

COA & LAWC PROTEST SUMMARY

1. Calaveras County Water District and Northern California Power Agency
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by the SWRCB by letter on March 21, 2008.
2. California Department of Fish and Game
 - i. Protest was based upon impacts to aquatic resources.
 - ii. Protest was dismissed by DFG by letter on August 19, 2005.
3. California Department of Water Resources
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by the SWRCB by letter on February 16, 2007.
4. Delta Water Users Association
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by the SWRCB by letter on June 4, 2007.
5. Oakdale Irrigation District and South San Joaquin Irrigation District
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by the SWRCB by letter on November 28, 2007.
6. Stockton East Water District
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by SEWD by letter on March 28, 2006.
7. United States Bureau of Reclamation
 - i. Protest was based upon impairment of prior rights.
 - ii. Protest was dismissed by the SWRCB by letter on April 4, 2007.
8. Central Sierra Environmental Resources Center
 - i. Protest was based upon adverse environmental impacts.
 - ii. Protest was dismissed by the SWRCB by letter on February 25, 2005.

EXHIBIT O

EXHIBIT O



State Water Resources Control Board



Linda S. Adams
Secretary for
Environmental Protection

Division of Water Rights
1001 I Street, 14th Floor ♦ Sacramento, California 95814 ♦ 916.341.5300
P.O. Box 2000 ♦ Sacramento, California 95812-2000
Fax: 916.341.5400 ♦ www.waterrights.ca.gov

Arnold Schwarzenegger
Governor

March 21, 2008

In Reply Refer
To: A05648X07

Via Electronic Mail

Calaveras County Water District
c/o Jennifer L. Harder
Downey Brand LLP
555 Capitol Mall, 10th Floor
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jharder@downeybrand.com

Northern California Power Agency
c/o Michael F. Dean, General Counsel
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Northern California Power Agency
c/o Dawn A. McIntosh, Esq
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Lake Alpine Water Company
and County of Alpine
c/o Jesse W. Barton
Gallery & Barton
1112 I Street, Suite 240
Sacramento, CA 95814-2865
jbarton@gallerybartonlaw.com

Ladies and Gentlemen:

LAKE ALPINE WATER COMPANY'S AND THE COUNTY OF ALPINE'S PETITION FOR PARTIAL ASSIGNMENT OF STATE FILED APPLICATION (SFA) 5648 AND ACCOMPANYING APPLICATION 5648X07, PETITION FOR CHANGES TO SFA 5648 AND APPLICATION 31523

This is in regard to my letter dated November 28, 2008, requesting the Calaveras County Water District (CCWD), the Northern California Power Agency (NCPA), and the Lake Alpine Water Company/County of Alpine (jointly referred to herein as "Applicants") to advise the State Water Resources Control Board's (State Water Board) Division of Water Rights (Division) on the parties' course of action to resolve protests filed by CCWD and NCPA against the Applicants' filings. This letter confirms that, by letter dated February 27, 2008 and email correspondence dated March 3, 2008, the parties notified the Division that, they have agreed to modify the proposed protest dismissal term discussed in my November 28th letter.

The following protest dismissal term is acceptable to the Division for the purpose of resolving the protests filed by CCWD and NCPA, and will be included in any permit that

California Environmental Protection Agency

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March 21, 2008

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may be issued by the State Water Board pursuant to the Applicants' above referenced filings:

"Calaveras County Water District and Northern California Power Agency filed protests to Water Right Application 5648X07 and Petition for Partial Assignment of State Filed Water Right Application 5648 and associated change petitions. In resolution of those protests, Permittees entered into the following agreements with Calaveras County Water District and Northern California Power Agency entitled: AGREEMENT RESOLVING PROTESTS OF CALAVERAS COUNTY WATER DISTRICT by CALAVERAS COUNTY WATER DISTRICT, COUNTY OF ALPINE, LAKE ALPINE WATER COMPANY (May 2007) and AGREEMENT RESOLVING PROTESTS OF NORTHERN CALIFORNIA POWER AGENCY by NORTHERN CALIFORNIA POWER AGENCY, COUNTY OF ALPINE, LAKE ALPINE WATER COMPANY (May 2007). In accepting this permit, Permittees acknowledge the terms of those agreements."

Accordingly, the protests filed by CCWD and NCPA are considered resolved and dismissed.

