services and is admitted to practice in all California Courts and the Central District of the United States District Court of the State of California.

Colin previously worked as a criminal defense attorney and has extensive courtroom experience in both State and Federal Courts. He earned his Bachelor's Degree from Swarthmore College in 1989 and his Juris Doctorate from Loyola Law School in 2005. Prior to becoming an attorney, he worked as a television journalist, garnering numerous national awards for his work, including several Telly Awards.

EDUCATION

- Loyola Law School, J.D., 2005
- Swarthmore College, B.A., 1989

BAR AND COURT ADMISSIONS

- State Bar of California



Chelsea Scharf

Associate

State Bar Number 312215

cscharf@omlowlaw.com

Expertise/Specialty: Municipal law and water law

Chelsea Scharf is an Associate with Olivarez Madruga Lemieux O'Neill, LLP. Her practice focuses on municipal law and water law. She provides a wide range of litigation and transactional services to water districts, cities, and other public entities.

Prior to joining Olivarez Madruga Lemieux O'Neill, Ms. Scharf worked at the California Office of the Attorney General. As a Special Deputy Attorney General with the Office's Land Law Section, she worked on CEQA and other land use litigation matters for state agency clients. Ms. Scharf also worked as an associate attorney for a private law firm in Los Angeles, specializing in consumer protection litigation.

Ms. Scharf received her Juris Doctor with a specialization in Environmental Law from the University of California, Hastings College of the Law. While in law school, she served as the Senior Articles Editor for the Hastings Constitutional Law Quarterly. Furthermore, her note, *California's Groundwater Crisis: A Case for the Regulation of Groundwater Substitution Transfers*, was published in the *UC Hastings West-Northwest Journal of Environmental Law & Policy*.

EDUCATION

- University of California, Hastings College of the Law, J.D., 2016
- University of California, Santa Barbara, B.A., Global and International Studies, 2013

BAR AND COURT ADMISSIONS

- State Bar of California (2016)



Christine Flier

Of Counsel

State Bar Number 291710

cflier@omlowlaw.com

Expertise/Specialty: Municipal law

PROFESSIONAL EXPERIENCE

Christine Flier is Of Counsel to Olivarez Madruga Lemieux O'Neill. Ms. Flier focuses her practice on water law and municipal law. She provides transactional services to water districts, cities, and other public entities.

Prior to joining Olivarez Madruga Lemieux O'Neill, Ms. Flier worked for a private law firm in Los Angeles, specializing in criminal defense and civil litigation. Ms. Flier has significant experience on both sides of the litigation fence, having represented both plaintiffs and defendants in various civil litigation disputes that involved, among other matters, personal injury, labor and employment, business, and general liability. Ms. Flier was responsible for the managing and handling of all aspects of litigation, including preparation and practice involving pleadings, written discovery, depositions, procedural and dispositive motions, settlement conferences, and mediations.

Ms. Flier previously served as a judicial intern to the Honorable Justice Madeleine Flier in the California Court of Appeal, Second District, as a judicial extern to the Honorable Jay C. Gandhi in the United States District Court, Central District of California, and as an extern in the Los Angeles County District Attorney's Office, Hardcore Gang Division.

EDUCATION

- Southwestern Law School, J.D., *cum laude*
- Loyola Marymount University, B.A., *summa cum laude*

BAR AND COURT ADMISSIONS

- State Bar of California
- United States District Court, Central District of California
- United States District Court, Eastern District of California

Todd A. Amspoker
Susan M. Basham
Kristen M. R. Blabey
Shannon D. Boyd
Timothy M. Cary
Tara L. Christian
Melissa J. Fassett
Ian M. Fisher
Arthur R. Gaudi
Cameron Goodman
Emily B. Harrington
Christopher E. Haskell
James H. Hurley, Jr.
Eric P. Hvolbøll
Mark S. Manion
Steven K. McGuire



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Ph (805) 962-0011
Fax (805) 965-3978

Our File Number:

February 14, 2020

VIA E-MAIL ONLY

Board of Directors
Upper Ventura River Groundwater Agency
202 W. El Roblar Drive
Ojai, California 93023
Attention: Ms. Summer Ward, Agency
Administrator
sward@uvrgroundwater.org

Re: General and/or Special Counsel Legal Services

Board of Directors:

We appreciate the opportunity to submit this proposal to serve as General and/or Special Counsel for the Upper Ventura River Groundwater Agency (“the Agency”).

