

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

**FAZZINO INVESTMENTS, LP**  
**for itself and all others similarly situated,**

**PLAINTIFFS**

**V.**

**BRAZOS VALLEY GROUNDWATER  
CONSERVATION DISTRICT,**

**DEFENDANT**

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**CASE NO. 6:25-CV-0001-ADA-DTG**

**PLAINTIFF’S [OPPOSED] MOTION TO  
APPOINT INTERIM CO-LEAD CLASS COUNSEL**

**TO THE HONORABLE UNITED STATES DISTRICT COURT:**

Pursuant to FED. R. CIV. P. 23(g)(3), Plaintiff Fazzino Investments, LP, for itself and on behalf of all others similarly situated, respectfully moves Court to appoint Marvin W. Jones and C. Brantley Jones of Sprouse Shrader Smith, PLLC, and Richard L. Coffman of The Coffman Law Firm, as Interim Co-Lead Class Counsel (collectively, “Proposed Leadership Counsel”).

Proposed Leadership Counsel intend to “fulfill their obligations as advocates in a manner that will foster and sustain good working relations among all counsel and with the court.” *See* MANUAL FOR COMPLEX LITIGATION (“MANUAL”) § 10.21 (4th ed. 2004). Proposed Leadership Counsel are attorneys who are prepared to work efficiently, cooperatively, and professionally with Defendant’s counsel. *See* Bolch Judicial Institute, Duke Law School, *Guidelines and Best Practices for Large and Mass-Tort MDLs* at 37 (2d ed. 2018) (“Duke Guidelines”), available at <https://scholarship.law.duke.edu/cgi/viewcontent.cgi?article=1004&context=bolch> (it is a best practice to appoint attorneys who will “responsibly and fairly represent all plaintiffs, keeping in

mind the benefits of diversity of experience, skills, and backgrounds.”) (citing MANUAL § 10.22). Proposed Leadership Counsel are eminently qualified to lead this action. Plaintiff, therefore, requests that they be appointed Interim Co-Lead Class Counsel.

### **INTRODUCTION**

This is a takings class action seeking injunctive relief.

The production of groundwater in the Brazos Valley Groundwater Conservation District (“BVGCD” or the “District”) is governed by well spacing requirements (Rule 6.1) and production limits (Rule 7.1).

Prior to September 14, 2023, Rule 6.1(b)(2) required all new water wells drilled in the District to be surrounded by only one (1) foot of land per one gallon per minute (“GPM”) of average annual production rate or capacity. But on September 14, 2023, Rule 6.1(b)(2) was amended to require all new wells drilled in the District to be surrounded by two (2) feet of land per one GPM of average annual production rate or capacity.

To the point, New Rule 6.1(b) reduces the amount of groundwater Plaintiff and Class members may produce from a post September 14, 2023, well by 75%. Stated another way, BVGCD wrongfully devalued Plaintiff’s and Class members’ groundwater rights to 25% of what they were before the District arbitrarily and unlawfully changed Rule 6.1(b). Considering that the typical water well costs over \$1 million to drill, the practical effect of BVGCD’s rule change is to make prospective wells that were once economically feasible to drill under Old Rule 6.1(b) no longer economically feasible to drill under New Rule 6.1(b). BVGCD’s unlawful Rule 6.1 change prevents Plaintiff and Class members from exercising their groundwater property rights—which constitutes an unconstitutional taking without compensation.

Adding insult to injury, landowners with pre-September 14, 2023, wells near Plaintiff’s

and Class members' properties without wells are producing groundwater at rates up to four (4) times the rates allowed to Plaintiff and Class members under BVGCD's New Rules. Because of the fugacious nature of groundwater, Plaintiff's and Class members' ability to offset drainage and prevent confiscation of water by their producing neighbors has been reduced or eliminated altogether, resulting in a *per se* taking of Plaintiff's and Class members' property.

As such, landowners, including Plaintiff and Class members, seeking to sell their groundwater rights for the development of new wells have suffered (and continue to suffer) a 75% decrease in the value of their water rights, while their neighbors with wells drilled under the Old Rules have suffered no diminution in value. This is a particularly stark impact given that water rights in the Simbsoro aquifer under Plaintiff's and Class members' land, for example, are currently highly sought after by companies seeking to supply water to municipalities and industries located in other parts of Texas where water is significantly scarcer. As a practical matter, these companies can no longer lease groundwater rights or outright purchase property with groundwater rights from willing landowners who do not control the required acreage to support the well capacities required to drill economically feasible wells.

Whether for municipal, industrial, or agricultural use, BVGCD's New Rules preclude the development of Plaintiff's and Class members' groundwater rights, which constitutes an uncompensated and unconstitutional taking. Plaintiff brings this class action for itself and all similarly situated landowners in the District against BVGCD for unconstitutionally infringing on, and taking, their groundwater property rights without compensation, in violation of 42 U.S.C. § 1983, the United States Constitution and the Texas Constitution, by arbitrarily and unlawfully changing its groundwater production Rules in September 2023.

As detailed below, Proposed Leadership Counsel are experienced, knowledgeable,

possess ample resources, have worked hard to identify and investigate the factual and legal claims in this action, and are the most qualified to represent the Class. They have significant experience prosecuting takings, water rights, and class action cases on behalf of landowners, knowledge of the applicable law, and substantial resources to litigate this action, which will be of great benefit to the proposed class. Proposed Leadership Counsel respectfully submit that appointing them to manage this litigation will serve the best interests of the proposed class.

### **LEGAL STANDARD**

Federal Rule of Civil Procedure 23(g)(3) empowers the Court to appoint interim lead class counsel “to act on behalf of putative class members before determining whether to certify the action as a class action.”

Designating interim lead class counsel now ensures the protection of the interests of the class in making and responding to motions, conducting discovery, and negotiating possible settlements. *See, e.g., Ramirez v. J.C. Penney Corp., Inc.*, No. 6:14-CV-601, 2014 WL 12713071, at \*1-2 (E.D. Tex. Aug. 20, 2014) (appointing interim lead class counsel six (6) weeks after the only case was filed, finding that “appointing interim counsel at this early stage will protect the interests of the proposed ERISA class, and promote efficiency for the Parties and the Court.”). *See also Roe v. Arch Coal, Inc.*, No. 4:15-cv-910, 2015 WL 6702288, at \*3 (E.D. Mo. Nov. 2, 2015) (rejecting defense counsel’s “unnecessary and improper” argument and finding it in the best interests of the class to appoint interim class counsel for purposes of efficient case management even when no other counsel competed for appointment); *Szymczak v. Nissan N. Am., Inc.*, Nos. 10 CV 7493(VB), 12 CV 2149(VB), 2012 WL 1877306, at \*1 (S.D.N.Y. May 15, 2012) (same; rejecting defense counsel’s “unnecessary and premature” argument) (citing MANUAL § 21.11); Oct. 17, 2024, Order Appointing Kaplan Fox & Kilsheimer,

LLP as lead class counsel for the direct purchaser class (ECF No. 163) (Exhibit D) in *In re PVC Pipe Antitrust Litigation*; No. 24 C 07639 (N.D. Ill.) (Kaplan Fox’s case was the only direct purchaser class action on file at the time it was appointed lead class counsel).

