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11 CORPORATION, ROBERTSON'S READY MIX,
12 LTD., and CALPORTLAND COMPANY

13 **SUPERIOR COURT OF THE STATE OF CALIFORNIA**

14 **COUNTY OF RIVERSIDE - CENTRAL DISTRICT**

15 CITY OF BARSTOW, et al,

16 Plaintiff,

17 vs.

18 CITY OF ADELANTO, et al,,

19 Defendants.

20 AND RELATED CROSS ACTIONS

) Case No. CIV 208568

) **MITSUBISHI CEMENT**
) **CORPORATION AND ROBERTSON'S**
) **READY MIX, LTD.**
) **OPPOSITION/RESPONSE TO**
) **MOJAVE WATERMASTER MOTION**
) **TO ADJUST FREE PRODUCTION**
) **ALLOWANCE FOR WATER YEAR**
) **2025-2026**

) Assigned for All Purposes to:
) Hon. Craig G. Reimer
) Dept: 1

) **Date: August 4, 2025**

) **Time: 1:30 p.m.**

) **Dept: 1**

) **Reservation ID:**

1 MITSUBISHI CEMENT CORPORATION (“Mitsubishi”), and ROBERTSON’S
2 READY MIX, LTD. (“Robertson’s”), by and through their attorneys of record, Fennemore LLP,
3 hereby submit this Opposition/Response to the Watermaster’s Motion to Adjust Free Production
4 Allowance for Water Year 2025-2026 (“Motion”) in the above-captioned matter. These parties
5 reserve the right to supplement this filing in response to further briefing or arguments of other
6 parties, including at the hearing.

7 **II. INTRODUCTION**

8 Mitsubishi and Robertson’s are each stipulating parties to the Judgment and Physical
9 Solution (“Judgment”) and have been for many years. In recent years, they have successfully
10 defended and supported the Judgment as the operative, long-term management regime for the
11 Basin in response to efforts by others to amend or significantly depart from the Judgment. Both
12 parties operate in the Este Subarea.

13 The Court should consider *all* relevant factors as provided in the Judgment in evaluating
14 whether to impose Rampdown upon the Este Subarea for Water Year 2025-2026, and not just
15 mechanically whether the Free Production Allowance (“FPA”) exceeds Production Safe Yield
16 (“PSY”) by 5% or more of Base Annual Production (“BAP”) as the Watermaster proposes.
17 (Watermaster Motion, 5:22-24; Declaration of Robert C. Wagner, P.E. in support of Motion
18 (“Wagner Dec.”), 28:19, 34:11-13.)

19 Relevant factors for the Court’s consideration include:

- 20 • The Watermaster has provided updated PSY estimates over the last two years for
21 each Subarea but acknowledges that further work and data gathering must be done
22 particularly for the Este Subarea. (Wagner Dec., 1:24-28.) Watermaster further
23 indicates that PSY is likely higher in some Subareas than currently reported.
- 24 • The Watermaster Engineer has repeatedly reported that water levels in the Este
25 Subarea have been stable for many years, “suggesting there is very little loss of
26 storage.” (Wagner Dec., 22:15-16.)
- 27 • The Watermaster Engineer has repeatedly reported that verified production remains
28 far below PSY.

- 1 • The Watermaster’s regional groundwater model remains a work in process and is a
2 significant Watermaster tool in evaluating PSY and making Rampdown decisions.
3 The modeling tool does not cover the majority of the geographical Este Subarea,
4 which suggests the Watermaster currently lacks sufficient and complete data to
5 reasonably rely upon that modeling tool. The Watermaster Engineer acknowledges
6 that even the updated model will exclude the Lucerne Valley portion of the Este
7 Subarea. (Wagner Dec., 2:20-22.)
- 8 • At the April Watermaster public hearing, the Watermaster Board voted 6-1 to
9 recommend 0% Rampdown in Este. Then, during a closed session meeting of the
10 Board, a change of direction occurred. Watermaster staff then hurriedly noticed a
11 special meeting workshop on less than 30-days’ notice, in an effort to ratify the
12 closed session decision. At that special meeting, the Board voted 4-2 to impose a 5%
13 Rampdown in Este without explanation or any material discussion. This process is
14 inconsistent with the FPA procedures set forth in the Judgment and Watermaster
15 Rules and Regulations.