STATEMENT OF QUALIFICATIONS

The firm of Price, Postel & Parma LLP was originally established in 1852. We are a 25-member firm with a long tradition of providing General Counsel services to public entities. We have served as General Counsel to the Montecito Sanitary District, the Montecito Water District, the Carpinteria Valley Water District, the Goleta Valley Water District, the Montecito Fire Protection District, the Carpinteria-Summerland Fire Protection District, and the Housing

Board of Directors
Upper Ventura River Groundwater Agency
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Page 2

Authorities for the City of Santa Barbara and the County of Santa Barbara. We are also General Counsel to the Antelope Valley Watermaster. In addition, the firm also currently represents 17 water and irrigation districts in the Central Valley and the City of Fresno in federal court litigation against the United States venued in Washington D.C.

Price, Postel & Parma LLP regularly advises both public and private clients with respect to public and private financing and water law, as well as land use and regulatory compliance matters, including state and federal ESA issues.

Price, Postel & Parma LLP's counsel to its water district clients has included advice on issues related to compliance with the Brown Act, state water project development and financing, water transfers, dam safety and regulatory compliance.

HOW PRICE, POSTEL & PARMA CAN SERVE THE AGENCY

Our substantial experience serving as General Counsel to several public agencies, including water districts, provides us with the expertise to provide timely, cost effective and quality legal advice to the Agency.

Previously, when the firm has been retained as General Counsel to public agencies, we have conducted a meeting at no charge to the public agency in order to learn about the public agency's various pending legal matters. We would afford the same courtesy to the Agency if chosen to serve as General Counsel.

EXPERTISE IN PRACTICE AREAS

General Public Agency Law

Price, Postel & Parma LLP has substantial experience in general public agency law. Several of our attorneys, including Mark Manion, Chip Wullbrandt and Cameron Goodman provide on-going advice to public agencies in the role of General Counsel. Craig Parton serves as General Counsel to the Antelope Valley Watermaster and has served in that position since its inception.

Public Agency Finance

Price, Postel & Parma LLP has provided advice on the subject of financing and rate setting procedures, expenditure limits, and investment policies for a diverse range of public entities. Any particular bond offering or tax exempt financing would likely involve the retention of special bond counsel.

Real Property Acquisition

The firm's business department has expertise in the purchase and sale of real property, as well as licensing, leasing, easements, insurance and title coverage. Both Mr. Manion and Mr. Goodman have practices that emphasize these areas and have considerable experience representing public agencies in real property matters. In addition, Todd Amspoker has a state-wide practice exclusively devoted to eminent domain and condemnation proceedings where he has represented numerous public agencies and municipalities.

Public Works Projects

The drafting of construction contracts and professional services contracts is an area where both Mr. Manion and Mr. Wullbrandt have substantial experience. The firm also has substantial construction litigation expertise headed up by partner Christopher Haskell.

Water

Both the identification, adjudication, and permitting of water rights transfers and acquisitions, including surface water and groundwater management on both a local and statewide basis have been an expertise of the firm for many decades. Craig Parton and Mr. Wullbrandt have expertise in this area, and Mr. Parton was trial counsel in two of the basin adjudications to go to trial in California (Santa Maria and Seaside). Mr. Parton is lead counsel for three mutual water companies in the Las Posas Valley Basin adjudication, the first case in California to be litigated under the new adjudication rules. In addition, the firm has been involved in implementation and compliance with the recently enacted Sustainable Groundwater Management Act.