Determining the appointment of lead class counsel requires the court to consider counsel’s “(1) work in identifying and investigating potential claims; (2) experience in handling class action and complex litigation and the types of claims asserted in the action; (3) knowledge of the applicable law; and (4) available resources.” *Adedipe v. US Bank, Nat. Ass’n*, No. Civ. 13-2687 JNE/JJK, 2014 WL 835174, at \*2 (D. Minn. Mar. 4, 2014) (citing FED. R. CIV. P. 23(g)(1)(A)). The court may also consider “any other matter pertinent to counsel’s ability to fairly and adequately represent the interests of the class.” FED. R. CIV. P. 23(g)(1)(B).

The purpose of the Court’s review is to ensure that counsel appointed to leadership roles are “qualified and responsible, that they will fairly and adequately represent all parties on their side, and that their charges will be reasonable.” MANUAL § 10.22. The goal is “achieving efficiency and economy without jeopardizing fairness to parties.” *Id.*; *see also Cappello v. Franciscan All., Inc.*, No. 3:16-CV-290-TLS-MGG, 2017 WL 781609, at \*3 (N.D. Ind. Feb. 28, 2017). No single factor is determinative; instead, a court should appoint counsel after evaluating all relevant considerations and comparing the relative strengths of counsel. *See* FED. R. CIV. P. 23(g)(1)(A)–(B); 7B CHARLES ALAN WRIGHT ET AL., FED. PRAC. & PROC. § 1802.3 (3d ed. 2005).

### **ARGUMENT AND AUTHORITY**

#### **I. Proposed Leadership Counsel meet the requirements for appointment as interim co-lead class counsel. FED. R. CIV. P. 23(g)(3).**

Proposed Leadership Counsel have successfully litigated takings cases, water rights cases, class actions, and commercial mass tort actions on behalf of landowners. *See* Proposed Leadership Counsel’s Declarations (Exhibits A-C). Proposed Leadership Counsel possess the necessary

resources to prosecute this litigation and will work hard to manage this litigation effectively and efficiently. Because Proposed Leadership Counsel have the case-management and complex-litigation skills, experience, knowledge of the relevant facts and legal issues, and resources needed to efficiently prosecute this action, the Court should grant Plaintiff's motion.

**II. Proposed Leadership Counsel have performed substantial work to date identifying, investigating, and litigating the claims. FED. R. CIV. P. 23(g)(1)(A)(i).**

One factor courts consider when appointing lead counsel is the work and resources counsel have spent investigating the asserted claims. *See, e.g., Adedipe*, 2014 WL 835174, at \*3 (appointing interim class counsel because they “devoted the more substantial effort towards pre-suit investigation and identification of claims”).

To date, Proposed Leadership Counsel have collectively spent 285.4 hours (i) investigating the facts and potential legal claims and remedies for Plaintiff and the putative Class members, including interviewing landowners injured by the BVGCD Rule changes and commercial water companies about the impact of the Rule changes on drilling new water wells in the District, (ii) drafting and filing Plaintiff's Class Action Complaint, (iii) drafting the Joint Rule 26 Report, (iv) participating in the Rule 26(f) conference with defense counsel, (v) drafting a proposed scheduling order, (vi) drafting and serving Plaintiff's Initial Disclosures, (vii) drafting discovery to be served on Defendant, and (viii) conferring with co-counsel regarding case strategy and case management. *See* Declaration of Richard L. Coffman (Exhibit C), ¶ 10. To date, Proposed Leadership Counsel also have funded over \$3,600 of litigation expenses. *Id.*

Proposed Leadership Counsel operate as a cohesive, well-organized attorney group. Going forward, and if appointed, Proposed Leadership Counsel, subject to the Court's review and approval, will establish a standardized protocol for managing and reporting counsel's time and expenses incurred to prosecute this case on an efficient basis.

Accordingly, the substantial work and investigation to date weigh in favor of appointing Proposed Leadership Counsel under FED. R. CIV. P. 23(g)(3).

**III. Proposed Leadership Counsel collectively possess the requisite experience, skill, and knowledge of the applicable law to prosecute this action. FED. R. CIV. P. 23(g)(1)(A)(ii); (iii).**

Courts have found that proposed leadership’s experience and service as lead counsel in prior cases is particularly persuasive. *See, e.g., Adedipe*, 2014 WL 835174, at \*2 (finding class-action and complex litigation leadership experience relevant for appointment).

As set forth below, Proposed Leadership Counsel have extensive experience prosecuting takings and water rights cases and leading, or assisting in a significant manner, class actions and commercial mass tort actions on behalf of landowners and others. They will formulate and present positions on substantive and procedural issues during the litigation. *See* MANUAL §10.221 (“Typically [lead counsel] act for the group—either personally or by coordinating the efforts of others—in presenting written and oral arguments and suggestions to the court, working with opposing counsel in developing and implementing a litigation plan, initiating and organizing discovery requests and responses, conducting the principal examination of deponents, employing experts, arranging for support services, and seeing that schedules are met.”).

Proposed Leadership Counsel’s takings, water rights, and class action and commercial mass tort litigation experience and expertise will benefit the putative class throughout the course of this litigation.

**A. Proposed Interim Co-Lead Class Counsel: Marvin W. Jones (Sprouse Shrader Smith PLLC; Amarillo, Texas).<sup>1</sup>**

Marvin W. Jones is a member of the Sprouse Shrader Smith PLLC. He has extensive

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<sup>1</sup> *See* Declaration of Marvin W. Jones (Exhibit A).

litigation experience, having tried over 100 jury trials in state district courts all over Texas and in federal district courts in the Northern, Western and Southern Districts of Texas.

Mr. Jones is a graduate of Baylor Law School, where he graduated first in his class and served as editor-in-chief of the Baylor Law Review. He is AV-peer review rated by the Martindale-Hubbell Law Directory and recognized as a Texas Super Lawyer from 2006 to 2025. Mr. Jones was inducted into the American College of Trial Lawyers in 2005, and been Board Certified in Civil Trial Law by the Texas Board of Legal Specialization since 1986. He also served on the faculty of the Baylor Academy of the Advocate School of Trial in St. Andrews, Scotland, from 2015 to 2022, and recognized as a Jaworski Fellow by Baylor Law School.

Mr. Jones has extensive groundwater rights experience, beginning in 2004 with the representation of Quixx Corporation, the owner of 100,000 acres of groundwater rights in the Texas Panhandle. He subsequently represented T. Boone Pickens when Mr. Pickens bought those same rights, handling and litigating issues pertaining to permitting those rights before the Panhandle Groundwater Conservation District, the Texas Water Development Board, and the TCEQ. Since that time, he has represented many groundwater rights owners in disputes with groundwater conservation districts, ranging from the top of the Panhandle to Reeves County in West Texas, Victoria County in South Texas, Montgomery County on the Gulf Coast, and in Robertson County.

Mr. Jones has been involved in several lawsuits involving groundwater rights, including *Mesa Water, L.P. and G&J Ranch, Inc. v. Texas Water Development Board*, No. D-1-GN-10-000819 (Dist. Ct., Travis County, Texas); *Republic Water Co. of Texas v. Middle Pecos Groundwater Conservation District*, No. 4:16-CV-33 (W.D. Tex); *Quadvest v. Lone Star Groundwater Conservation District*, No. 15-08-08942 (Dist. Ct., Montgomery County, Texas);



and *Vanderpool Management, L.P. v. Bandera County River Authority and Groundwater District*, No. 5:23-CV-461 (W.D. Tex.). Along with Proposed Leadership Counsel C. Brantley Jones, Mr. Jones successfully prosecuted *Coyote Lake Ranch v. City of Lubbock*, 498 S.W.3d 53 (Tex. 2016), a leading Texas groundwater law case establishing that legal principles from oil and gas cases must be applied in groundwater cases.