If you have any questions regarding this letter, please contact me at (916) 341-5359 or at emona@waterboards.ca.gov.

Sincerely,



Ernest Mona
Hearings and Special Projects Section

cc:

Robert W. Wagner
Wagner & Bonsignore
444 North Third Street, Suite 325
Sacramento, CA 95814-0228
rcwagner@wagner-engrs.com

m e m o r a n d u m

To: Ms. Vicky Whitney, Chief
Division of Water Rights
State Water Resources Control Board
Post Office Box 2000
Sacramento, CA 95812-2000

Date: August 19, 2005

Fax (916) 341-5400
Attention Ms. Yoko Mori

From: *[Signature]*
Ms. Sandra Morey, Regional Manager
Department of Fish and Game
Sacramento Valley Central Sierra Region
1701 Nimbus Road, Suite A
Rancho Cordova, CA 95670

Subject: Dismissal of Protest of Water Application 5648X07 (Partial Assignment) and Application 31523 of Lake Alpine Water Company and the County of Alpine to Divert Water From Bear Creek, Tributary to Bloods Creek, thence the North Fork Stanislaus River in Alpine County.

On January 14, 2005, the Department of Fish and Game filed a protest with the State Water Resources Control Board pertaining to Lake Alpine Water Company's water rights appropriation. Subsequent to filing this protest, the Department of Fish and Game has conferred with representatives of Lake Alpine Water Company and their consulting engineers from Wagner & Bonsignore Engineers. The July 5, 2005 field meeting and the subsequent correspondence from Wagner & Bonsignore Engineers, dated August 10, 2005 addressed the concerns listed in the protest. The issues related to this protest have been resolved. The Department of Fish and Game hereby dismisses the protest filed with the State Water Resources Control Board on January 14, 2005.

If you have questions regarding this matter, please contact Mr. Gary Hobgood, Environmental Scientist, at (916) 983-6920 or Mr. Kent Smith, Habitat Conservation Planning Supervisor, at (916) 358-2382.

cc: Lake Alpine Water Company and
The County of Alpine
c/o Daniel F. Gallery
926 J Street, Suite 505
Sacramento, CA 95814

Robert Wagner
Wagner & Bonsignore Engineers
444 North Third Street, Suite 325
Sacramento, CA 95814-0228



State Water Resources Control Board



Linda S. Adams
Secretary for
Environmental Protection

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Arnold Schwarzenegger
Governor

February 16, 2007

VIA ELECTRONIC MAIL

Lake Alpine Water Company-County of Alpine
c/o Jesse W. Barton
Gallery & Barton
1112 I Street, Suite 240
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jbarton@gallerybartonlaw.com

California Department of Water
Resources
State Water Project Analysis Office
c/o Robert Cooke, Acting Chief
1419 Ninth Street
Sacramento, CA 95814
Cooke@water.ca.gov
nquan@water.ca.gov

LAKE ALPINE WATER COMPANY'S AND THE COUNTY OF ALPINE'S PETITION FOR PARTIAL ASSIGNMENT OF STATE FILED APPLICATION (SFA) 5648 AND ACCOMPANYING APPLICATION 5648X07, PETITION FOR CHANGES TO SFA 5648 AND APPLICATION 31523

The Division of Water Rights (Division) received the Department of Water Resources' (DWR) February 5, 2007, memorandum regarding DWR's protest of the above referenced water right filings by Lake Alpine Water Company and the County of Alpine (jointly referred to herein as "Applicants"). In its protest, DWR stated that the protest could be dismissed if the Applicants agreed to the inclusion of standard permit terms 80, 90 and 91.

As confirmed by DWR's memorandum, DWR has decided to dismiss its protest based on the Applicants' agreed acceptance (letter dated December 13, 2006) of the inclusion of standard permit terms 80 and 90 in any permit that may be issued pursuant to the Applicants' filings. Accordingly, DWR protest is dismissed.

California Environmental Protection Agency

SFA 5648X07
February 16, 2007

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If you have any questions regarding this letter, please contact me at (916) 341-5359 or at emona@waterboards.ca.gov.

Sincerely,

A handwritten signature in black ink, appearing to read "Ernest Mona". The signature is written in a cursive, slightly slanted style.