Public Agency Employment

The firm provides a variety of clients with on-going employment advice, including hiring, evaluating, disciplining, and discharging employees, as well as the myriad of other employment issues which arise. Melissa Fassett routinely practices in this area both on the consulting side as well as representing clients before administrative agencies as well as at trial.

Land Use

The firm has long been involved in issues of water supply and land use planning in Santa Barbara County. Mr. Wullbrandt and Mr. Manion have particular experience in these issues in representing water districts.

Regulatory Compliance

The firm has regular dealings with the Department of Health Service, the State Water Resources Control Board, and the local Regional Water Quality Control Boards. Mr. Manion, Mr. Wullbrandt and Mr. Goodman routinely advise public agencies with respect to CEQA and NEPA compliance. In addition, state and federal ESA issues and legislative advocacy have been particular areas of expertise of Mr. Wullbrandt.

Liability

Price, Postel & Parma LLP routinely advised our public agency clients with respect to risk management and liability matters and compliance with Government Claims Act procedures. We recognize that with respect to the defense of routine public liability issues, often times those matters are more economically handled by law firms that specialize solely in those types of cases. In such matters, we will assist such firms as necessary in developing the best possible defense for the Agency.

BRIEF BIOGRAPHIES OF TEAM MEMBERS OF THE FIRM

Attached as Exhibit A are biographies of the following individuals who are expected to be part of the representation of the Agency:

CRAIG A. PARTON
MARK S. MANION
C.E. CHIP WULLBRANDT
MELISSA FASSETT
TODD A. AMSPOKER
SUSAN BASHAM
CAMERON GOODMAN

Mark Manion would serve as the general counsel and would be responsible for insuring that the resources of the firm are available to the Agency.

FEE STRUCTURE AND BILLING PROCEDURES

Price, Postel & Parma is pleased to offer our reduced Public Agency General Counsel rate shown on the 2020 fee schedule attached hereto as Exhibit B. The firm bills on a 30-day cycle.

Board of Directors
Upper Ventura River Groundwater Agency
February 14, 2020
Page 5

CONFLICTS

The firm currently represents one party in a matter involving one of the members of the Agency but unrelated to Agency business. An appropriate conflict waiver may need to be obtained.

REFERENCES

1. Housing Authority of the City of Santa Barbara
Rob Fredericks, Director
814 Laguna Street
Santa Barbara, CA 93101
(805) 897-1051
2. Montecito Fire Protection District
Kevin Taylor, Fire Chief
595 San Ysidro Road
Santa Barbara, CA 93108
3. Carpinteria-Summerland Fire Protection District
Greg Fish, Fire Chief
1140 Eugenia Place
Carpinteria, CA 93013

Please let us know if we can provide any other information. We look forward to meeting with the Board of Directors of the Agency and possibly working with you in the future.

Very truly yours,



Craig A. Parton
for PRICE, POSTEL & PARMA LLP

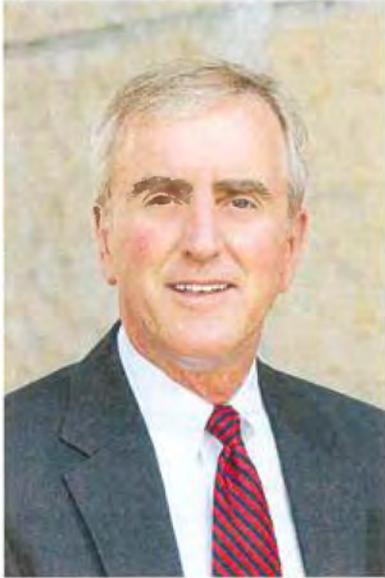
Enclosures

Exhibit A



Craig A. Parton

Partner



CONTACTS

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cap@ppplaw.com

AREAS OF PRACTICE

Civil Litigation

Environmental and Natural Resources Law

Employment Law

Church/Ecclesiastical Law

Wine Law

EXPERIENCE

Mr. Parton's practice involves a variety of complex corporate, business and other litigation matters. He has handled jury trials and appeals in state and federal courts in numerous jurisdictions.