Of unique pertinence to the present case, Mr. Jones and C. Brantley Jones successfully prosecuted a prior groundwater rights case against BVGCD, *Stratta v. Roe*, 961 F.3d 340 (5<sup>th</sup> Cir. 2020), establishing that 42 U.S.C. § 1983 may be used against Texas groundwater conservation districts to vindicate the denial of constitutionally protected groundwater rights. Both *Coyote Lake* and *Stratta* are extensively cited and discussed in Texas groundwater publications and seminars.

Mr. Jones and C. Brantley Jones currently represent landowners in *BLF Land, LLC and Blaine Larsen Farms, Inc., v. North Plains Groundwater Conservation District*, No. 2:23-CV-00133 (N.D. Tex.), a 42 U.S.C.A § 1983 case, and represent the landowner in *Vanderpool Management, L.P. Application for Two Well Permits from Bandera County River Authority and Groundwater District*, Docket No. 9556-23-21880, a groundwater rights proceeding before the State Office of Administrative Hearings.

Mr. Jones, a frequent speaker on groundwater issues, has extensively written on the topic, including:

- Marvin W. Jones, A Streetcar Named Disaster, 2016 Water Law Fundamentals and Texas Water Law Institute (November 4, 2016).
- Marvin W. Jones, Surface and Groundwater Regulation, 10th Annual John Huffaker Course, Agricultural Law (May 26, 2016).
- Marvin W. Jones and C. Brantley Jones, *The Evolving Legacy of EAA v. Day: Toward an Effective State Water Plan*, BAYLOR L. REV. (2016).

- Marvin W. Jones, Ethics – For Water Law Practitioners, 25th Annual Texas Water Law Conference (October 5, 2015).
- Marvin W. Jones, Fair Share: What Does That Mean, Texas Alliance of Groundwater Districts, Texas Groundwater Summit (August 25, 2015).
- Marvin W. Jones, Correlative Rights: Meaning and Implications, 6th Annual Texas Water Law Conference (April 9, 2015).
- Marvin W. Jones, Comparison of Groundwater Law and Oil and Gas Law, 16th Annual Changing Face of Water Rights (February 26, 2015).
- Marvin W. Jones, *A New Day in Texas: The Implications of Day v. Edwards Aquifer Authority*, Bloomberg BNA – Daily Environment Report (2013).
- Marvin W. Jones, “A Synopsis of the Bold Legislative Actions of 2011,” Changes to the DFC Appeal Process (September 2012).
- Marvin W. Jones, “Dealing with Ground Water Districts,” The Shifting Sands of the Water Law Practice (July 7, 2011).
- Marvin W. Jones, “Walking on Water,” 2011 Judicial College Paper: (April 14, 2011).
- Marvin W. Jones, “The Consequences of NOT Altering “Geographic Area” Language in the Definition of DFCs” (January 2011).
- Marvin W. Jones, Appealing DFCs, TWCA Seminar: (January 27, 2011).
- Marvin W. Jones, Challenging DFCs, Public Policy Foundation, 9th Annual Policy Orientation (January 13, 2011).
- Marvin W. Jones, “Overview of GMA Process,” Changing Face of Water Rights Course (April 8, 2010).
- Marvin W. Jones, Ownership of Groundwater: A Primer, UT Water Law Seminar (December 2009).
- Marvin W. Jones and Andrew Little, *The Ownership of Groundwater in Texas: A Contrived Battle for State Control of the Groundwater*, BAYLOR L. REV. (2009).

**B. Proposed Interim Co-Lead Class Counsel: C. Brantley Jones (Sprouse Shrader Smith PLLC; Amarillo, Texas).<sup>2</sup>**

Brantley Jones is a partner at Sprouse Shrader Smith PLLC. He obtained his undergraduate degree from Southwestern University and graduated from Baylor Law School in 2011. Since joining Sprouse Shrader Smith, he has gained significant litigation experience in a variety of fields, including water rights, oil and gas, commercial, employment, real property, and personal injury law. He was responsible for briefing and arguing *Coyote Lake Ranch* before the Seventh Court of Appeals and *Stratta* before the Fifth Circuit Court of Appeals. Both *Coyote Lake Ranch* and *Stratta* have proven to be transformational groundwater cases in Texas. In 2016, the Texas Senate Committee on Agriculture, Water & Rural Affairs invited Mr. Jones to testify about the application of oil and gas law principles to groundwater disputes.

Brantley Jones is admitted to all Texas state courts, the United States District Courts for the Northern and Southern Districts of Texas, and the United States Court of Appeals for the Fifth Circuit. He has authored or co-authored several treatises, law review articles, and CLE presentations on groundwater and other issues:

- C. Brantley Jones, 42 USCA Section 1983: New Tools in the Litigation Toolbox, 26<sup>th</sup> Annual Changing Face of Water Law Conference (2025).
- Steve Kosub and Brantley Jones, Chapter 38: Water for a Public Purpose: Governmental Acquisition of Water by Involuntary Means” in the 7<sup>th</sup>, 8<sup>th</sup>, and 9<sup>th</sup> Editions of “Essentials of Texas Water Resources” by the Environmental & Natural Resources Law Section of the State Bar of Texas (2023-2025).
- Steve Kosub and C. Brantley Jones, *Inverse Condemnation*, in Thompson Reuters Texas Practice Series: Texas Environmental Law, Clivins, Clancy, and Hooks, eds. (2021-2024 editions).
- C. Brantley Jones, Litigation Update, 10<sup>th</sup> Conference on Texas Water Law (2019).
- C. Brantley Jones, Litigation Update, 26<sup>th</sup> Annual Water Law Conference (2017).

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<sup>2</sup> See Declaration of C. Brantley W. Jones (Exhibit B).

- Marvin W. Jones and C. Brantley Jones, *The Evolving Legacy of EAA v. Day: Toward an Effective State Water Plan*, BAYLOR L. REV. (2016).
- C. Brantley Jones, Comparison of Groundwater Law and Oil and Gas Law, 16<sup>th</sup> Annual Changing Face of Water Rights Course (2015).
- Timothy C. Williams and C. Brantley Jones, Arbitration Demands and Jury Waivers: A Departure from Common Sense, State Bar of Texas 29<sup>th</sup> Annual Advanced Personal Injury Course (2013).

**C. Proposed Interim Co-Lead Class Counsel: Richard L. Coffman (Coffman Law Firm; Houston, Texas).<sup>3</sup>**

The Coffman Law Firm is a business litigation firm based in Houston, Texas, that represents individuals and businesses in state and federal courts across Texas and throughout the United States in class actions, commercial mass torts, and other commercial disputes. To date, the Firm's litigation practice has focused on the areas of agriculture, antitrust, data breach, consumer law, and other complex commercial disputes.

Richard L. Coffman has practiced law for over thirty-five years. He is AV-peer review rated by the Martindale-Hubbell Law Directory and a Texas Super Lawyer (Class Actions and Mass Torts) (2015-2025). Mr. Coffman is admitted to practice in (i) all Texas state courts, (ii) the United States District Courts for the Eastern, Western, Northern, and Southern Districts of Texas, the Central and Southern Districts of Illinois, the Eastern District of Michigan, and the District of Colorado, (iii) the United States Court of Appeals for the First, Third, Fifth, Sixth, Seventh, Ninth, and Tenth Circuits, (iv) the United States Court of Federal Claims, and (v) the United States Supreme Court. He also has been, and is, admitted *pro hac vice* in various other state and federal courts.