16 The Watermaster analysis reflects stable conditions in Este. It’s recommendation for
17 Rampdown in Este appears to be based entirely upon a mechanical formulaic approach
18 comparing FPA to PSY, notwithstanding the Watermaster’s acknowledgment that for Este,
19 “...the basic information [for determining PSY] is either lacking or sparsely available” (Wagner
20 Dec. 1:24-26) and further notwithstanding the Watermaster does not have (nor does it plan to
21 develop) a complete groundwater model for the Este Subarea.

22 In light of these factors and developments, the Court should consider imposing no
23 Rampdown upon the Este Subarea for the 2025-26 Water Year.

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1 **II. ARGUMENT**

2 **A. The Court is Not Bound to Accept the Watermaster's Late Recommendation**
3 **or to Merely Apply Mechanical Equations**

4 The Watermaster's Motion states that "Exhibit H of the Judgment requires Watermaster
5 to recommend a decrease in the FPA for a Subarea when that Subarea's FPA exceeds its
6 estimated Production Safe Yield (PSY) by five percent (5%) or more. Pursuant to Paragraph
7 24(o) of the Judgment, the Watermaster is required to make a recommendation to the Court for
8 adjusting the FPA of each Subarea, if necessary." (Motion, p. 5.) The Court noted in 2022 that
9 in evaluating Watermaster FPA recommendations:

10 The Court's role is not simply to approve or veto the Watermaster's
11 recommendation. To the contrary, the judgment provides that "[t]he Court's
12 review shall be de novo and the Watermaster[']s decision or action shall have no
13 evidentiary weight in such proceeding. (§ 36(d).)"

14 (Court's Order of Sept. 16, 2022, at page 3.)

15 The Court correctly observes that it is not bound by a recommendation of the
16 Watermaster. "Instead, the Court is charged with drawing its own conclusions from the
17 evidence, which may differ from the Watermaster's conclusions." (Court's Order of Sept. 16,
18 2022, at page 3.)

19 In evaluating the Watermaster's recommendation for the Este Subarea, the Court should
20 consider all relevant factors, and not just whether FPA exceeds estimated PSY by 5% or more of
21 BAP. The January 2, 1996 Amended Statement of Decision ("ASOD") provides important
22 context in evaluating what the Court should consider when making potential adjustments to FPA,
23 including:

- 24 • The Court finds that elimination of overdraft may occur at different times in the
25 different Subareas. (ASOD, p. 11, Section B(2).)
- 26 • The regulation of FPA is imposed under the Judgment on an equitable basis. (*Id.* at
27 Section B(4).)
- 28 • The Judgment "provides flexibility to allow the [W]atermaster and the [C]ourt to

1 consider *any and all relevant factors and give them whatever weight is deemed*
2 *appropriate* in the determination of a Free Production Allowance for each [S]ubarea.”
3 (*Id.* at Section B(5), emphasis added.)

4 The factual conditions presented by the Watermaster do not warrant Rampdown in Este.
5 First, as stated in the Motion, the Watermaster Engineer reports “[t]he Este water levels over a
6 long period of time suggest there is very little loss of storage.” (Wagner Dec., 22:14-22:16.)

7 Second, the Annual Report states that 2024-25 Verified Production in Este Subarea
8 remains substantially below current PSY. (Watermaster 31th Annual Report, Appendix B, p.
9 117.) In other words, Verified Production and water level trendlines in Este indicate
10 sustainability may already exist without the need for further Rampdown. No analysis or
11 evidence is presented by the Watermaster projecting a significant increase in Verified Production
12 in Este.

13 Third, in April 2025, the Watermaster Board originally voted 6–1 against recommending
14 any Rampdown in Este, specifically citing the observed stability in groundwater levels as a
15 determinative factor. (Declaration of Derek Hoffman (“Hoffman Dec.”), ¶ 3.)

