



ANTCZAK POLICH LAW LLC
P.O. BOX 58225
SALT LAKE CITY, UT 84158

801.521.4409
www.antczaklaw.com

Judge Laura Scott
Attn: Special Master Application
P.O. Box 1860
Salt Lake City, UT 84114-1860

Re: Special Master Application, Civil No. 360057298
Application of Val R. Antczak

Dear Judge Scott:

This Application for Appointment as Part-Time Special Master is submitted in response to the Invitation for Applications in the Utah Lake and Jordan River General Adjudication, Civil Case No. 360057298, in the Third Judicial District Court, Salt Lake County, State of Utah. This Application sets forth my qualifications to perform the Duties outlined in the Invitation for Applications.

I have reviewed the Duties outlined in the Invitation for Applications and am confident that my background, experience, and temperament would result in the Objections being handled in a fair and efficient manner. Not only do I possess the requisite understanding of water law and the necessary litigation and management skills, but I believe I have the skills to address disparate positions with patience and respect for the positions of all participants. My analytical skills would allow me to formulate and draft recommendations on the Objections, which I believe the Court would find thoughtful, and would assist the Court in making the ultimate determinations in the Adjudication.

I would be able to accommodate the estimated time requirements required of the Master to timely handle the Adjudication and will be able to manage my schedule and other commitments accordingly. I reviewed the Code of Judicial Conduct as it relates to a judge pro tempore and there are no identifiable impediments under those rules to my appointment as a Master.

My resume is attached.

QUALIFICATIONS:

I have practiced law in the State of Utah since 1978, having been admitted to both the state and federal courts upon graduating from the University of Utah S.J. Quinney College of Law in 1978. I am also admitted to practice before the Supreme Court of the United States, and the United States Courts of Appeal for the Fifth Circuit and the Tenth Circuit. I have practiced before administrative agencies in the

VAL R. ANTCZAK
C 801.230.3757
vantczak@antczaklaw.com

BARBARA K. POLICH
C 801.694.9144
bpolich@antczaklaw.com

GEORGE C.M. POULTON
C 801.201.1639
gpoulton@antczaklaw.com

BRAD D. HARDY
C 801.631.5976
bhardy@bhardylaw.com

State of Utah and other Western states on numerous occasions. I have also made pro hac vice appearances in cases in other jurisdictions, both state and federal, during my career.

My career has given me broad experience that uniquely qualifies me to perform the management, settlement, and judicial hearing elements of the Master position. I have managed numerous complex cases as litigation counsel, involving teams of lawyers for my clients, and/or multiple parties. I believe I am particularly adept in managing cases, avoiding unnecessary conflicts with other parties, sometimes with humor and wit, but most often through patience and an understanding of the process. A fine line exists between having a matter efficiently handled and ensuring that all participants believe they have been afforded respect and an opportunity to be heard. I have participated in and managed numerous complex settlements. My years of experience provide value in this regard. I understand the procedural and evidentiary rules as applicable to the Adjudication.

In addition to my extensive litigation experience, I have provided business counsel to clients and have been General Counsel of major companies (as both retained outside counsel as well as inside counsel), supervising and managing other legal professionals, as well as reporting to the CEO and the Board of Directors. In that capacity, I was required to manage a diverse array of issues, often on demanding and competing deadlines. As part of my responsibilities at NPS Pharmaceuticals and analogous to managing numerous Objections, I was responsible for the management of a sophisticated portfolio of hundreds of patents filed in numerous countries with the attendant management of deadlines and legal complexities, as well as the purchase and sale of significant assets by NPS.

I am familiar with and understand the laws and regulations governing water rights in the State of Utah, and have highlighted some specific experience below:

- I have represented companies developing, proposing and recovering projects where water rights are a critical element to the projects in question, such as electric power projects, extractive industry projects, foreclosing on major power projects where the status of the water rights were critical to the asset value of the power plant and the development of a project for the temporary storage of spent nuclear fuel. My role in these matters involved overall evaluation of the water rights, with the assistance of specialized water counsel, to the viability of the project. Those evaluations were part of the business advice I provided to the client, and also integral to the overall litigation strategy for clients where I served as lead counsel for the client.
- I represented a water utility in Salt Lake County over a ten year period where the water rights of the utility were contested before the Utah Public Service Commission, as well as in multiple cases in the Third District Court.
- I have represented landowners in title disputes where an element of the controversy was the ownership of water rights.

- I was co-counsel with Dallin Jensen, one of the premier water lawyers in the State of Utah, representing one of the major extractive industries on the Great Salt Lake, where water rights were a critical element of the controversy.
- I have participated in the structuring of several secondary water systems for irrigation companies in areas where the service territory was transitioning from agricultural to residential.
- My representation of a family limited liability company in Wayne County, Utah, as well as assisting a number of mutual water companies during my career, has provided me with an enhanced understanding of the historical and cultural role of water rights in the State of Utah.

I would be pleased to provide references, including a reference from Mr. Jensen, if the Court desires.