Mr. Parton has handled to verdict or settlement over one hundred environmental contamination and natural resources cases. He served as defense counsel in the often cited federal court case of Wilshire Westwood v. Arco which established the now well known "petroleum exclusion" under CERCLA.

In addition, he completed a nine month jury trial involving the controversial gasoline additive MTBE. This was the first case in the United States to go to trial on the question of whether MTBE is a defective product.

His practice has included cases venued throughout the state of California, including the defense of class action litigation, representation of private college preparatory institutions as well as undergraduate and graduate universities both in an advising capacity and as chief litigation counsel, and representation of corporations and individuals, residential, commercial and agricultural land owners, publicly traded oil and gas companies, municipalities, mutual water companies, landfill owners, and small business owners and partnerships.

Mr. Parton has served as trial counsel in two groundwater basin adjudications that have gone to trial in California. He represented a private landowner in the Santa Maria Groundwater Basin case, and was trial counsel for a public water management district in the Seaside Groundwater Basin adjudication.

After a state-wide search, Mr. Parton was selected in 2017 by the Antelope Valley Watermaster to be its first General Counsel. The Antelope Valley Groundwater Adjudication involved thousands of parties and over 15 years of litigation before being resolved in 2015.

EDUCATION

- California Polytechnic State University (B.A., summa cum laude, 1977)
- The Simon Greenleaf School of Law (M.A., 1984)

- University of California, Hastings College of the Law (J.D., 1987)
- Executive Note & Comment Editor, COMMENT, The Hastings Journal of Communications and Entertainment Law, 1986-1987

ADMISSIONS

- California
- United States District Court, Northern, Central and Eastern Districts of California, Southern District of Nevada
- United States Circuit Court of Appeals for the Ninth Circuit and the Federal Circuit
- United States Court of Federal Claims (Washington, D.C.)
- United States Supreme Court

MEMBERSHIPS

- The State Bar of California
- Santa Barbara County Bar Association (past Chairman of the Litigation Section, 1992-1994)
- Martindale-Hubbell (AV Preeminent)

COMMUNITY INVOLVEMENT

- Community Arts and Music Association (CAMA) - Treasurer and Board of Directors
- Montecito Retirement Association (Casa Dorinda) - Executive Committee and Board of Directors

PUBLISHED OPINIONS

- DeBoni v. Del Norte Water Company (2011)
 - 200 Cal.App.4th 1163
- Baugh v. Garl (2006)
 - 137 Cal.App.4th 737
- Union Oil Company of California v. Terrible Herbst, Inc. (9th Cir. 2003)
 - 331 F.3d 735

OTHER

Mr. Parton is the United States director of the International Academy of Apologetics and Human Rights which is based in Strasbourg, France. He teaches in the areas of theology, law, and human rights for two weeks each summer in Strasbourg at the annual session of this seminar.



PRICE, POSTEL & PARMA LLP

Mark S. Manion
Partner



CONTACTS

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AREAS OF PRACTICE

Municipal Law
Land Use Law
Environmental Law

EXPERIENCE

Mr. Manion represents both private and public agency clients with respect to zoning, planning and land use entitlements, including the California Coastal Act, general plans, local zoning, Subdivision Map Act and affordable housing. He also regularly advises both private and public agency clients on environmental compliance matters involving CEQA, NEPA, federal and state endangered species acts and stormwater and development run-off issues.

In addition, Mr. Manion currently serves as general counsel to the following non-profit and public agencies:

- Carpinteria-Summerland Fire Protection District
- Housing Authority of the City of Santa Barbara
- Housing Authority of the County of Santa Barbara
- Montecito Fire Protection District
- Garden Court, Inc. (nonprofit affordable housing provider)
- Las Cortes, Inc. (nonprofit affordable housing provider)
- Surf Development Company (nonprofit affordable housing provider)

Prior to joining Price, Postel & Parma LLP, Mr. Manion served as a deputy city attorney for the City of Oxnard. Mr. Manion is currently the firm's chair of the Environmental, Water and Land Use Group and the Public Agency and Eminent Domain Group.

