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14 Counsel for Plaintiffs ECOLOGICAL RIGHTS FOUNDATION

15 SUPERIOR COURT OF THE STATE OF CALIFORNIA

16 COUNTY OF ORANGE

17 ECOLOGICAL RIGHTS FOUNDATION,

18 Plaintiff,

19 v.

20 SOUTHERN CALIFORNIA EDISON
21 COMPANY; SAN DIEGO GAS & ELECTRIC
22 COMPANY; PACIFICORP; GOLDEN STATE
23 WATER COMPANY; LIBERTY UTILITIES
24 (CalPeco Electric) LLC; and DOES 1 through 100,
25 INCLUSIVE,

26 Defendants.

ELECTRONICALLY FILED
Superior Court of California,
County of Orange

10/08/2015 at 02:51:00 PM

Clerk of the Superior Court
By Maria Gina Barr, Deputy Clerk

Case No. 30-2015-00795847-CU-TT-CJC

AMENDED COMPLAINT FOR
INJUNCTIVE RELIEF AND CIVIL
PENALTIES

TOXIC TORT/ENVIRONMENTAL

1 ECOLOGICAL RIGHTS FOUNDATION alleges as follows:

2 **INTRODUCTION**

3 1. This Complaint seeks civil penalties and an injunction to remedy the continuing failure
4 of defendants SOUTHERN CALIFORNIA EDISON COMPANY (hereinafter "SCE"), SAN DIEGO
5 GAS & ELECTRIC COMPANY (hereinafter "SDG&E"); PACIFICORP; GOLDEN STATE WATER
6 COMPANY (hereinafter "GSWC"); and LIBERTY UTILITIES (CalPeco Electric) LLC (hereinafter
7 "Liberty") (all together hereinafter collectively "Defendants"), to give clear and reasonable Proposition
8 65 warnings to those residents of and visitors to California, who handle, use, and otherwise come into
9 contact with wooden utility poles (commonly referred to as "telephone poles") treated with
10 pentachlorophenol that Defendants own, operate, store, maintain and/or control or has owned and
11 controlled and conveyed to third parties. Handling, using and otherwise making any physical contact
12 with these poles, or having contact with stormwater runoff, dust, wood chips, splinters, and slivers and
13 sawdust emanating from these poles, causes people who do so to be exposed to pentachlorophenol,
14 hexachlorobenzene, polychlorinated dibenzo-p-dioxins, polychlorinated dibenzofurans,
15 hexachlorodibenzodioxin, and 2,3,7,8 tetrachlorodibenzo-p-dioxin (collectively hereinafter "Wood
16 Treatment Chemicals"). Defendants own, operate, store, maintain and/or control the wooden utility
17 poles treated with Wood Treatment Chemicals (collectively hereinafter "Treated Utility Poles") at
18 issue. As further described below, California residents absorb, ingest, inhale, or otherwise come into
19 contact with Wood Treatment Chemicals when they touch poles or come into contact with the
20 stormwater runoff, dust, wood chips, splinters, and slivers and sawdust emanating from these Treated
21 Utility Poles. This causes people to be exposed to chemicals known to the State of California to cause
22 cancer, birth defects and other reproductive harm.

23 2. Defendants intentionally place Treated Utility Poles in public places where residents
24 of and visitors to California can and do easily touch or otherwise contact these poles. When these
25 Treated Utility Poles are handled in their normally intended manner and when people come into contact
26 with the Treated Utility Poles or stormwater runoff, dust, wood chips, splinters, slivers, and sawdust
27 emanating from these poles, they are exposed to the Wood Treatment Chemicals. People are exposed
28 to these chemicals dermally when they touch or otherwise make contact with Defendants' poles with

1 their bare skin and when they touch paper that has been affixed to the poles that has absorbed the
2 chemicals from the poles. When they touch clothing or pets that have been exposed to Wood Treatment
3 Chemicals from the Treated Utility Poles, people absorb these chemicals through the skin and ingest
4 them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting
5 fingernails. People are exposed to Defendants' Wood Treatment Chemicals when their clothing makes
6 contact with the poles when leaning against or otherwise contacting the poles and then they or others
7 make contact with this clothing (such as when changing clothes or doing laundry). People are exposed
8 to Wood Treatment Chemicals when they come into contact with dust, wood chips, splinters and slivers
9 or sawdust that fall off of poles from natural forces, from attaching and removing fixtures on poles, or
10 from maintenance work on poles (including drilling holes into poles to insert additional treatment
11 chemicals or attach equipment or fixtures to the poles).