Mr. Coffman has a B.A. in accounting from Texas Lutheran University (1978), a Master of Professional Accounting (Taxation) from the University of Texas (1980), and a J.D. from the

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<sup>3</sup> See Declaration of Richard L. Coffman (Exhibit C).

University of Texas Law School (1989). He is also a Certified Public Accountant with six years' experience working in international public accounting firms prior to attending law school. Mr. Coffman also taught undergraduate classes in accounting and taxation at the University of Washington and University of Texas business schools as an adjunct faculty member.

Mr. Coffman has served in leadership roles on behalf of plaintiffs in MDL and non-MDL class action and commercial mass tort cases, including takings cases. He also has represented (and currently represents) opt-out plaintiffs in antitrust and consumer class action litigation.

Mr. Coffman has significant class action leadership experience in, for example, MDL No. 2357; *In re Zappos.com, Inc. Customer Data Security Breach Litigation* (D. Nev.) (Co-Lead Class Counsel) (consumer class action on behalf of millions of consumers whose confidential personal information and account passwords were compromised); and MDL No. 2046; *In re Heartland Payment Systems, Inc. Customer Data Security Breach Litigation* (S.D. Tex.) (Co-Lead Class Counsel for Financial Institutions) (over 130 million payment cards compromised). He is currently co-counsel for the City of San Diego in a potential multi-hundred-million-dollar penalty case against Experian for failing to notify 2.2 million California victims of a data breach in *The People of the State of California vs. Experian Data Corp.*; No. 30-2019-01047183-CU-BT-CJC (Sup. Ct. Orange County, Cal.). He also served as co-lead class counsel in *Wilson v. Texas Windstorm Insurance Association*; No. 09-CV-0421 (Dist. Ct., Galveston County, Texas), a case encompassing both a class action and a commercial mass tort action on behalf of over 2000 property owners on Bolivar Peninsula, Texas, whose homes were destroyed by Hurricane Ike. Plaintiffs recovered approximately \$175 million in additional insurance benefits.

Mr. Coffman also represented, as counsel of record or as of counsel, (i) nine of the state indirect purchaser class representatives in MDL No. 1819; *In re Static Random Access Memory*

(*SRAM*) *Antitrust Litigation* (N.D. Cal.) (\$41 million settlement), (ii) the Nevada indirect purchaser class representative in MDL No 1827; *In re TFT-LCD (Flat Panel) Antitrust Litigation* (N.D. Cal.) (\$1.1 billion settlement), and (iii) the Texas, Florida, Illinois, and Iowa sub-class representatives in the Financial Institutions Track in MDL No. 2583; *In re The Home Depot, Inc. Customer Data Security Breach Litigation* (N.D. Ga.). He also served as lead counsel or co-lead counsel in other financial class actions, including *Robert Castro, Jr., v. PaineWebber, Inc.*; 1:94CV65 (E.D. Tex.) (securities fraud involving a limited partnership investment); *Ronald E. Choinacki v. American Home Products Corporation*; No. 2:98CV3573 (D.N.J.) (underpaid lump sum pension benefits); and *Belinda Myers-Garrison v. Johnson & Johnson* No. 9:97CV0087 (E.D. Tex.) (underpaid lump sum pension benefits).

In takings litigation, Mr. Coffman, along with co-counsel, recently filed *Thomas, et al v. Suwanee Valley Electric Cooperative, Inc.*; No. 3:24-01213-HES-MCR (M.D. Fla), a class action on behalf of landowners in four Florida counties against an electric cooperative for constructing, operating, and leasing a 4,100+ mile fiber optic communications network for purposes unrelated to the transmission and distribution of electricity without obtaining the landowners' authorization and/or paying them for the right to do so. He also was co-lead counsel for plaintiffs in *Quebedeaux v. United States*; Cause No. 1:11-cv-00389-FMA (Ct. Fed. Cl.), a takings class action on behalf of landowners and business owners in a 4600 square mile area of the Atchafalaya River basin in south central Louisiana whose homes, businesses, and property were damaged and/or destroyed by floodwaters when the federal government opened the Morganza Spillway on the Mississippi River.

On the landowner commercial mass tort front, he currently represents over 700 property owners and business owners in *In re TPC Group Litigation*, No. A2020-0236-MDL (Dist. Ct.,

Orange County, Texas), whose property was damaged or destroyed by the Thanksgiving 2019 explosions at the TPC plant in Port Neches, Texas. Mr. Coffman previously represented over (i) 9400 corn farmers and grain handlers in over forty states in MDL No. 2591; *In re Syngenta AG MIR162 Corn Litigation* (D. Kan.), a GMO seed case (\$1.51 billion settlement), and (ii) over 900 Texas, Louisiana and Arkansas rice farmers against Bayer CropScience for contaminating the U.S. long grain rice seed stock with genetically engineered rice in MDL No. 1811; *In re Genetically Modified Rice Litigation* (E.D. Mo.) (\$750 million settlement).

Mr. Coffman is currently co-lead counsel for thirty grocery wholesaler, grocery retail chain, foodservice company, and meat and poultry distributor class action opt-out plaintiffs in antitrust litigation against the seventeen largest U.S. chicken producers for manipulating chicken prices in No. 1:16-vc-08637; *In re Broiler Chicken Antitrust Litigation* (N.D. Ill.). He also represents many of these companies as class action opt-out plaintiffs in antitrust litigation against the major U.S. pork and beef producers for unlawfully raising and fixing the prices of pork and beef in *In re Pork Antitrust Litigation*; MDL No. 2998 (D. Minn.) and *In re Cattle and Beef Antitrust Litigation*; No. 3031 (D. Minn.). He previously represented many of these companies as class action opt-out plaintiffs in antitrust litigation against StarKist, Bumble Bee, and Chicken of the Sea for fixing the price of canned tuna in MDL No. 2670; *In re Packaged Seafood Products Antitrust Litigation* (S.D. Cal.). In the past, Mr. Coffman represented a group of 200 pharmacy and grocery companies with over 1100 retail locations in MDL No. 997; *In re Brand- Name Prescription Drug Antitrust Litigation* (N.D. Ill.).

Proposed Leadership Counsel collectively possess the requisite experience and skill to lead, prosecute, and administer this action on behalf of Plaintiff and the proposed class.

**IV. Proposed Leadership Counsel have and will continue to commit the resources necessary to fairly and adequately represent the Class. FED. R. CIV. P. 23(g)(1)(A)(iv).**

A court appointing interim class counsel should consider, in part, the resources that counsel will commit to representing the putative class. FED. R. CIV. P. 23(g)(1)(C).

Here, Proposed Leadership Counsel can, as needed, draw upon the skills and talents of experienced attorneys and staff members of their law firms. Each attorney understands the time, energy, and skill necessary to lead this litigation and all have committed the resources required to ensure the effective and efficient representation of the Class members. In fact, Proposed Leadership Counsel have already demonstrated their commitment to this litigation by devoting substantial time and resources to this litigation and performing the work to date outlined above. *See* Declaration of Richard L. Coffman (Exhibit C), ¶ 10.

Proposed Leadership Counsel also have incurred certain expenses to date and expect to pay assessments in the future when necessary to ensure that adequate funds are available to prosecute this litigation. *Id.* Proposed Leadership Counsel have the resources to go the distance and see this litigation through to its conclusion, including trial.