EDUCATION

University of California at Los Angeles (B.A., 1991)
Loyola Law School (J.D., 1995)

ADMISSIONS

- California

COMMUNITY INVOLVEMENT

- St. Francis Foundation of Santa Barbara

MEMBERSHIPS

The State Bar of California
(member, Section of Environmental Law)
American Bar Association
State Bar County Bar Association
Tri-Counties Government Attorney's
Association, Past President



PRICE, POSTEL & PARMA LLP

C.E. Chip Wullbrandt

Partner



CONTACTS

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cew@ppplaw.com

AREAS OF PRACTICE

Public Agency
Environmental
Land Use
Water

EXPERIENCE

Mr. Wullbrandt's practice emphasizes environmental, land use, public agency, administrative and water law. He represents government agencies in matters dealing with other government agencies.

He also represents companies, developers, and individuals in matters before regulatory agencies. Such representation involves advising and counseling clients with regard to project outcomes and strategies with regulatory agencies.

EDUCATION

- University of Southern California (B.A., 1984)
- National Merit Scholar; Thematic Option Honor Student Program
- Institute of Politics and Government Outstanding Student Award
- Madrid Program – Internship on Spain's joining EEC
- International Business Internship including working trip to Turkey and Northern Cyprus
- President, Phi Delta Theta Fraternity
- Pepperdine University (J.D., 1988)
- National Merit Scholar
- Moot Court Honor Board
- London Program - Research in EEC Law

ADMISSIONS

- California

MEMBERSHIPS

- The State Bar of California
- Santa Barbara County Bar Association

COMMUNITY INVOLVEMENT

- Santa Barbara County Republican Central Committee, Parliamentarian
- California 19th Agricultural District (Past President)
- Old Spanish Days, Inc. (Past El Presidente)
- Old Spanish Days Stock Horse Show & Rodeo (Member, Executive Committee)

OTHER

- Mr. Wullbrandt has served as a member of the California Biodiversity Council Watershed Working Group, and as a member of the Advisory Council to the Director of the Department of Fish and Game for the Pacific Coastal Salmon Restoration Program.
- He is a Past President of the 19th Agricultural District, which manages the Earl Warren Showgrounds.
- He is active in Old Spanish Days, Inc. (The Fiesta Board), Director [1991-present]; Executive Board; Senior Vice President [1995-96; 2000-2004]; El Presidente 2005. He also serves on the Executive Committee for The Old Spanish Days Stock Horse Show & Rodeo.
- He has served as Chairman of the Carpinteria City Planning Commission, and as a member of the Carpinteria City Architectural Review Board, and on numerous land use advisory committees for the County of Santa Barbara.
- He is on the Advisory Council of the Santa Cruz Island Foundation and was a Director of the Montecito YMCA, serving as Chairman in 2006-2007.
- He was president (2012) of the Santa Ynez High School Football Boosters Club, and served (2010-2013) as a board member of the Los Olivos School Foundation.
- He has advised clients with Habitat Consultation Plans and on other ESA issues including for steelhead, red legged frog, California tiger salamander, desert tortoise, Mojave ground squirrel and other species.
- He represents clients in issues related to SGMA compliance in the Santa Maria, Goleta, Ventura and San Antonio Groundwater Basins.



PRICE, POSTEL & PARMA LLP

Melissa J. Fassett

Partner



CONTACTS

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mjf@ppplaw.com

AREAS OF PRACTICE

Employment & Labor Law

Business Litigation & Bankruptcy (Creditors' Rights)

Trust & Probate Litigation

EXPERIENCE

Ms. Fassett's practice emphasizes litigation including all aspects of labor and employment law, intellectual property, business divorce, and financial institutions, as well as trust and estate litigation. She also represents creditor's rights in bankruptcy proceedings.