12 3. Additionally, Plaintiff's claims concern those Treated Utility Poles that Defendants
13 have taken out of service and then sold or donated to be used for things such as parking facilities and
14 landscaping. Wood Treatment Chemicals ooze out of the poles. Wood Treatment Chemicals are thus
15 on the surface of the Treated Utility Poles and these chemicals are washed off the poles when it rains.
16 Wood Treatment Chemicals also drip or ooze into soil or onto pavement/concrete at the base of the
17 poles. Such Treated Utility Poles are placed next to public thoroughfares, near playgrounds and schools,
18 along sidewalks, in farm fields and other open land, and on other public and private property. People
19 are exposed to the Wood Treatment Chemicals in these poles whenever they touch the poles or come
20 into contact with the stormwater runoff, dust, wood chips, splinters, slivers and sawdust emanating from
21 these poles as in the same manner as described in the preceding paragraph. These exposures occur
22 wherever these poles are currently located within the California Counties referred to in paragraph 11.

23 4. People are further exposed to Wood Treatment Chemicals when they step in or on the
24 oily rings/deposits of Wood Treatment Chemicals that collect on sidewalks, lawns, or soils at the base
25 of poles. If they are barefoot, they have direct dermal contact with Wood Treatment Chemicals, and
26 when wearing shoes, they have dermal contact when they remove or later put on those shoes. People
27 are exposed to Wood Treatment Chemicals when they come into contact with stormwater runoff from
28 Defendants' Treated Utility Poles (such as by walking on sidewalks or in streets where such stormwater

1 runoff occurs and by picking up contaminants on their shoes or clothing). People are exposed to Wood
2 Treatment Chemicals when pets come into contact with the poles, the oily rings or deposits of Wood
3 Treatment Chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater
4 runoff from poles, and the people then make contact with such pets (by petting them, holding them,
5 bathing them, and so forth). People come into contact with Wood Treatment Chemicals when they track
6 oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or
7 ingest the chemicals.

8 5. People breathe dust impregnated with Wood Treatment Chemicals when the wind
9 blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on
10 vegetables and fruits grown in their gardens. The public eat fish caught from water bodies into which
11 Defendants' Wood Treatment Chemicals flow and thus ingest these chemicals, which have moved up
12 the food chain into the flesh of fish and shellfish. The public is exposed to Defendants' Wood Treatment
13 Chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals
14 that have ingested Wood Treatment Chemicals and then concentrated those chemicals in their fat
15 tissues.

16 6. Children are exposed to Wood Treatment Chemicals when they eat dirt that has
17 become contaminated with the chemicals, when they touch Treated Utility Poles when playing games
18 like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed
19 to Wood Treatment Chemicals in the ways discussed above (when such these chemicals have
20 concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting
21 also in exposures to human fetuses.

22 7. Defendants did not and do not provide clear and reasonable warnings that these
23 Treated Utility Poles are causing exposures to chemicals known to cause cancer, birth defects and other
24 reproductive harm.

25 8. Plaintiff seeks injunctive relief pursuant to Health & Safety Code Section 25249.7 to
26 compel Defendants to bring their business practices into compliance with section 25249.5 et seq. by
27 providing a clear and reasonable warning to each individual who has been and who in the future may
28 be exposed to Wood Treatment Chemicals in the ways set forth above. Plaintiff seeks an order that

1 Defendants identify and locate each individual person to whom the Defendants conveyed Treated
2 Utility Poles in the past and to provide to each such individual a clear and reasonable warning that
3 contacting, ingesting, inhaling, or otherwise coming into contact with the poles will cause exposures to
4 chemicals known to cause cancer, birth defects, and other reproductive harm.