16 Further, the Watermaster’s most recent regional groundwater model update indicates the
17 Watermaster’s modeling tool for PSY and FPA decision-making does not cover the majority of
18 the Este Subarea. At the June 11, 2025 PSY Workshop the Watermaster released the following
19 figure reflecting its proposed boundary models, which depicts only minimal coverage of the Este
20 Subarea boundary. (Hoffman Dec., ¶ 2.)

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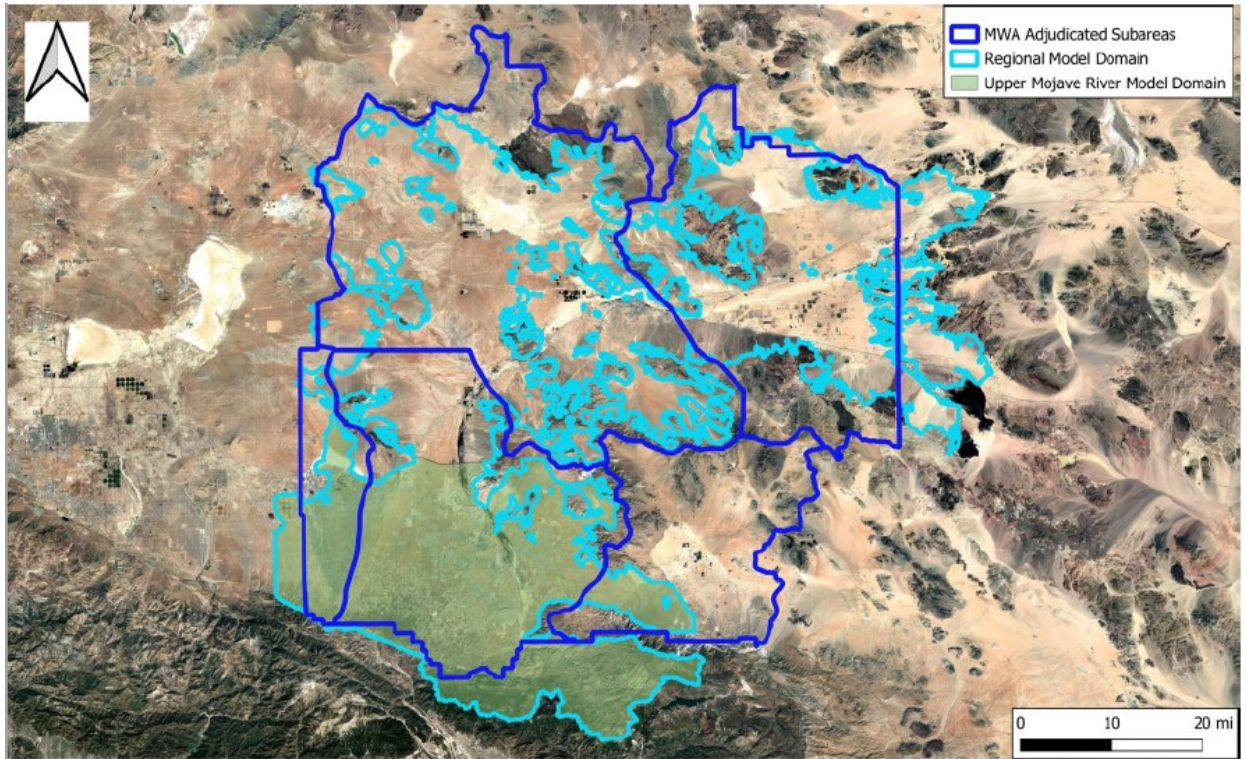
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The evidence presented by the Watermaster demonstrates overdraft is not occurring in the Este Subarea. The Court should acknowledge and adopt the Watermaster’s original recommendation to impose 0% Rampdown in Este.

B. The Watermaster’s Motion and Recommendation for Este Stemmed from a Closed Session Decision that Does Not Comport with the Judgement and Watermaster Rules Transparency and Procedural Requirements

The Watermaster’s lengthy Motion and attachments fails to describe the disjointed and opaque process it undertook this year to ultimately reach its FPA Recommendation for the Este Subarea.