**V. Other factors support appointing Proposed Leadership Counsel to lead this litigation. FED. R. CIV. P. 23(g)(1)(B).**

Proposed Leadership Counsel and the attorneys at their respective law firms also reflect the diversity of the bar and the class they seek to represent—from the standpoint, for example, of age, experience, and geographic location. Duke Guidelines, *supra*, at 38, 45-46. (“The judge’s primary responsibility in the selection process is to ensure that the lawyers appointed to leadership positions are capable and experienced and that they will responsibly and fairly represent all plaintiffs, keeping in mind the benefits of diversity of experience, skills, and backgrounds.”). *See also* Proposed Leadership Counsel’s Declarations (Exhibits A-C).



Another important consideration in selecting leadership is Proposed Leadership Counsel's ability to work well as a team, with opposing counsel, and with the Court. The role of leadership in complex litigation places a premium on professionalism, cooperation, courtesy, and acceptance of the obligations owed as officers of the Court, all of which are critical to successful management of the litigation. *See* MANUAL § 10.21. One of the demanding aspects of complex litigation is "the difficult[y] of having to communicate and establish effective working relationships with numerous attorneys (many of whom may be strangers to each other)." *Id.* Proposed Leadership Counsel seek the requested leadership structure to best serve the interests of the Class in the most efficient manner possible.

While Proposed Leadership Counsel intend to litigate the case zealously, they are fully aware of the Court's expectation that they prosecute the case efficiently and without duplication. Accordingly, they have already discussed how best to organize and effectively use their diverse skills and unique experiences to prosecute and manage the litigation while avoiding unnecessary and duplicative billing.

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WHEREFORE, Plaintiff respectfully requests the Court to appoint Marvin W. Jones and C. Brantley Jones of Sprouse Shrader Smith PLLC, and Richard L. Coffman of The Coffman Law Firm, as Interim Co-Lead Class Counsel. Appointing counsel as Interim Co-Lead Class counsel will (i) protect the interests of the proposed class (*Ramirez* at \*2), (ii) promote efficiency for the Parties and the Court (*id.*), and (iii) foster the orderly assimilation of any subsequently filed cases into the litigation.

Date: April 22, 2025

Respectfully submitted,

/s/ Richard L. Coffman

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*Attorneys for Plaintiff and the Putative Class*

### **CERTIFICATE OF CONFERENCE**

During the Parties' March 27, 2025, Rule 26(f) conference, Plaintiff's counsel advised Defendant's counsel that Plaintiff intended to file this motion. Plaintiff's counsel subsequently provided Defendant's counsel with a draft of the motion. On April 10, 2025, Defendant's counsel confirmed, via email, that Defendant opposes this motion.

/s/ Richard L. Coffman

Richard L. Coffman

### **CERTIFICATE OF SERVICE**

I hereby certify that on April 22, 2025, I served the Plaintiff's [Opposed] Motion to Appoint Interim Co-Lead Class Counsel on all pertinent counsel of record, via electronic mail and/or the Court's electronic filing system.

/s/ Richard L. Coffman

Richard L. Coffman

# Exhibit A

**UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

FAZZINO INVESTMENTS, LP  
for itself and all others similarly situated,

*Plaintiffs,*

v.

BRAZOS VALLEY GROUNDWATER  
CONSERVATION DISTRICT,

*Defendant.*

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CASE NO. 6:25-cv-00001-ADA-DTG

Pursuant to 28 U.S.C.A. § 1746, I, Marvin W. Jones, declare as follows:

1. I am an attorney in good standing licensed to practice law in the State of Texas. I am also admitted to practice in the United States District Courts for the Western, Southern and Northern Districts of Texas, the District of Colorado, the Northern District of California, the United States Court of Appeals for the Fifth, Tenth and Eleventh Circuits, and the United States Supreme Court.

2. I have practiced law in Amarillo, Texas since being admitted to the bar in June 1977. I am a member of the Sprouse Shrader Smith PLLC firm, which has offices in Amarillo, Austin, Victoria, Dalhart and Round Rock. I have tried over 100 jury trials in state and federal district courts across Texas. I am a graduate of Baylor Law School, where I graduated first in my class and served as editor-in-chief of the Baylor Law Review. I am AV peer review rated by the Martindale-Hubbell Law Directory and have been recognized as a Texas Super Lawyer in every year from 2006 to 2025. I was inducted into the American College of Trial Lawyers in 2005. I have been Board Certified in Civil Trial Law by the Texas Board of Legal Specialization since 1986. I served on the faculty at the Baylor Academy of the Advocate School of Trial program in

St. Andrews, Scotland from 2015 to 2022, and I am recognized as a Jaworski Fellow by Baylor Law School. I served on the Texas Board of Disciplinary Appeals from 2009 to 2015, the last year as its chairperson.

3. I have the following experience in cases involving groundwater rights: I represented T. Boone Pickens and his company Mesa Water in handling and litigating issues with permitting of 200,000 acres of groundwater rights before the Panhandle Groundwater Conservation District, the Texas Water Development Board and the TCEQ. Since that time, I have represented a large number of groundwater rights owners in disputes with groundwater conservation districts, ranging from the top of the Panhandle to Reeves County in West Texas, Victoria County in South Texas, Montgomery County on the Gulf Coast, and in Robertson County. I have been involved in several lawsuits involving groundwater rights, including:

- *Mesa Water, L.P. and G&J Ranch, Inc. v. Texas Water Development Board*, No. D-1-GN-10-000819 in the District Court in Travis County, Texas;
- *Republic Water Co. of Texas v. Middle Pecos Groundwater Conservation District*, No. 4:16-CV-33 in the United States District Court for the Western District of Texas, El Paso Division;
- *Quadvest v. Lone Star Groundwater Conservation District*, No. 15-08-08942 in the 284th District Court for Montgomery County, Texas;
- *Vanderpool Management, L.P. v. Bandera County River Authority and Groundwater District*, No. 5:23-CV-461 in the United States District Court for the Western District of Texas, San Antonio Division.

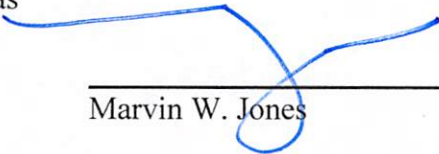
4. My partner Brantley Jones and I prosecuted a leading groundwater case before the Texas Supreme Court, *Coyote Lake Ranch v. City of Lubbock*, 498 S.W.3d 53 (Tex. 2016), establishing that legal principles from oil and gas cases can be used in groundwater cases.

5. With respect to the defendant in this case, Brantley Jones and I successfully prosecuted a groundwater rights case against Brazos Valley Groundwater Conservation District, *Stratta v. Roe*, 961 F.3d 340 (5<sup>th</sup> Cir. 2020). That seminal case established that 42 U.S.C.A. Section 1983 may be used to bring suit in federal court against Texas groundwater conservation districts to vindicate the denial of constitutionally protected rights in groundwater. Both *Coyote Lake* and *Stratta v. Roe* are extensively cited and discussed in Texas groundwater publications and seminars.

6. Brantley Jones and I are currently involved in prosecuting litigation under Section 1983 in *BLF Land, LLC and Blaine Larsen Farms, Inc., v. North Plains Groundwater Conservation District*, No. 2:23-CV-00133 in the United States District Court for the Northern District of Texas, Amarillo Division, and have recently been involved in a hearing before the State Office of Administrative Hearings involving groundwater rights: *Vanderpool Management, L.P. Application for Two Well Permits from Bandera County River Authority and Groundwater District*, Docket No. 9556-23-21880.