5 9. In addition to injunctive relief, Plaintiff seeks civil penalties to remedy the failure of
6 Defendants to provide clear and reasonable warnings regarding exposure to chemicals known to cause
7 cancer, birth defects and other reproductive harm.

8 **PARTIES**

9 10. Plaintiff ECOLOGICAL RIGHTS FOUNDATION (“ERF”) is a non-profit public
10 benefit organization dedicated to, among other causes, the protection of the environment, and
11 promotion of human health, environmental education, and consumer rights. ERF is incorporated under
12 the laws of the State of California and is a "person" pursuant to Health & Safety Code Section 25118.
13 ERF brings this enforcement action in the public interest pursuant to Health & Safety Code
14 §25249.7(d).

15 11. Defendants are persons doing business within the meaning of Health & Safety Code
16 Section 25249.11. Defendants are businesses that own, operate, store, maintain and/or control Treated
17 Utility Poles in California. SCE owns, operates, stores, maintains and/or controls Treated Utility Poles
18 in the Counties of Fresno, Imperial, Inyo, Kern, Kings, Los Angeles, Madera, Mono, Orange, Riverside,
19 San Bernardino, Orange, Tulare, Tuolumne, and Ventura. SDG&E owns, operates, stores, maintains
20 and/or controls Treated Utility Poles in the Counties of San Diego and Orange. PacifiCorp owns,
21 operates, stores, maintains and/or controls Treated Utility Poles in the Counties of Del Norte,
22 Humboldt, Modoc, Shasta, Siskiyou and Trinity. GSWC owns, operates, stores, maintains and/or
23 controls Treated Utility Poles in the County of San Bernardino. Liberty owns, operates, stores,
24 maintains and/or controls Treated Utility Poles in the Counties of Alpine, El Dorado, Lassen, Mono,
25 Nevada, Placer, Plumas and Sierra.

26 12. Plaintiff brings this enforcement action against Defendants pursuant to Health &
27 Safety Code Section 25249.7(d). Attached hereto and incorporated by reference are copies of Notices
28 of Violation dated March 6, 2015, which ERF sent to California's Attorney General. On these same

1 days, Plaintiff sent substantively identical letters to every District Attorney in the Counties in issue, to
2 the City Attorneys of every California City with a population greater than 750,000, and to each
3 Defendant. Attached to the Notices of Violation sent to each Defendant was a summary of Proposition
4 65 that was prepared by California's Office of Environmental Health Hazard Assessment. In addition,
5 each Notice of Violation Plaintiff sent was accompanied by a Certificate of Service attesting to the
6 service of the Notice of Violation on each entity which received it. Pursuant to California Health &
7 Safety Code Section 25249.7(d), Plaintiff also sent a Certificate of Merit attesting to the reasonable and
8 meritorious basis for the action with each Notice of Violation. Plaintiff enclosed factual information
9 sufficient to establish the basis of the Certificate of Merit with the Notice of Violation letters sent to the
10 Attorney General.

11 13. Each Defendant employs more than ten people.

12 **JURISDICTION**

13 14. The Court has jurisdiction over this action pursuant to California Health & Safety
14 Code Section 25249.7. California Constitution Article VI, Section 10 grants the Superior Court
15 "original jurisdiction in all causes except those given by statute to other trial courts." Chapter 6.6 of the
16 Health & Safety Code, which contains the statutes under which this action is brought, does not grant
17 jurisdiction to any other trial court.

18 15. This Court also has jurisdiction over Defendants because they are businesses that have
19 sufficient minimum contacts in California and within the Counties referred to in paragraph 11.
20 Defendants intentionally availed themselves of the California market and the markets in the Counties
21 referred to in paragraph 11 for utilities and utility poles. It is thus consistent with traditional notions of
22 fair play and substantial justice for the Orange County Superior Court to exercise jurisdiction over
23 Defendants.

24 16. Venue is proper in this Court because Defendants SCE and SDG&E own, operate,
25 store, maintain and/or control Treated Utility Poles in and around Orange County and thus cause
26 people to be exposed to Wood Treatment Chemicals while those people are physically present in
27 Orange County. Liability for Plaintiff's causes of action, or some parts thereof, has accordingly arisen

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1 in Orange County during the times relevant to this Complaint. Plaintiff seeks civil penalties imposed
2 by statute for the Health and Safety Code violations alleged herein.