In April 2025, the Watermaster Board voted 6–1 against imposing any Rampdown in Este, specifically citing the observed stability in groundwater levels as the determinative factor. That vote occurred in a publicly noticed hearing where parties had the opportunity to present evidence and comment. Counsel for Mitsubishi and Robertson’s appeared and spoke at that hearing. (Hoffman Dec., ¶ 3.)

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1 However, on May 28 2025, following a Watermaster Board 2-minute closed session
2 meeting that did not agendize or notify consideration of a potential change in FPA decision-
3 making, the Board reversed its position and voted to approve a 5% Rampdown in Este. No clear
4 explanation was provided for this reversal, and parties were deprived of any opportunity to
5 respond or provide public comment on this change. This was a violation of the Judgment's
6 requirements to comply with the Brown Act. (Judgment § 24.v.)

7 At the June 11, 2025, Watermaster PSY workshop, no mention occurred of the
8 Watermaster's Este Rampdown recommendation. (Hoffman Dec., ¶ 5.)

9 In early July, a special meeting was set for July 10, 2025 (far less than 30 days' notice) to
10 ratify the abrupt change. At that meeting, counsel for Mitsubishi and Robertson's again
11 appeared and made comments. There was no discussion among the Board members at that
12 meeting, and no responses to the comments that were provided by counsel for Mitsubishi and
13 Robertson's. The Watermaster's Rampdown recommendation for Este in the Motion conforms
14 to the Watermaster Closed session decision. (Hoffman Declaration ¶ 6). This sequence of
15 events contradicts the Watermaster's specific requirements for the FPA recommendation process
16 as set forth in the Watermaster Rules and Regulations § 15(A)-(C).

17 Parties should not have to monitor the Watermaster's website daily to understand what
18 actions the Watermaster is taking, especially if the Watermaster changes course on an item as
19 important as the annual FPA recommendation. Additionally, parties cannot meaningfully engage
20 in a process that disregards previously noticed open and public decisions and reverses course
21 behind closed doors in closed session.

22 Mitsubishi and Robertson's respectfully request that the Court direct the Watermaster to
23 abide by the Judgment and the Watermaster's Rules and Regulations when conducting next
24 year's FPA Recommendation hearings, and specifically that all decisions made by the
25 Watermaster relating to its FPA recommendations be made in open session.

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1 **II. CONCLUSION**

2 Mitsubishi and Robertson’s respectfully request the Court order 0% Rampdown in Este,
3 consistent with the Watermaster’s recommendation for all other Subareas and consistent with the
4 Watermaster Board’s initial recommendation made at the April 2025 FPA public hearing.
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6 Dated: July 22, 2025

FENNEMORE LLP

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9 By: _____



Derek R. Hoffman

Attorneys for MITSUBISHI CEMENT
CORPORATION, ROBERTSON’S READY
MIX, LTD., and CALPORTLAND
COMPANY

DECLARATION OF DEREK R. HOFFMAN

I, DEREK R. HOFFMAN, hereby declare:

1. I am an attorney at law duly admitted to practice before all the courts of the State of California, a Director at Fennemore, counsel of record herein for Mitsubishi Cement Corporation (“Mitsubishi”), Robertson’s Ready Mix, Ltd. (“Robertson’s”) and CalPortland Company. I give this declaration on behalf of Mitsubishi and Robertson’s, both of which are stipulating parties that operate within the Este Subarea.

2. At the June 11, 2025 PSY Workshop the Watermaster released the following figure reflecting its proposed boundary models, which depicts only minimal coverage of the Este Subarea boundary. Attached is a true and correct excerpt of the Watermasters slideshow it presented at the June 11, 2025 PSY workshop. See **Exhibit 1**. This is available on the Watermaster’s website at:

https://mojavewater.granicus.com/player/clip/1445?view_id=2&meta_id=119271&redirect=true

3. In April 2025, the Watermaster Board voted 6–1 against imposing any Rampdown in Este, specifically citing the observed stability in groundwater levels as the determinative factor. That vote occurred in a publicly noticed hearing where parties had the opportunity to present evidence and comment. Counsel for Mitsubishi and Robertson’s appeared and spoke at that hearing.