Ernest Mona
Hearings and Special Projects Section

cc: see attached mailing list

MAILING LIST
LAKE ALPINE WATER COMPANY AND THE COUNTY OF ALPINE
SFA 5648

APPLICANTS

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jbarton@gallerybartonlaw.com

Robert W. Wagner
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PROTESTANTS

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rsahlberg@mp.usbr.gov
mkaiser@mp.usbr.gov

California Department of Fish and Game
c/o Sandra Morey, Regional Manager
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California Department of Water
Resources
State Water Project Analysis Office
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Stockton East Water District
c/o Jeanne M. Zolezzi
Herum Crabtree Brown
2291 West March Lane, Suite B100
Stockton, CA 95207
izolezzi@herumcrabtree.com

Oakdale Irrigation District and South San
Joaquin Irrigation District
c/o Tim O'Laughlin
O'Laughlin & Paris LLC
2571 California Park Drive, Suite 210
Chico, CA 95929
toluaughlin@olaughlinandparis.com

Calaveras County Water District
c/o Jennifer L. Harder
Downey Brand LLP
555 capitol Mall, 10th Floor
Sacramento, CA 95814
jharder@downeybrand.com

(Via Regular Mail)

Delta Water Users Association, et al
c/o Al Warren Hoslet
Attorney at Law
504 Bank of Stockton Building
311 East Main Street
Stockton, CA 95202

Northern California Power Agency
c/o Dennis W. DeCuir
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Roseville, CA 95661
dennis@ddecuir.com



Linda S. Adams
*Secretary for
Environmental Protection*

State Water Resources Control Board

Division of Water Rights

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Arnold Schwarzenegger
Governor

In Reply Refer to:
EM:A5648X07

June 4, 2007

VIA CERTIFIED MAIL

Delta Water Users Association, et al.
c/o Al Warren Hoslet
Attorney at Law
504 Bank of Stockton Building
311 East Main Street
Stockton, CA 95202

Dear Mr. Hoslet:

LAKE ALPINE WATER COMPANY'S AND THE COUNTY OF ALPINE'S PETITION FOR PARTIAL ASSIGNMENT OF STATE FILED APPLICATION (SFA) 5648 AND ACCOMPANYING APPLICATION 5648X07, PETITION FOR CHANGES TO SFA 5648 AND APPLICATION 31523

The purpose of this letter is to provide the Delta Water Users Association (Association) an opportunity to show cause why the State Water Resources Control Board (State Water Board) should not dismiss the Association's protests against the above-referenced applications and petitions. On August 19, 1997, the Association filed a protest against Lake Alpine Water Company's (LAWC) April 19, 1996, submittal of a petition for partial assignment of State Filed Application 5648 and related application. The Division of Water Rights (Division) records show that Association's accepted protest was filed in response to the Division's June 20, 1997, noticing of LAWC's filings related to the diversion of water from Bear Creek, tributary to Blood Creek thence North Fork Stanislaus River in Alpine County.

In 2003, LAWC amended its filings, in part, to include the County of Alpine as a co-applicant. On December 10, 2004, the Division noticed the 2003 filings. The Association did not file a protest in response to the 2003 notice of LAWC's amended filings.

The Division's records show no evidence of communication between Association and LAWC/Division since the Association's 1997 filing of its protest. Additionally, LAWC has advised the Division that its efforts to resolve the Association's protests have failed because the Association has not responded to LAWC's efforts to contact the Association. Therefore, the Association has 30 days from the receipt of this letter to show cause why the State Water Resources Control Board (State Water Board) should not dismiss the Association's protest against the above-referenced applications and petitions. Additionally, the Association must inform the State Water Board of the specific grounds for maintaining its protest. Failure to respond within 30 days shall be deemed an abandonment of the Association's protest and the protest will be dismissed without further notice. (Cal. Code Regs., tit. 23, § 750.)

California Environmental Protection Agency



If you have any questions regarding this letter, please contact me at (916) 341-5359 or at emona@waterboards.ca.gov.

