

THE METROPOLITAN WATER DISTRICT OF SOUTHERN CALIFORNIA

MINUTES

LEGAL AND CLAIMS COMMITTEE

January 13, 2015

Vice Chair Dick called the meeting to order at 8:30 a.m. in Committee Room 2-145 at Metropolitan's Headquarters.

Members present: Chair Quiñonez (entered 8:31 a.m.), Vice Chair Dick, Directors Atwater (entered 8:50 a.m.), Ballin, Camacho, Dear, Griset, Hawkins, McKenney, Murray (entered 8:43 a.m.), Steiner, Tu, and Wunderlich (entered 8:49 a.m.).

Members absent: None.

Other Board members present: Directors Ackerman, Barbre, Beard, Blois, Calkins, Dake, Evans, Hogan, Koretz, Kurtz, Lefevre, Lewinger, Morris, Peterson, Ramos, Record, and Touhey.

Staff present: Scully, Vanderhorst, Breaux, Downing, Dunn, Ghaly, Ivey, Kightlinger, Man, Mares, Miyashiro, Nagai, Patterson, Riss, Schlotterbeck, and Zinke.

1. OPPORTUNITY FOR MEMBERS OF THE PUBLIC TO ADDRESS THE COMMITTEE ON MATTERS WITHIN THE COMMITTEE'S JURISDICTION

No members responded.

Chair Quiñonez entered the meeting at 8:31 a.m.

2. APPROVAL OF THE MINUTES OF THE LEGAL AND CLAIMS COMMITTEE MEETING HELD DECEMBER 9, 2014.

Motion: Carried
Moved: Director Dear Seconded: Director Steiner
Ayes: Chair Quiñonez, Vice Chair Dick, Directors Ballin, Camacho, Dear, Griset, Hawkins, McKenney, Steiner, and Tu
Noes: None
Abstentions: None
Absent: Directors Atwater, Murray, and Wunderlich

The motion passed by a vote of 10 ayes, 0 no, 0 abstain, and 3 absent

3. CONSENT CALENDAR ITEMS – ACTION

None

4. OTHER BOARD ITEMS – ACTION

8-6 Subject: Authorize contracts for special bond counsel services with Nixon Peabody LLP, Stradling Yocca, Carlson & Rauth, P.C., Hawkins Delafield & Wood LLP, and Fulbright & Jaworski LLP, and co-special bond counsel services with Law Offices of Alexis Chiu, Curls Bartling P.C. and Schiff Hardin LLP for the period ending June 28, 2018.

Presented by: Senior Deputy General Counsel Carissa Dunn

Motion: Adopt the CEQA determination that the proposed action is not defined as a project under CEQA, and (a) Authorize the General Counsel to retain the firms listed in the board letter as special bond counsel and co-counsel through June 28, 2018; and (b) determine that special bond counsel fees may be approved by the General Counsel in amounts sufficient to procure special bond counsel and co-special bond counsel services for bond issues and legal advice, as described in the board letter.

Moved: Director Camacho Seconded: Director Ballin

Ayes: Chair Quiñonez, Vice Chair Dick, Directors Ballin, Camacho, Dear, Griset, Hawkins, McKenney, Steiner, and Tu

Noes: None

Abstentions: None

Absent: Directors Atwater, Murray, and Wunderlich

The motion passed by a vote of 10 ayes, 0 no, 0 abstain and 3 absent.

5. BOARD INFORMATION ITEMS

None

Director Murray entered the meeting at 8:43 a.m.

Director Wunderlich entered the meeting at 8:49 a.m.

Director Atwater entered the meeting at 8:50 a.m.

Chair Quiñonez took the Committee items in the following order:

6. COMMITTEE ITEMS

- b. Subject: Report on *Consolidated Delta Smelt Cases*, USDC Case No. 1:09-CV-407 LJO-DLB; and *Consolidated Salmonid Cases*, USDC Case No. 1:09-CV-1053 LJO-DLB

Presented by: General Counsel Marcia Scully

In open session, General Counsel Marcia Scully and Assistant General Manager Roger Patterson gave a report on this item. No action was taken.

- a. Subject: General Counsel's report of monthly activities

Presented by: General Counsel Marcia Scully

General Counsel Marcia Scully announced the retirement of Chief Deputy General Counsel Linus Masouredis, as well as the new appointment of Senior Deputy General Counsel Robert Horton to ACWA's Legal Committee. Ms. Scully also updated the committee on the Navajo Nation litigation and the copper pitting litigation.

4. OTHER BOARD ITEMS – ACTION (CONTINUED)

Item 8-7 amended February 10, 2015 to include Director Camacho voting as “aye.”

- 8-7** Subject: Report on existing litigation; and authorize increase in maximum amount payable under contract for legal services with Quinn Emanuel Urquhart & Sullivan, LLP by \$3,150,000 to an amount not to exceed \$5,500,000, and authorize increase in maximum amount payable under contract for consultant services with Woodcock & Associates, Inc. by \$100,000 to an amount not to exceed \$200,000, both in connection with *San Diego County Water Authority v. Metropolitan Water District of Southern California*, et al., San Francisco County Superior Court Case Nos. CPF-10-510830, CPF-12-512466, and CPF-14-514004.

Presented by: Assistant General Counsel Joseph Vanderhorst

Motion: Adopt the CEQA determination that the proposed action is not defined as a project and is not subject to the provisions of CEQA, authorize an increase in the maximum amount payable under the contract with Quinn Emanuel Urquhart & Sullivan, LLP by \$3,150,000 to an amount not to exceed \$5,500,000, and authorize an increase in the maximum amount payable under the contract with Woodcock & Associates, Inc. by \$100,000 to an amount not to exceed \$200,000.

Directors Hogan, Lewinger, Steiner, and Tu, representing the San Diego County Water Authority, withdrew from the meeting for the report on this item.

In closed session, Assistant General Counsel Joseph Vanderhorst gave a report on this item. In open session, the Committee voted on this item.

Moved: Director Murray Seconded: Director Ballin
Ayes: Chair Quiñonez, Vice Chair Dick, Directors Atwater, Ballin, Camacho,
Dear, Griset, Hawkins, McKenney, Murray, and Wunderlich
Noes: None
Abstentions: Directors Steiner and Tu
Absent: None

The motion passed by a vote of 11 ayes, 0 no, 2 abstain and 0 absent.

7. FOLLOW-UP ITEMS

None

8. FUTURE AGENDA ITEMS

Director Murray requested an item be put on the appropriate committee agenda for an update on strategy and timeline for legal action in the In-Delta and North-of-Delta diverters matter.

Next meeting will be held on February 10, 2015.

Meeting adjourned at 10:26 a.m.

Jesùs Quiñonez
Chair