4. On May 28 2025, following a Watermaster Board 2-minute closed session meeting that did not agendize or notify consideration of a potential change in FPA decision-making, the Board reversed its position and voted to approve a 5% Rampdown in Este. No clear explanation was provided for this reversal, and parties were deprived of any opportunity to respond or provide public comment on this change.

5. At the June 11, 2025, Watermaster PSY workshop, no mention occurred of the Watermaster’s Este Rampdown recommendation.

6. In early July, a special meeting was set for July 10, 2025 (far less than 30 days’ notice) to ratify the abrupt change. At that meeting, counsel for Mitsubishi and Robertson’s again appeared and made comments. There was no discussion among the Board members at that

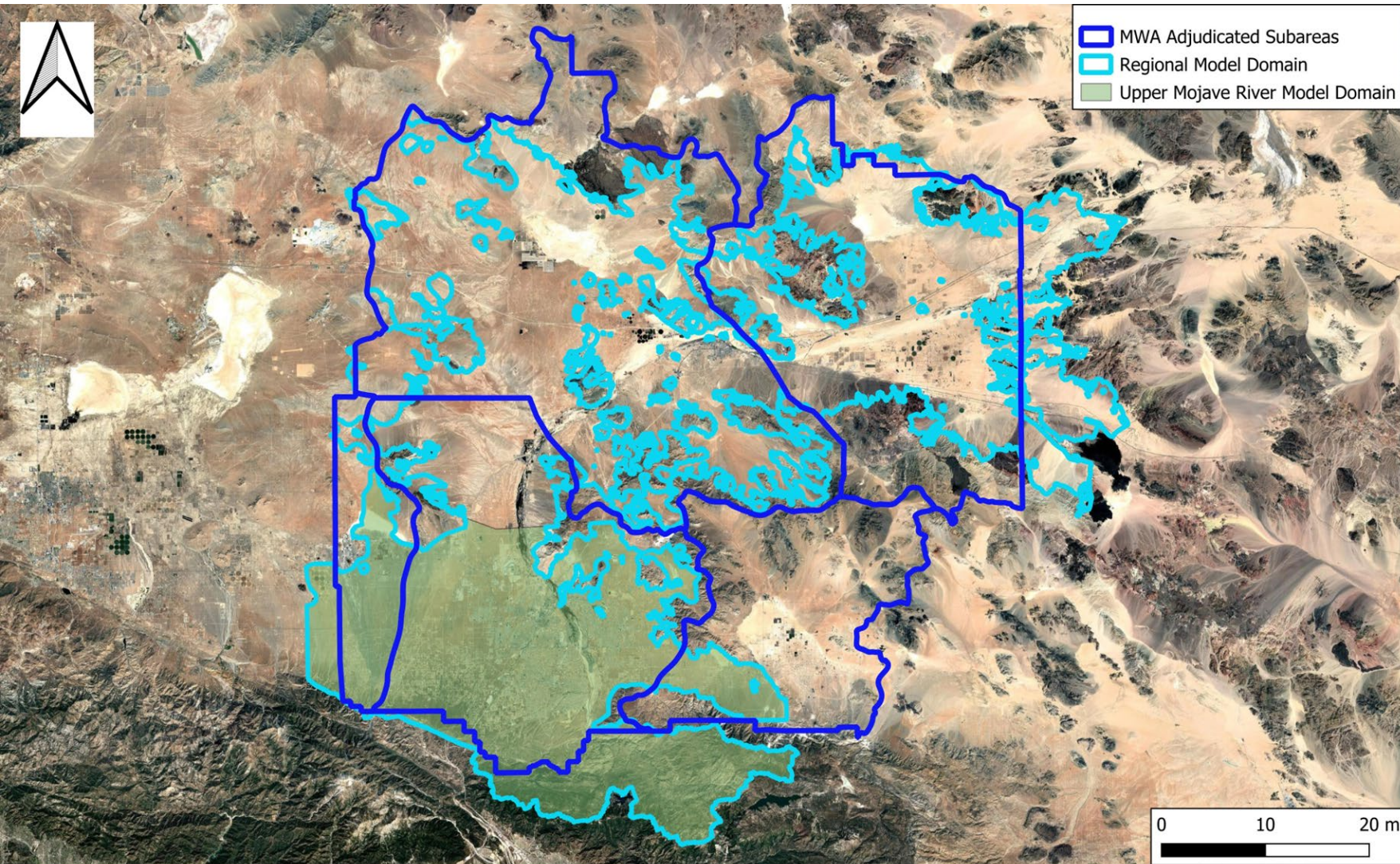
1 meeting, and no responses to the comments that were provided by counsel for Mitsubishi and
2 Robertson's. The Watermaster's Rampdown recommendation for Este in the Motion conforms
3 to the Watermaster Closed session decision.