7. For more information about the Sprouse Shrader Smith PLLC Firm and my law practice, please visit our website at [www.sprouselaw.com](http://www.sprouselaw.com).

Executed on April 10, 2025 at Amarillo, Texas



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Marvin W. Jones

## Exhibit B

**UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

FAZZINO INVESTMENTS, LP  
for itself and all others similarly situated,

*Plaintiffs,*

v.

BRAZOS VALLEY GROUNDWATER  
CONSERVATION DISTRICT,

*Defendant.*

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CASE NO. 6:25-cv-00001-ADA-DTG

Pursuant to 28 U.S.C.A. § 1746, I, Cullom Brantley Jones, declare as follows:

1. I am an attorney in good standing licensed to practice law in the State of Texas. I am also admitted to practice in the United States District Courts for the Western, Southern and Northern Districts of Texas, the Northern District of Texas, the United States Court of Appeals for the Fifth Circuit.

2. I have practiced law in Amarillo, Texas since January of 2012. I am a member of the Sprouse Shrader Smith PLLC firm, which has offices in Amarillo, Austin, Victoria, Dalhart and Round Rock. I am a graduate of Baylor Law School, and Southwestern University. I have tried jury trials in state and federal courts and have significant litigation experience in a variety of fields including labor and employment, real property, personal injury, oil & gas, and groundwater. I've served on the National Trial Competition Committee of the Texas Young Lawyer's Association since 2013, and in 2017 received the Texas Young Lawyer's Association's President's Award of Merit for my work on the National Trial Competition.

3. I have briefed and argued appeals in major groundwater rights cases, specifically I was responsible for briefing and arguing *Coyote Lake Ranch v. City of Lubbock* before the Seventh



Court of Appeals, as well as *Stratta v. Roe* before the 5<sup>th</sup> Circuit. Both *Stratta* and *Coyote Lake* proved transformational to the broader body of groundwater law in Texas.

4. While *Coyote Lake* was pending before the Texas Supreme Court, the Texas Senate Committee on Agriculture, Water & Rural Affairs invited me to provide testimony regarding the application of oil and gas concepts to groundwater disputes.


5. Other groundwater cases I have been involved in include:

- *Quadvest v. Lone Star Groundwater Conservation District*, No. 15-08-08942 in the 284th District Court for Montgomery County, Texas;
- *Vanderpool Management, L.P. v. Bandera County River Authority and Groundwater District*, No. 5:23-CV-461 in the United States District Court for the Western District of Texas, San Antonio Division.
- *BLF Land, LLC v. North Plains Groundwater Conservation District*, No. 2:23-CV-133-Z, Northern District of Texas, Amarillo Division.
- *Cactus Water Services v. COG Operating, LLC*, NO. 23-0676 currently pending before the Supreme Court of Texas.

6. In addition to trial and appellate litigation, I also have experience in litigating groundwater rights disputes before the State Office of Administrative Hearings including the matter of *Vanderpool Management, L.P. Application for Two Well Permits from Bandera County River Authority and Groundwater District*, Docket No. 9556-23-21880.

7. For more information about the Sprouse Shrader Smith PLLC Firm and my law practice, please visit our website at [www.sprouselaw.com](http://www.sprouselaw.com).

Executed on April 10, 2025 at Amarillo, Texas

  
C. Brantley Jones

## Exhibit C

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

**FAZZINO INVESTMENTS, LP**  
**for itself and all others similarly situated,**  
**PLAINTIFFS**

**V.**

**BRAZOS VALLEY GROUNDWATER  
CONSERVATION DISTRICT,  
  
DEFENDANT**



**CASE NO. 6:25-CV-0001-ADA-DTG**

**DECLARATION OF RICHARD L. COFFMAN IN SUPPORT OF PLAINTIFF'S  
MOTION TO APPOINT INTERIM CO-LEAD CLASS COUNSEL**

Pursuant to 28 U.S.C. § 1746, I, Richard L. Coffman, declare as follows:

1. I am an attorney in good standing licensed to practice law in the State of Texas and in this District. I am also admitted to practice in the United States District Courts for the Eastern, Northern, and Southern Districts of Texas, the Central and Southern Districts of Illinois, the Eastern District of Michigan, the District of Colorado, the United States Court of Appeals for the First, Third, Fifth, Sixth, Seventh, Ninth, and Tenth Circuits, the United States Court of Federal Claims, the United States Supreme Court, and *pro hac vice* in various other state and federal courts.

2. I submit this Declaration in support of Plaintiff's Motion to Appoint Interim Co-Lead Class Counsel. I have personal knowledge of the statements in this Declaration and, if called as a witness, I could, and would, testify competently about them.

3. I am a shareholder in, and President of, Richard L. Coffman, P.C. dba the Coffman Law Firm in Houston, Texas. I have practiced law for over thirty-five years. I am AV peer review rated by the Martindale-Hubbell Law Directory and a Texas Super Lawyer (Class Actions and Mass Torts) (2015-2025). I have a B.A. in accounting from Texas Lutheran University (1978), a Master of Professional Accounting from the University of Texas (1980),

and a J.D. from the University of Texas Law School (1989). I also am a C.P.A. with six years' experience working in international public accounting firms prior to attending law school. I also taught undergraduate classes in accounting and taxation at the University of Washington and University of Texas business schools as an adjunct faculty member.

4. For my entire legal career, my practice has focused on business and consumer cases, including cases, agriculture cases, antitrust cases, data breach cases, class actions, commercial mass torts, and other commercial disputes in state and federal courts throughout the United States—principally representing plaintiffs. I have served in leadership roles on behalf of plaintiffs in MDL and non-MDL class action and commercial mass tort litigation. I also have represented (and currently represent) opt-out plaintiffs in antitrust, business, and consumer class action litigation. Please visit my Firm website, [www.coffmanlawfirm.com](http://www.coffmanlawfirm.com), for more information.

5. I have significant class action leadership experience in, for example, MDL No. 2357; *In re Zappos.com, Inc. Customer Data Security Breach Litigation* (D. Nev.) (Co-Lead Class Counsel) (consumer class action on behalf of millions of consumers whose confidential personal information and account passwords were compromised); and MDL No. 2046; *In re Heartland Payment Systems, Inc. Customer Data Security Breach Litigation* (S.D. Tex.) (Co-Lead Class Counsel for Financial Institutions) (over 130 million payment cards compromised). I am currently co-counsel for the City of San Diego in a potential multi-hundred-million-dollar penalty case against Experian for failing to notify 2.2 million California victims of a data breach in *The People of the State of California vs. Experian Data Corp.*; No. 30-2019-01047183-CU-BT-CJC (Sup. Ct. Orange County, Cal.). I also served as Co-Lead Class Counsel in *Wilson v. Texas Windstorm Insurance Association*; No. 09-CV-0421 (Dist. Ct., Galveston County, Texas), a case encompassing both a class action and a mass tort action on behalf of over 2000 property owners on Bolivar Peninsula, Texas, whose homes were destroyed by Hurricane Ike. Plaintiffs recovered approximately \$175 million in additional insurance benefits.