Her employment practice includes wrongful termination and discrimination, wage claims, labor practices, disability issues, privacy issues, and appropriate use and protection of intellectual property. Her practice involves litigating these issues in State and Federal Court, as well as in administrative proceedings. Ms. Fassett also counsels public and private employers on preventative personnel practices, drafting and implementation of appropriate personnel policies and procedures, and investigation of claims.

Ms. Fassett represents private companies and public entities, including acting as litigation counsel and coordinating legal affairs, providing employment advice and representation, handling complex tort litigation, and assisting them in the protection of intellectual property and other corporate assets.

EDUCATION

- University of New Mexico (B.A., J.D.)

ADMISSIONS

- California
- New Mexico
- United States District Court for the District of New Mexico
- United States District Court, Northern, Central and Southern Districts of California
- Court of Appeal, 9th and 10th Circuits

MEMBERSHIPS

- The State Bar of California (member, Sections on Business Law and Litigation; Education Committee)
- State Bar of New Mexico
- American Bar Association
- Santa Barbara County Bar Association (Director, Officer and Co-Chair, (1998-Present; President 2009)
- Member of the Conference of Delegates for the Santa Barbara County Bar Assoc., (1998-2010)
- Lobero Theatre Foundation (Director, Officer, and Secretary)
- Wood Glen Hall (Secretary, Director)

COMMUNITY INVOLVEMENT

- Lobero Theatre Foundation
- Wood Glen Hall



PRICE, POSTEL & PARMA LLP

Todd A. Amspoker

Partner



CONTACTS

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AREAS OF PRACTICE

Public Agency
Eminent Domain
Litigation

EXPERIENCE

Mr. Amspoker's practice involves public agency and real estate matters, focusing on eminent domain and real estate litigation, and general litigation.

Mr. Amspoker has represented major public agencies throughout the State of California, and has substantial experience with acquiring properties for virtually all types of public projects, including major mass transit projects, freeway and road projects, water projects, utility projects, school projects and park projects. He has also represented many private property owners in eminent domain proceedings throughout the state. His last two trials for property owners resulted in jury verdicts decisively in his clients' favor, including a very recent trial in the San Joaquin Valley in which he recovered a \$1.96 million jury verdict in the exact amount of the appraisal opinions presented by Mr. Amspoker at trial.

Mr. Amspoker also has a broad practice in general litigation matters, including financial disputes, estate disputes, and real estate litigation including easement and boundary disputes. He also has significant experience with property tax appeals. He also drafts agreements for public agency and private clients, including sales agreements, easement agreements and other types of agreements involving real property.

Mr. Amspoker has conducted a substantial number of jury trials in his legal career. His trial practice has taken him to all areas of the state, including the Bay Area, the San Joaquin Valley, the Central Coast, and Southern California.

Mr. Amspoker has written and spoken extensively with respect to eminent domain and public agency law subjects. He is a member of the International Right of Way Association and in 2001 served as President of the Association's Chapter 47. He is an author of several chapters included in the International Right of Way Association's textbook, Principles of Right of Way (2012 edition).

EDUCATION

- University of California at Irvine (B.A., cum laude, 1980)
- University of California, Hastings College of the Law (J. D., 1983)

ADMISSIONS

- California

MEMBERSHIPS

- The State Bar of California (Litigation and Public Law Sections)
- Santa Barbara County Bar Association
- International Right of Way Association (President, Chapter 47, 2001)

REPORTED CASES

- Sanders v. East Bay Mun. Utility Dist. (1993) 16 Cal. App. 4th 125
- Baugh v. Garl (2006) 137 Cal. App. 4th 737
- Golden Gate Land Holdings v. East Bay Regional Park District (2013)
215 Cal. App. 4th 353



Susan M. Basham

Of Counsel



CONTACTS

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AREAS OF PRACTICE

Land Use and Zoning

Environmental Law

Public Entity Law

Civil Litigation

EXPERIENCE

Ms. Basham's practice focuses on land use, zoning and environmental law related to real estate development. She practices before city and county boards and commissions and handles civil litigation arising from land use and CEQA matters, particularly writ of mandate proceedings. She also provides a broad range of legal services as counsel to public agencies and special districts.