4 I declare under penalty of perjury that the foregoing is true and correct. This declaration
5 was executed on July 22, 2025, in San Bernardino, California.

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Derek R. Hoffman

EXHIBIT 1

Model: Spatial and Temporal Extent



- 500ft x 500ft Cells
- WY 1951 – 2022
- 6 Layers

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PROOF OF SERVICE

STATE OF CALIFORNIA, COUNTY OF SAN BERNARDINO

Re: City of Barstow v. City of Adelanto, et al.;
Riverside Superior Court Case No.: CIV 208568

I am employed in the County of Fresno, State of California. I am over the age of 18 years and not a party to the within action; my business address is: 8080 North Palm Ave. Third Floor, Fresno, CA 93711. On July 22, 2025, I served copies of the within documents described as MITSUBISHI CEMENT CORPORATION AND ROBERTSON'S READY MIX, LTD. **OPPOSITION/RESPONSE TO MOJAVE WATERMASTER MOTION TO ADJUST FREE PRODUCTION ALLOWANCE FOR WATER YEAR 2025-2026** on the interested parties in this action in a sealed envelope addressed as follows:

See attached Service List

☒ **BY MAIL** - I am "readily familiar" with the firm's practice of collecting and processing correspondence for mailing. Under that practice, it would be deposited with the United States Postal Service on the same day in the ordinary course of business, with postage thereon fully prepaid at San Bernardino, California. I am aware that on motion of the party served, service is presumed invalid if postal cancellation date or postage meter date is more than one day after date of deposit for mailing in affidavit.

☐ **BY PERSONAL SERVICE** - I caused such envelope to be delivered by hand to the offices of the addressee pursuant to C.C.P. § 1011.

☐ **BY EXPRESS MAIL/OVERNIGHT DELIVERY** - I caused such envelope to be delivered by hand to the office of the addressee via overnight delivery pursuant to C.C.P. § 1013(c), with delivery fees fully prepaid or provided for.

☐ **BY FACSIMILE** - I caused such document to be delivered to the office of the addressee via facsimile machine pursuant to C.C.P. § 1013(e). Said document was transmitted to the facsimile number of the office of the addressee from the office of Gresham Savage Nolan & Tilden, in San Bernardino, California, on the date set forth above. The facsimile machine I used complied with California Rules of Court, Rule 2003(3) and no error was reported by the machine. Pursuant to California Rules of Court, Rule 2009(i), I caused the machine to print a record of the transmittal, a copy of which is attached to this declaration.

☒ **BY ELECTRONIC/EMAIL** - Pursuant to the party's express consent to receive electronic service, I caused such document to be delivered to the office of the addressee via electronic e-mail pursuant to C.C.P. §1010.6(a)(2)(A)(ii). Said document was transmitted to the email address of that office which is listed on the attached Service List. Said document was served electronically and the transmission was reported as complete and without error.

FEDERAL - I am employed in the office of a member of the bar of this court at whose direction the service was made.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed on July 22, 2025, at Fresno, California.