3 **FIRST CAUSE OF ACTION**

4 **(Claim for Injunctive Relief)**

5 17. Plaintiff realleges and incorporates by reference into this First Cause of Action, as if
6 specifically set forth herein, paragraphs 1 through 16, inclusive.

7 18. The People of the State of California have declared by referendum under Proposition
8 65 (California Health & Safety Code § 25249.5 et seq.) their right "[t]o be informed about exposures
9 to chemicals that cause cancer, birth defects, and reproductive harm."

10 19. To effectuate this goal, Section 25249.6 of the Health and Safety Code mandates that
11 businesses that knowingly and intentionally expose any individual to a chemical known to the State of
12 California to cause cancer or birth defects must first provide a clear and reasonable warning to such
13 individual prior to the exposure.

14 20. Since at least three years prior to the Notice of Violation Letters, Defendants have
15 engaged in conduct that violates Health and Safety Code Section 25249.6 et seq. This conduct includes
16 knowingly and intentionally exposing to Wood Treatment Chemicals those California residents and
17 visitors to California who absorb, ingest, inhale, or otherwise come into contact with Wood Treatment
18 Chemicals that are on the surface of Treated Utility Poles, or that have been shed from the poles and
19 entrained in soil, air and water. Defendants are aware of laboratory analyses of the contaminants present
20 in Treated Utility Poles. These analyses show that the Treated Utility Poles contain pentachlorophenol,
21 hexachlorobenzene, polychlorinated dibenzo-p-dioxins, polychlorinated dibenzofurans,
22 hexachlorodibenzodioxin, and 2,3,7,8 tetrachlorodibenzo-p-dioxin. The normally intended use of the
23 Treated Utility Poles (which necessarily includes repeated contact with stormwater runoff dust, wood
24 chips, splinters, slivers and sawdust emanating from these poles) causes exposure to Wood Treatment
25 Chemicals, chemicals known to the State of California to cause cancer, birth defects and other
26 reproductive harm. Defendants have not provided clear and reasonable warnings within the meaning of
27 Health & Safety Code Sections 25249.6 and 25249.11.

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3. That Defendants be ordered to identify and locate each individual to whom they conveyed Treated Utility Poles and provide a warning to each such person that contacting the poles or the stormwater runoff, dust, wood chips, splinters, and slivers and sawdust emanating the poles will expose that person to chemicals known to cause cancer, birth defects and other reproductive harm;

4. That, pursuant to Civil Procedure Code § 1021.5, Defendants be ordered to pay to Plaintiff the attorneys' fees and costs it incurred in bringing this enforcement action; and

5. For such other relief as this court deems just and proper.

Dated: October 8, 2015

ENVIRONMENTAL ADVOCATES

Christopher a. sproul

Christopher Sproul, Attorney for Plaintiff
ECOLOGICAL RIGHTS FOUNDATIO

ATTACHMENT 1

ENVIRONMENTAL ADVOCATES
ATTORNEYS AT LAW

5135 ANZA STREET
SAN FRANCISCO, CA 94121
(415) 533-3376
Fax: (415) 358-5695
E-mail: csproul@enviroadvocates.com

March 6, 2015

Robert J. Sprowls, President and CEO
Golden State Water Company
630 East Foothill Blvd
San Dimas, CA 91773

Robert J. Sprowls, President and CEO
American States Water Company
630 East Foothill Blvd
San Dimas, CA 91773

Dear Mr. Sprowls:

In accord with California Health & Safety Code § 25249.7, Ecological Rights Foundation ("ERF") hereby gives you notice that Golden State Water Company and American States Water Company (hereinafter collectively "GSWC") have violated and are in ongoing violation of California Health & Safety Code § 25249.6, which provides that "[n]o person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first providing a clear and reasonable warning to such individual."

Pursuant to California Health & Safety Code § 25249.7, ERF intends to bring an enforcement action 60 days after effective service of this notice unless the public enforcement agencies have commenced and are diligently prosecuting an action to rectify the violations discussed in this letter. The public enforcement agencies that have been served with copies of this notice of violations are identified in the attached Certificate of Service.