Sincerely,

ORIGINAL SIGNED BY

Ernest Mona
Hearings and Special Projects Section

cc: Lake Alpine Water Company
and County of Alpine
c/o Jesse W. Barton
Gallery & Barton
1112 I Street, Suite 240
Sacramento, CA 95814-2865
jbarton@gallerybartonlaw.com

Lake Alpine Water Company
and County of Alpine
Robert W. Wagner
Wagner & Bonsignore
444 North Third Street, Suite 325
Sacramento, CA 95814-0228
rcwagner@wagner-engrs.com

Jesse Barton

From: "Ernie Mona" <EMONA@waterboards.ca.gov>
<rcwagner@wagner-engrs.com>
Cc: <jbarton@gallerybartonlaw.com>; "Erin Mahaney" <EMahaney@waterboards.ca.gov>
Sent: Tuesday, July 10, 2007 9:54 AM
Subject: Re: Lake Alpine

Our June 4, 2007 letter was sent certified, return receipt to Delta Water Users, c/o Al Warren Hoslet, Attorney. We received the returned proof of receipt card indicating that the letter was received and signed for on June 6, 2007. No further contact or response has been received from the addressee/protestant.(confirmed by review of our daily electronic mail log)...

Therefore, in accordance with our letter, Delta Water Users Association et al's protest "shall be deemed abandoned and the protest is dismissed without further notice."

Ernest Mona
State Water Resources Control Board
Division of Water Rights
Hearings & Special Projects Section
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The information contained in this e-mail message is intended only for the personal and confidential use of the recipient(s) named above. If you have received this communication in error, please notify us immediately by e-mail, and delete the original message.



State Water Resources Control Board



Linda S. Adams
Secretary for
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Arnold Schwarzenegger
Governor

November 28, 2007

In Reply Refer
To: A05648X07

VIA ELECTRONIC MAIL
Oakdale Irrigation District and
South San Joaquin Irrigation District
c/o Tim O'Laughlin
O'Laughlin & Paris LLC
2571 California Park Drive, Suite 210
Chico, CA 95929
toloughlin@olaughlinparis.com

VIA ELECTRONIC MAIL
South San Joaquin Irrigation District
c/o Steve Emrick, General Counsel
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Ripon, CA 95366-0747
semrick@ssjid.com

VIA REGULAR MAIL
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c/o Steve Knell
1205 East F Street
Oakdale, CA 95361

LAKE ALPINE WATER COMPANY'S AND THE COUNTY OF ALPINE'S PETITION FOR PARTIAL ASSIGNMENT OF STATE FILED APPLICATION (SFA) 5648 AND ACCOMPANYING APPLICATION 5648X07, PETITION FOR CHANGES TO SFA 5648 AND APPLICATION 31523

The purpose of this letter is to provide final confirmation that, by letters dated September 19, 2007, September 27, 2007, and email communication dated October 18, 2007, the South San Joaquin Irrigation District (SSJID), the Oakdale Irrigation District (OID), and the Lake Alpine Water Company/County of Alpine (jointly referred to herein as "Applicants"), have notified the State Water Resources Control Board (State Water Board) that the parties have reached agreement to the modification of the proposed protest dismissal term discussed in my letter dated September 13, 2007. The following is the "modified" protest dismissal term to be included in any permit that may be issued pursuant to the Applicants' above referenced filings (not including Application 31523):

"Permittee shall comply with the following condition that is derived from the executed agreement between the permittee and the South San Joaquin Irrigation District and Oakdale Irrigation District, dated March 20, 2007, and filed with the State Water Resources Control Board:

California Environmental Protection Agency

a) *The rights acquired under this permit shall be junior to the rights acquired under the permits issued to South San Joaquin Irrigation District (SSJID) and Oakdale Irrigation District (OID) pursuant to Applications 1081, 3091, 10872, 10978; issued to OID pursuant to Applications, 8892, 9666; issued to SSJID pursuant to Application 2524; and claimed by SSJID and OID pursuant to Statement of Water Diversion and Use 4683.*

Inclusion in this permit of certain provisions of the referenced agreement shall not be construed as approval or disapproval of other provisions of the agreement or as affecting the enforceability, as between the parties, of such other provisions insofar as they are not inconsistent with the terms of this permit."

(0000024)(0000112)

Unless the State Water Board receives any additional objections within 15 days from the date of this letter, SSJID's and OID's protests will be dismissed without further notice.

If you have any questions regarding this letter, please contact me at (916) 341-5359 or at emona@waterboards.ca.gov.

