

**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. §

CASE NO. 6:25-cv -00001-ADA-DTG §

BRAZOS VALLEY GROUNDWATER §
CONSERVATION DISTRICT, §

DEFENDANT §

PLAINTIFF’S RULE 26(a)(2) CLASS CERTIFICATION DISCLOSURES

NOW COMES FAZZINO INVESTMENTS, LP for itself and all other similarly situation (“Class Members”) (collectively “Plaintiffs”) and file the following disclosures with respect to class certification pursuant to Fed. R. Civ. P. Rule 26(a)(2). Plaintiffs reserve the right to make additional disclosures pursuant to the Federal Rules of Civil Procedure and the Court’s Scheduling Order in this matter.

RETAINED EXPERTS

- 1. Michael Thornhill**
1106 South Mays Street
Suite 100
Round Rock, Texas 78664
(512) 551-2806

Mr. Thornhill is a hydrogeologist with expertise in the nature of aquifer formations, the response of aquifers to production of groundwater and the value of groundwater. He will testify regarding the impact of the changes to District Rules 6.1 and 7.1 that were adopted by the District on September 14, 2023, including the impact on the ability to market groundwater for projects such as the Upwell Brazos Valley Farms project. He will also testify regarding the impact of using a production allocation formula based on a circle in terms of property thereby excluded from such allocations.

He will also testify regarding recent groundwater sales and other recent groundwater projects and transactions outside of the political boundaries of BVGCD and the implications of those transactions on the value of groundwater inside BVGCD.

Mr. Thornhill's qualifications and opinions to date are included in his initial report, attached as Attachment 1 (Declaration of Michael R. Thornhill).

Mr. Thornhill will testify regarding any opinion or fact or issue raised by Defendant's employees or defense expert(s) within his area of expertise.

NON-RETAINED EXPERTS

2. David Lynch
Core Capital
7670 Woodway Drive, Suite 200
Houston, TX 77063
646-961-3270

Mr. Lynch has knowledge of groundwater and its availability within BVGCD; knowledge of the demand and market for water in Texas; knowledge of the value of groundwater in place and at various points between the well and the consumer; knowledge of the impact of the change in Rule 6.1 in terms of ability to develop and produce groundwater within BVGCD; and knowledge of the BVGCD Rules and practices concerning permitting, developing, producing, and transporting groundwater.

Pursuant to a settlement agreement between Mr. Lynch's employer and Brazos Valley Groundwater Conservation District, Mr. Lynch is prohibited from testifying on behalf of Plaintiffs in this case unless such testimony is compelled by subpoena or court order. Accordingly, Plaintiffs are unable to fully summarize the facts and opinions about which Mr. Lynch will testify when subpoenaed. However, based on his extensive experience with groundwater transactions with both landowners and purchasers, Mr. Lynch is expected to be able to testify concerning the demands of purchasers for water, the amounts of water needed, the transaction costs of that water, the size of tracts needed to economically produce needed water, and the impact that the changes in District Rules 6.1 and 7.1 have on groundwater availability and value in Robertson and Brazos Counties.

Respectfully submitted,

/s/ Marvin W. Jones

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CERTIFICATE OF SERVICE

I hereby certify that on September 29, 2025, I served a true and correct copy of Plaintiff's Rule 26(a)(2) Disclosures for Class certification on Defendant's counsel via email and the Court's electronic filing system.

/s/ Marvin W. Jones

Marvin W. Jones