Identification of GSWC's Violations

GSWC's violations of California Health & Safety Code § 25249.6 occur when residents of California (as well as visitors to California, collectively hereinafter "Californians") are knowingly and intentionally exposed to chemicals used to treat wooden utility poles owned, operated, stored and/or maintained by GSWC. These wood treatment chemicals are known to the State of California to cause cancer or reproductive toxicity. The names and toxicity type(s) of these wood treatment chemicals listed under Proposition 65 are pentachlorophenol (cancer), hexachlorobenzene (cancer, developmental), polychlorinated dibenzo-*p*-dioxins (cancer), polychlorinated dibenzofurans (cancer), hexachlorodibenzodioxin (cancer), and 2,3,7,8 tetrachlorodibenzo-*p*-dioxin (cancer, developmental) (collectively hereinafter "wood treatment chemicals"). GSWC is knowingly and intentionally exposing Californians to these wood

treatment chemicals without providing any clear and reasonable warnings as to these chemicals' toxicity.

The wood treatment chemicals listed above have been added to wooden poles by dissolving them into various hydrocarbons such as oil, creosote and/or methylene chloride, and then forcing them under pressure into the wooden poles. These chemicals then ooze out of the poles. Wood treatment chemicals are thus on the surface of the poles and they are washed off the poles when it rains. Wood treatment chemicals also drip or ooze into soil or onto pavement/concrete at the base of the poles.

On information and belief, ERF alleges that both Golden State Water Company and American States Water Company own and control the utility poles at issue herein, and that both are therefore operators of the poles. Even if Golden State Water Company has legal title to the poles and American States Water Company lacks such legal title, on information and belief, ERF alleges that American States Water Company controls and directs Golden State Water Company, and has authority to and has exercised such authority to direct Golden State Water Company to maintain the poles without providing the clear and reasonable warnings concerning Californians' exposures to the wood treatment chemicals associated with the poles at issue. As such, American States Water Company is also legally responsible for the violations of California Health & Safety Code § 25249.6 set forth in this letter.

Californians are exposed to these wood treatment chemicals at every wooden utility pole (commonly referred to as "telephone poles") treated with pentachlorophenol that GSWC owns, operates, stores and/or maintains in the State of California in GSWC's electrical distribution grid or network located in San Bernardino county. Such utility poles are placed next to public thoroughfares, in farm fields and other open land, and other public and private property. These exposures further occur wherever those poles are located in this county that GSWC has taken out of service and then sold or donated to be used for things such as parking facilities and landscaping (to the limited extent GSWC's poles are sold or donated to others, they are consumer products).

Environmental and consumer product exposures to the wood treatment chemicals in GSWC's utility poles occur through dermal absorption, ingestion, and inhalation routes. Californians are exposed to these chemicals dermally when they touch or otherwise make contact with GSWC's poles with their bare skin and when they touch paper that has been affixed to the poles that has absorbed the chemicals from the poles. Californians absorb these chemicals through the skin and ingest them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting fingernails. Californians are exposed to GSWC's wood treatment chemicals when persons' clothing makes contact with the poles when such persons lean against or otherwise contact the poles and then they or others make contact with this clothing (when changing clothes, doing laundry, and so forth). Californians are exposed to GSWC's wood treatment chemicals when they step in or on the oily rings/deposits of wood treatment chemicals that collect on sidewalks, lawns, or soils at the base of poles. Californians are exposed to GSWC's wood treatment chemicals when they come into contact with splinters or sawdust that fall off of poles through normal wear and tear, attaching and removing fixtures on poles, or maintenance work on poles (that includes drilling holes into poles). Californians are exposed to wood treatment chemicals when they come into contact with stormwater runoff from GSWC's utility poles (such as by walking on sidewalks or in streets where such stormwater runoff occurs and by picking up contaminants on their shoes or clothing). Californians are exposed to wood treatment chemicals when pets come into contact with the poles, the oily rings or deposits of