KELLY RIDENOUR

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SERVICE LIST

Re: City of Barstow v. City of Adelanto, et al.;
Riverside Superior Court Case No.: CIV 208568

William J. Brunick, Esq. Leland P. McElhaney, Esq. Brunick, McElhaney & Kennedy PLC 1839 Commercenter West P.O. Box 13130 San Bernardino, CA 92423-3130 Email: bbrunick@bmblawoffice.com	Attorneys for Defendant/Cross- Complainant, MOJAVE WATER AGENCY
Mojave Basin Area Watermaster c/o Valerie L. Wiegenstein, Watermaster Services Manager 13846 Conference Center Drive Apple Valley, CA 92307-4377 Email: vwiegenstein@mojavewater.org watermaster@mojavewater.org	MOJAVE BASIN AREA WATERMASTER

PROOF OF SERVICE

**STATE OF CALIFORNIA }
COUNTY OF SAN BERNARDINO}**

I am employed in the County of the San Bernardino, State of California. I am over the age of 18 and not a party to the within action; my business address is 13846 Conference Center Drive, Apple Valley, California 92307.

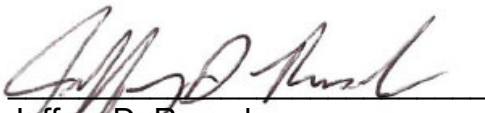
On July 23, 2025, the document(s) described below were served pursuant to the Mojave Basin Area Watermaster's Rules and Regulations paragraph 8.B.2 which provides for service by electronic mail upon election by the Party or paragraph 10.D, which provides that Watermaster shall mail a postcard describing each document being served, to each Party or its designee according to the official service list, a copy of which is attached hereto, and which shall be maintained by the Mojave Basin Area Watermaster pursuant to Paragraph 37 of the Judgment. Served documents will be posted to and maintained on the Mojave Water Agency's internet website for printing and/or download by Parties wishing to do so.

Document(s) filed with the court and served herein are described as follows:

MITSUBISHI CEMENT CORPORATION AND ROBERTSON'S READY MIX, LTD. OPPOSITION/RESPONSE TO MOJAVE WATERMASTER MOTION TO ADJUST FREE PRODUCTION ALLOWANCE FOR WATER YEAR 2025-2026

 X (STATE) I declare under penalty of perjury under the laws of the State of California that the above is true and correct.

Executed on July 23, 2025 at Apple Valley, California.



Jeffrey D. Ruesch

Mojave Basin Area Watermaster Service List as of July 23, 2025

Attn: Roberto Munoz
35250 Yermo, LLC
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Attn: Chun Soo and Wha Ja Ahn
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Attn: Matthew Patterson
Apple Valley Heights County Water District
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Apple Valley, CA 92308-0938

Attn: Parks and Recreation Town of Apple Valley
Apple Valley Unified School District
14955 Dale Evans Parkway
Apple Valley, CA 92307-3061

Attn: Emely and Joe Saltmeris
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Mojave Basin Area Watermaster Service List as of July 23, 2025

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Carrollton, TX 75007-2033

Attn: Remo E. Bastianon
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Apple Valley, CA 92308-9151

Attn: Chuck Bell (Chuckb193@outlook.com;
Chuckb193@outlook.com)
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Attn: Marvin Brommer
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Attn: Noah Furie
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Attn: Kirstie Wright
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CalPortland Company - Agriculture (via
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Attn: Paul Johnson
Brown Family Trust Dated August 11, 1999
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Helendale, CA 92342-9789

Attn: Ian Bryant (irim@aol.com)
Bryant Family Trust dated May 9, 2007 (via
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Mojave Basin Area Watermaster Service List as of July 23, 2025

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Attn: Danielle Stewart
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CDFW - Camp Cady (via email)
4775 Bird Farm Road
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Attn: San Bernardino Co Regional Parks
CDFW - Mojave Narrows Regional Park
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San Bernardino, CA 92408-3241

Attn: Paco Cabral
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CDFW - Mojave River Fish Hatchery (via
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Attn: Nancy Ryman
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Contratto, Ersula
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Gabrych Family Trust dated Octobner 9, 2007
2006 Old Highway 395
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Mojave Basin Area Watermaster Service List as of July 23, 2025

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Mojave Basin Area Watermaster Service List as of July 23, 2025

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