6. I also represented, as counsel of record or as of counsel, (i) nine of the state indirect purchaser class representatives in MDL No. 1819; *In re Static Random Access Memory (SRAM) Antitrust Litigation* (N.D. Cal.) (\$41 million settlement), (ii) the Nevada indirect purchaser class representative in MDL No 1827; *In re TFT-LCD (Flat Panel) Antitrust Litigation* (N.D. Cal.) (\$1.1 billion settlement), and (iii) the Texas, Florida, Illinois, and Iowa sub-class representatives in the Financial Institutions Track in MDL No. 2583; *In re The Home Depot, Inc. Customer Data Security Breach Litigation* (N.D. Ga.). I also served as lead counsel or co-lead counsel in other financial class actions, including *Robert Castro, Jr., v. PaineWebber, Inc.*; 1:94CV65 (E.D. Tex.) (securities fraud involving a limited partnership investment); *Ronald E. Choinacki v. American Home Products Corporation*; No. 2:98CV3573 (D.N.J.) (underpaid lump sum pension benefits); and *Belinda Myers-Garrison v. Johnson & Johnson* No. 9:97CV0087 (E.D. Tex.) (underpaid lump sum pension benefits).

7. In takings litigation, I, along with co-counsel, recently filed *Thomas, et al v. Suwanee Valley Electric Cooperative, Inc.*; No. 3:24-01213-HES-MCR (M.D. Fla), a class action on behalf of landowners in four Florida counties against an electric cooperative for constructing, operating, and leasing a 4,100+ mile fiber optic communications network for purposes unrelated to the transmission and distribution of electricity without obtaining the landowners' authorization and/or paying them for the right to do so. I also was co-lead counsel for plaintiffs in *Quebedeaux v. United States*; Cause No. 1:11-cv-00389-FMA (Ct. Fed. Cl.), a takings class action on behalf of landowners and business owners in a 4600 square mile area of the Atchafalaya River basin in south central Louisiana whose homes, businesses, and property were damaged and/or destroyed by floodwaters when the federal government opened the Morganza Spillway on the Mississippi River.

8. On the landowner commercial mass tort front, I currently represent over 700 property owners and business owners in *In re TPC Group Litigation*, No. A2020-0236-MDL (Dist. Ct., Orange County, Texas), whose property was damaged or destroyed by the Thanksgiving 2019 explosions at the TPC petrochemical plant in Port Neches, Texas. I

previously represented over (i) 9400 corn farmers and grain handlers in over forty states in MDL No. 2591; *In re Syngenta AG MIR162 Corn Litigation* (D. Kan.), a GMO seed case (\$1.51 billion settlement), and (ii) over 900 Texas, Louisiana and Arkansas rice farmers against Bayer CropScience for contaminating the U.S. long grain rice seed stock with genetically engineered rice in MDL No. 1811; *In re Genetically Modified Rice Litigation* (E.D. Mo.) (\$750 million settlement).

9. I am currently co-lead counsel for thirty grocery wholesaler, grocery retail chain, foodservice company, and meat and poultry distributor class action opt-out plaintiffs in antitrust litigation against the seventeen largest U.S. chicken producers for manipulating chicken prices in No. 1:16-vc-08637; *In re Broiler Chicken Antitrust Litigation* (N.D. Ill.). I also represent many of these companies as class action opt-out plaintiffs in antitrust litigation against the major U.S. pork and beef producers for unlawfully raising and fixing the prices of pork and beef in *In re Pork Antitrust Litigation*; MDL No. 2998 (D. Minn.) and *In re Cattle and Beef Antitrust Litigation*; No. 3031 (D. Minn.). I previously represented many of these companies as class action opt-out plaintiffs in antitrust litigation against StarKist, Bumble Bee, and Chicken of the Sea for fixing the price of canned tuna in MDL No. 2670; *In re Packaged Seafood Products Antitrust Litigation* (S.D. Cal.). In the past, I represented a group of 200 pharmacy and grocery companies with over 1100 retail locations in MDL No. 997; *In re Brand- Name Prescription Drug Antitrust Litigation* (N.D. Ill.).

10. To date, Proposed Leadership Counsel have collectively spent 285.4 hours (i) investigating the facts and potential legal claims and remedies for Plaintiff and the putative Class Members, including interviewing landowners injured by the BVGCD Rule change and commercial water companies about the impact of the Rule change on drilling new water wells in the District, (ii) drafting and filing Plaintiff's Class Action Complaint, (iii) drafting a Joint Rule 26 Report, (iv) conducting a Rule 26(f) conference with defense counsel, (v) drafting a proposed scheduling order, (vi) drafting Plaintiff's Initial Disclosures, (vii) drafting discovery to be served on Defendant, and (viii) conferring with co-counsel regarding case strategy and case

management. To date, Proposed Leadership Counsel also have funded over \$3,600 of litigation expenses.

I declare under penalty of perjury that this declaration is true and correct to the best of my knowledge.

Executed on April 14, 2025, in Houston, Texas.

/s/ Richard L. Coffman  
Richard L. Coffman

## Exhibit D



**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

In re PVC Pipe Antitrust Litigation

Case No. 24 C 07639

Hon. LaShonda A. Hunt

THIS DOCUMENT RELATES TO:

*The Direct Purchaser Plaintiff Class*

**ORDER APPOINTING KAPLAN FOX & KILSHEIMER, LLP AS LEAD CLASS  
COUNSEL FOR THE DIRECT PURCHASER PLAINTIFF CLASS AND SPERLING &  
SLATER, LLC AS LIAISON COUNSEL FOR THE DIRECT PURCHASER PLAINTIFF  
CLASS**

**WHEREAS**, the law firms of Kaplan, Fox & Kilsheimer LLP (“Kaplan Fox”) and Sperling & Slater, LLC (“Sperling & Slater”) have filed a motion and supporting papers to be appointed as Lead Class Counsel and Liaison Counsel, respectively, for the Direct Purchaser Plaintiff Class; and,

**WHEREAS**, good cause has been shown for granting the motion including the work that the two firms have done in preparing this case and their experience in prosecuting antitrust and other complex litigation.

**NOW THEREFORE IT IS HEREBY:**

**ORDERED** that the motion to appoint Kaplan Fox as Lead Class Counsel and Sperling & Slater as Liaison Counsel for the putative Direct Purchaser Plaintiff Class is GRANTED.

Kaplan Fox will be responsible for the overall conduct of the litigation on behalf of the putative Direct Purchaser Plaintiff Class, including supervising all counsel representing plaintiffs in the putative Direct Purchaser Plaintiff Class in this litigation.

As Lead Class Counsel, Kaplan Fox has the authority to:

- a. Promote the efficient conduct of this litigation and avoid unnecessary duplication and unproductive efforts by making and supervising all work assignments;
- b. Prepare and file the Consolidated Class Complaint on behalf of the putative Direct Purchaser Plaintiff Class, and any subsequent pleadings;
- c. Make, brief, and argue motions;
- d. Delegate specific tasks to other counsel for the Direct Purchaser Plaintiffs, as appropriate to serve the best interests of the putative class, and in a manner to ensure that pretrial preparation for the Direct Purchaser Plaintiffs is conducted efficiently and effectively;
- e. Conduct all pretrial, trial, and post-trial proceedings on behalf of the putative Direct Purchaser Plaintiff Class and act as a spokesperson for such class;
- f. Conduct and coordinate discovery on behalf of the putative Direct Purchaser Plaintiff Class consistent with the Federal Rules of Civil Procedure, including preparing (or responding to) written discovery requests and examining (or defending) witnesses in depositions;
- g. Monitor activities of the Direct Purchaser Plaintiffs' counsel to whom they delegate assignments, and implement procedures to ensure that schedules are met and unnecessary expenditures of time and funds are avoided by collecting from each firm regular time and expense reports;
- h. Negotiate with defense counsel with respect to settlement and other matters;
- i. Prepare any application for an award (or approval) of attorneys' fees and the reimbursement of litigation expenses incurred by the putative Direct Purchaser Plaintiff Class;
- j. Consult with and retain expert witnesses for the putative Direct Purchaser Plaintiff Class;

k. Negotiate with, retain, and manage relations with outside vendor(s) for the collection, processing, or review of documents and electronically stored information produced in discovery;

l. Conduct or coordinate all negotiations with defense counsel regarding search and production protocols, manage the review of documents produced by defendants and third parties (and the production of documents by the putative Direct Purchaser Plaintiffs), and implement advanced analytics for the efficient review of documents, as appropriate;

m. Coordinate and communicate as necessary with counsel for other parties in the litigation regarding any matters addressed in this Order to ensure efficient use of Direct Purchaser Plaintiffs', defendants,' and the Court's time;

n. Ensure that all counsel for the Direct Purchaser Plaintiffs and the Direct Purchaser Plaintiff Class are informed of the progress of this litigation as necessary; and

o. Otherwise coordinate the work of counsel for the Direct Purchaser Plaintiffs, and perform such other duties as Lead Class Counsel deem necessary and appropriate based upon their judgment and consideration or as authorized by further Order of the Court.

It is **FURTHER ORDERED** that Sperling & Slater is appointed as Liaison Counsel for the putative Direct Purchaser Plaintiff Class, and will:

- a. Receive and, as appropriate, distribute to co-counsel orders from the Court and documents from opposing parties and counsel;
- b. Coordinate service and filings for Direct Purchaser Plaintiffs and the Direct Purchaser Plaintiff Class;
- c. Receive and distribute pleadings, Orders, and motions;

- d. Maintain and distribute to co-counsel and to Defendants' Counsel an up-to-date service list; and
- e. Perform work under the direction of Lead Class Counsel and carry out any other duties requested by Lead Class Counsel, or ordered by the Court.

Dated: October 17, 2024

**ENTERED:**

LaShonda A. Hunt

**LaShonda A. Hunt**  
**United States District Judge**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE WESTERN DISTRICT OF TEXAS  
WACO DIVISION**

**FAZZINO INVESTMENTS, LP**  
**for itself and all others similarly situated,**

**PLAINTIFFS**

**V.**

**BRAZOS VALLEY GROUNDWATER  
CONSERVATION DISTRICT,**

**DEFENDANT**



**CASE NO. 6:25-CV-0001-ADA-DTG**

**[PROPOSED] ORDER GRANTING PLAINTIFF’S  
MOTION TO APPOINT INTERIM CO-LEAD CLASS COUNSEL**

**WHEREAS**, (i) Proposed Leadership Counsel have significant experience prosecuting takings, water rights, class action cases, and commercial mass tort cases on behalf of landowners, knowledge of the applicable law, and substantial resources to litigate this action that will be of great benefit to the proposed class, and (ii) the appointment of interim co-lead class counsel will promote efficiency, conserve judicial resources, and create a unified voice for proposed class members that will streamline this litigation with a team capable of taking the case to trial, if necessary.

**NOW THEREFORE,**

1. Marvin W. Jones and C. Brantley Jones of Sprouse Shrader Smith PLLC and Richard L. Coffman of The Coffman Law Firm hereby are hereby appointed Interim Co-Lead Class Counsel. Interim Co-Lead Class Counsel shall act on behalf of the proposed class in this action and in any additional subsequently filed related cases that may be consolidated herein.

2. Interim Co-Lead Class Counsel will have sole authority over all matters concerning the prosecution of this litigation on behalf of Plaintiff and the proposed class, including, *inter alia*, the following duties:

- a. Determining and directing case strategy;
- b. Coordinating the work of preparing and presenting Plaintiff's claims and causes of action, including organizing and supervising Plaintiff's counsel in a manner to ensure that pretrial preparation is conducted effectively, efficiently, expeditiously, and economically;
- c. Delegating work responsibilities and monitoring the activities of Plaintiff's counsel in a manner to promote the orderly and efficient conduct of the litigation and avoid unnecessary duplication and expense;
- d. Serving as the primary contact for all communications between Plaintiff and Defendants, and acting as spokespersons for Plaintiff vis-à-vis Defendants and the Court;
- e. Directing and executing the filing of pleadings, motions, and other documents with the Court;
- f. Appearing at all court hearings and conferences on behalf of Plaintiff and the proposed class as most appropriate for effective and efficient representation, and speaking for Plaintiff and the proposed class at all such hearings and conferences;
- g. Initiating and conducting discussions and negotiations with counsel for Defendant on all matters, including settlement;
- h. Negotiating and executing stipulations with Defendant's counsel as necessary to conduct the litigation;
- i. Initiating, coordinating, and conducting all discovery;
- j. Selecting, consulting with, and employing experts, as necessary;

**k.** Conducting all pretrial, trial, and post-trial proceedings on behalf of Plaintiff and the proposed class, including acting as spokespersons for such class;

**l.** Negotiating with, retaining, and managing relations with outside vendor(s) for the collection, processing, or review of documents and electronically stored information produced in discovery;

**m.** Conducting or coordinating all negotiations with Defendant's counsel regarding search and production protocols, managing the review of documents produced by defendant and third parties (and the production of Plaintiffs' documents), and implementing advanced analytics for the efficient review of documents, as appropriate;

**n.** Encouraging and enforcing efficiency among all Plaintiffs' counsel;

**o.** Preparing and distributing periodic status reports to the Court and to the Parties as ordered;

**p.** Coordinating and communicating, as necessary, with counsel for other plaintiffs in the litigation, if any, regarding any matters addressed in this Order to ensure efficient use of the Court's and the Parties' time and resources;

**q.** Ensuring that all counsel for all other plaintiffs in the litigation, if any, and the proposed class members are informed of the progress of the litigation, as necessary, including sending class-wide notice, as applicable;

**r.** Developing and recommending for Court approval such practices and procedures pertaining to recording and reporting attorneys' fees and expenses and, on an ongoing basis, monitoring and administering such procedures;

**s.** Preparing an application for an award of attorneys' fees and the reimbursement of litigation expenses and court costs incurred by Plaintiff and the proposed class;

t. Overseeing the apportionment, allocation, administration, and payment of attorneys' fees and expenses that may be approved and awarded by the Court; and

u. Otherwise coordinating the work of counsel for all plaintiffs, and performing such other duties as Interim Co-Lead Class Counsel deem necessary and appropriate based upon their professional judgment and/or as authorized by further order of the Court.

3. This Order shall apply to the above-captioned action and any subsequently filed related action(s), including, *inter alia*, any actions consolidated with this action and/or filed in, transferred to, and/or removed to this Court relating to the facts underlying the litigation.

4. Interim Co-Lead Class Counsel must promptly serve a copy of this Order, and all future orders pertaining to the organization, administration, and prosecution of this action, including a scheduling order (if any) in effect, on counsel for plaintiffs in any related action (to once Interim Co-Lead Class Counsel are aware of any such action(s)), and on all attorneys for plaintiffs whose cases may subsequently be consolidated with this action, by overnight delivery service, facsimile, or other expeditious electronic means.

**SIGNED:** April \_\_\_, 2025.

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Derek T. Gilliland  
United States Magistrate Judge