Prior to joining Price, Postel & Parma, Ms. Basham practiced law in Boston, Massachusetts for a decade. Her practice focused primarily on general civil litigation, complex business litigation and land use disputes. In addition, she provided general counsel services to several community hospitals and represented physicians in administrative and peer review proceedings.

Ms. Basham has extensive experience as an elected legislator, having served nine consecutive two-year terms on the Board of Aldermen of the City of Newton, Massachusetts. As chairman of the Board's Land Use Committee from 1988 through 2003, she was responsible for overseeing the Board's review of development proposals consistent with its responsibility as a special permit granting authority under state and local laws.

Ms. Basham completed a twelve-year career in health care management before becoming an attorney, during which she assisted entrepreneurial companies, hospital associations, and physicians in the development of mobile and free-standing diagnostic centers.

Ms. Basham is admitted to practice before the courts of the states of California and Massachusetts

EDUCATION

- University of California at Santa Barbara (B.A.)
- University of Connecticut (M.A.)
- Boston University (M.B.A.)
- Suffolk University Law School (J.D., cum laude)

ADMISSIONS

- California
- Massachusetts
- United States District Court for the District of Massachusetts
- United States District Court for the Central District of California

MEMBERSHIPS

- The State Bar of California
- Santa Barbara County Bar Association

COMMUNITY INVOLVEMENT

- The Land Trust for Santa Barbara County (Trustee, 2008 - 2014)
- Santa Barbara Club Preservation Foundation (Trustee, 2015 - 2017)



PRICE, POSTEL & PARMA LLP

Cameron Goodman

Associate



CONTACTS

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AREAS OF PRACTICE

Business and Real Estate Development

Environmental Law

Land Use

Litigation

Trust & Estate Law

EXPERIENCE

Mr. Goodman's practice involves all aspects of real estate law, government regulatory work, land use, and estate planning. He also has experience in litigation under federal and state environmental and land use laws, such as the Clean Water Act, Endangered Species Act, CEQA and NEPA, as well as advocacy before public agencies. Mr. Goodman brings a thoughtful and critical approach to evaluating his clients' needs, and applies tactical decision-making to achieve optimal results.

EDUCATION

- Occidental College, Los Angeles (B.A. Social Justice and Spanish, cum laude)
- University of California, Los Angeles, School of Law (J. D.)

ADMISSIONS

- California

MEMBERSHIPS

- The State Bar of California (member, Environmental Law Section)
- Santa Barbara County Bar Association
- United States District Court, Central District of California

Exhibit B

PRICE, POSTEL & PARMA LLP
Public Agency – General Counsel
Professional Service Fees
Effective January 1, 2020

PARTNERS

DDR	Douglas D. Rossi	395
CAP	Craig A. Parton	395
CEW	C.E. Chip Wullbrandt	395
CEH	Christopher E. Haskell	395
TEM	Tim E. Metzinger	395
TAA	Todd A. Amspoker	395
MSM	Mark S. Manion	395
MJF	Melissa Fassett	395
IMF	Ian M. Fisher	395
SM	Shereef Moharram	395
KMRB	Kristen M. R. Blabey	395

OF COUNSEL

ARG	Arthur R. Gaudi	395
JHH	James H. Hurley, Jr.	395
DVH	David W. Van Horne	395
PDS	Peter D. Slaughter	395
EPH	Eric P. Hvolbøll	395
KJP	Kenneth J. Pontifex	395
SMB	Susan M. Basham	395
SKM	Steven K. McGuire	395
TMC	Timothy M. Cary	395

ASSOCIATES

CG	Cameron Goodman	395
SDB	Shannon D. Boyd	395
RDZ	Ryan D. Zick	395
EBH	Emily B. Harrington	395
TLC	Tara L. Christian	395

LAND USE PLANNER

CP	Christopher Price	180
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