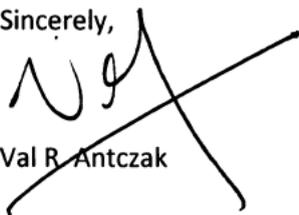
The efficient management of the pending 160 Objections would be supported by the lawyers and administrative/paralegal personnel in my firm, Antczak Polich Law LLC, as appropriate and necessary. Firm personnel, and particularly Ms. Polich, have decades of experience in using various databases in managing complex matters and organizing complex information. Antczak Polich Law has support staff with deep technological hardware, software, and programming skills. The firm's own file and management system has been computer based since inception. If necessary, additional personnel would be retained by Antczak Polich Law to ensure the timely advancement of the Objections.

[REDACTED]

I have generally reviewed the file in this matter, and have not identified any conflicts, and neither my family nor I have any economic interest in the subject matter of the Adjudication.

In summary, I would welcome the opportunity to fulfill the role of Master in connection with the Adjudication, would find managing the Objections to be stimulating, and would welcome the opportunity to have this interaction with the Court. If I can provide any further information that assists the Court in reviewing my application, please let me know.

Sincerely,



Val R. Antczak

Val R. Antczak | Antczak Polich Law LLC

Val Antczak provides legal and business advice to clients in a number of industries. His most valuable role is as a trusted adviser, bringing his diverse experience as an advocate, business lawyer, and business advisor to bear on a client's most critical needs. He has participated in running a large regional law firm, and has been general counsel of a biotech company. Val has both experienced the excitement of a client's growth, as well as managed the disappointment of downsizing a company. The most important skills he brings as manager and legal adviser are a solid understanding of the law, objectivity, and a focus on the client's vision.

In an age of specialization, Val ably serves as an advocate for a client, whether in court or for a client's business transactions. Using the broad perspective of his experience, Val is able to craft and negotiate business strategies and resolutions. Val currently devotes much of his practice to helping startup companies in all aspects of beginning their business.

When Val is not practicing law he enjoys numerous outdoors activities, spending time at his home in Torrey, Utah, traveling and collecting art.



PRACTICE AREAS

- Business Acquisition and Disposition (M&A)
- Capital Raise (equity and debt)
- Business Counseling
- Corporate Governance, including advising board of directors
- Business Formations and Restructuring
- Structuring, Negotiating and Documenting Complex
- Business Transactions
- Contract Review and Negotiations
- Advising Public Companies and SEC
- Strategic Planning
- Regulatory Compliance and Issues
- IP Supervision and Licensing
- Business Litigation and Dispute Resolution



BUSINESS EXPERIENCE

- Manager of in-house legal department and part of senior management for a NASDAQ-traded biotech company
- While in-house, managed legal department consisting of 6 attorneys, a patent agent, 3 paralegals and associated professionals in 3 locations, handling business development, IP, human resource matters and public company issues, and was principal legal advisor for Board of Directors and other executives on all legal matters
- Director of Entrepreneur in Residence Program for University of Utah's Technology Venture Development
- Board of Directors member, Vice Chair, and Strategic and Marketing Partner for large regional law firm practicing in complex commercial and regulatory litigation
- While attorney at large regional firm served as acting general counsel and corporate advisor for a publicly traded, independent energy producer, and counseled public and private energy companies, including advising both producers and users of regulated energy products
- Represented major corporate clients before Public Service Commission
- Negotiated major contracts including a services agreement to underlay a statewide municipal broadband provider

EDUCATION

- JD, University of Utah, S.J. Quinney College of Law
- BS, Magna Cum Laude, Finance, University of Utah

ADMISSIONS

- Utah State Bar
- United States Supreme Court; United States Court of Appeals, Tenth and Fifth Circuits; United States District Court for the District of Utah

PROFESSIONAL EXPERIENCE

Founder, Managing Member – Antczak Polich Law LLC

Director – Entrepreneur in Residence Program, University of Utah Technology Venture Development

Senior VP, Legal Affairs & General Counsel – NPS Pharmaceuticals

Vice Chairman, Shareholder, Board Member, Attorney – Parsons Behle & Latimer

HONORS

Martindale-Hubball with AV Preeminent rating

Recognized in *Best Lawyers in America*

Utah Business Magazine Legal Elite

PROFESSIONAL AFFILIATIONS AND CIVIC ACTIVITIES

Navigen Pharmaceuticals, Inc., Board of Directors (current)

Utah Museum of Contemporary Art, Board of Trustees, President (current)

University of Utah Health Sciences Benefactors, Co-chair (past), Executive Committee (current)

Mentor for the Utah State Bar New Lawyer Training Program

Economic Development Corporation of Utah, Board of Trustees, Executive Committee

Zoo Arts and Parks Reauthorization Committee, Executive Committee

Children's Service Society, Board of Directors

SJ Quinney University of Utah College of Law Alumni Board

© 2014 ANT CZAK POLICH LAW. ALL RIGHTS RESERVED.