Sincerely,



Ernest Mona
Hearings and Special Projects Section

cc:
Lake Alpine Water Company
and County of Alpine
c/o Jesse W. Barton
Gallery & Barton
1112 I Street, Suite 240
Sacramento, CA 95814-2865
jbarton@gallerybartonlaw.com

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HERUM CRABTREE BROWN
Attorneys At Law

Joanne M. Zoluzzi
jzoluzzi@herumcrabtree.com

March 28, 2006

VIA FACSIMILE

Mr. Robert C. Wagner
Wagner & Bonsignore
444 North Third Street, Suite 325
Sacramento, California 95814

Re: Amended Petition for partial assignment of State Filed Application 5648-7
of Lake Alpine Water Company (LAWC) - Protest Resolution

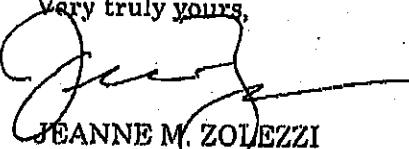
Dear Bob:

I apologize for the delay in responding to your February 3, 2006 request regarding the above referenced petition. The Board of Directors of Stockton East Water District has agreed to withdraw the protest filed August 13, 1997, based on the potential injury to its rights to Stanislaus River water.

As you know, historically Stockton East has recognized the prior right of counties of origin to water from the Stanislaus River, including Tuolumne, Stanislaus and Calaveras. LAWC's application is outside of the designated boundaries; therefore, Stockton East protested. However, in light of this policy, and of the apparent de minimus impact of LAWC's requested water right on SEWD's interests based upon the information you provided, the District agreed to dismiss the protest.

Please note that this is a one-time waiver of the District's rights, and does not constitute a future waiver regarding additional projects, petitions or applications.

Very truly yours,


JEANNE M. ZOLEZZI
Attorney-at-Law

JMZ:rl

cc: Mr. Kevin Kauffman
Ms. Victoria Whitney

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Linda S. Adams
*Secretary for
Environmental Protection*

State Water Resources Control Board

Division of Water Rights

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Arnold Schwarzenegger
Governor

In Reply Refer
To: A05648X07

April 4, 2007

VIA ELECTRONIC MAIL

Richard J. Woodley
Regional Resources Manager
United States Bureau of Reclamation
Mid-Pacific Regional Office
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LAKE ALPINE WATER COMPANY'S AND THE COUNTY OF ALPINE'S PETITION FOR PARTIAL ASSIGNMENT OF STATE FILED APPLICATION (SFA) 5648 AND ACCOMPANYING APPLICATION 5648X07, PETITION FOR CHANGES TO SFA 5648 AND APPLICATION 31523

The Division of Water Rights (Division) received the United States Bureau of Reclamation's (USBR) April 3, 2007, letter regarding USBR's protest of the above referenced water right filings by Lake Alpine Water Company and the County of Alpine (jointly referred to herein as "Applicants"). In its protest, USBR stated it would withdraw its protest if the Applicants agreed to the inclusion of standard permit Terms 80, 90, 91 and 93 in any permit that may be issued by the State Water Resources Control Board (State Water Board) pursuant to the Applicants' filings.

The Division's record show that by letter dated December 13, 2006, the Applicants requested that USBR withdraw its protest based on the Applicants' agreement to the inclusion of standard permit Terms 80 and 90 in any permit that may be issued by the State Water Board pursuant to the Applicants' filings. USBR's April 3rd letter provides notification to the State Water Board that its protest of the Applicants' filings may be dismissed provided that standard permit Terms 80 and 90 are included in any permit that may be issued pursuant to the Applicants' filings. Therefore, USBR's protest is dismissed.

California Environmental Protection Agency



SFA 5648X07
April 4, 2007

- 2 -

If you have any questions regarding this letter, please contact me at (916) 341-5359 or at emona@waterboards.ca.gov.

Sincerely,

A handwritten signature in black ink, appearing to read "Ernest Mona". The signature is written in a cursive, slightly slanted style.

Ernest Mona
Hearings and Special Projects Section

cc: see attached mailing list

**MAILING LIST
LAKE ALPINE WATER COMPANY AND THE COUNTY OF ALPINE
SFA 5648X07**

APPLICANTS

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PROTESTANTS

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Oakdale Irrigation District and
South San Joaquin Irrigation District
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Via Regular Mail

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SFA 5648X07
April 4, 2007

- 2 -

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