wood treatment chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater runoff from poles, and Californians then make contact with such pets (by petting them, holding them, bathing them, and so forth). Californians come into contact with wood treatment chemicals when they track oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or ingest the chemicals. Californians breathe dust impregnated with GSWC's wood treatment chemicals when the wind blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on vegetables and fruits grown in their gardens. Californians eat fish caught from water bodies into which GSWC's wood treatment chemicals flow and thus ingest these chemicals, which have moved up the food chain into the flesh of fish and shellfish. Californians are exposed to GSWC's wood treatment chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals that have ingested GSWC's wood treatment chemicals and then concentrated those chemicals in their fat tissues. Children are exposed to GSWC's wood treatment chemicals when they eat dirt that has become contaminated with the chemicals, when they touch poles when playing games like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed to GSWC's wood treatment chemicals in the ways discussed above (when such these chemicals have concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting also in exposures to human fetuses.

Californians are also exposed to wood treatment chemicals by making contact with the used utility poles or parts of utility poles that GSWC has sold or given away to consumers for the latter's uses for various purposes, such as wooden fences, retaining walls, deck construction and so forth. The Californians who have acquired and made use of such poles, as well as their family members and guests, are experiencing on-going exposures to wood treatment chemicals in their repeated contacts with wooden structures made from these poles.

Occupational exposures of wood treatment chemicals also occur through dermal, inhalation, and ingestion routes. Occupational exposures occur when GSWC employees such as line workers come in direct contact with wooden utility poles as part of their occupation, and make skin contact with a pole surface or make skin contact with used gloves or clothing that have touched poles. The wood treatment chemicals are then absorbed through the skin and are ingested through hand-to-mouth behavior such as eating a sandwich or the biting of fingernails. These wood treatment chemicals are also absorbed from wood splinters that have punctured the skin. Occupational exposures also occur when employees inhale or ingest contaminated dust kicked up from the base of poles, or touch or ingest water running off of poles or at the base of poles.

Time Period of Violations

GSWC's above described violations have occurred every day since at least since three years prior to the date of this letter and will continue every day until GSWC provides clear and reasonable warnings to those exposed.

Location of Violations

GSWC's above described violations, *i.e.*, exposures of Californians to substances known to the State to cause cancer and reproductive harm without clear and reasonable warnings, occur both on and off the property owned or controlled by GSWC in San Bernardino county. Such violations have occurred and are occurring at each and every pentachlorophenol-treated utility pole presently owned, operated, stored, or maintained by GSWC or formerly owned by GSWC and subsequently conveyed to consumers in this county. However, ERF alleges that GSWC's

occupational exposure violations occur only at utility poles installed in GSWC's electrical distribution grid and at corporate yard locations in this county where GSWC stores new and used poles.

Notice for Occupational Exposures Governed by the California State Plan for Occupational Safety and Health

In accord with California Code of Regulations, title 8, section 338, subdivision (b), ERF hereby gives you the following notice:

This notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

ERF Contact Information

The following individual is the responsible individual within ERF for purposes of this Notice:

James Lamport, Executive Director
Ecological Rights Foundation
867 B Redwood Drive
Garberville, California 95542

ERF has retained the following counsel to represent them in this matter:

Christopher Sproul
Environmental Advocates
5135 Anza Street
San Francisco, California 94121
Phone: (415) 533-3376
E-Mail: csproul@enviroadvocates.com

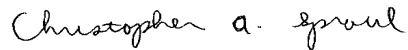
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R. Sprowls
March 6, 2015
Page 5

Pursuant to Title 11, C.C.R. § 3100, a Certificate of Merit is attached hereto. Pursuant to Title 27, C.C.R. § 25903(b), a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary" is also enclosed.

ERF is interested in seeking a constructive resolution of this matter that advances the public interest without engaging in costly and protracted litigation. If you wish to discuss settlement of this matter before ERF files suit, please promptly contact ERF's counsel.

Cordially,



Christopher Sproul
Environmental Advocates

Enclosures

cc: Kamala Harris, Attorney General of California and the California Attorney General's Office
Prop 65 Coordinator (without "Proposition 65: A Summary" attachment) (with additional
confidential factual information supporting Certificate of Merit)

District Attorneys for California's applicable Counties (see list attached to Certificate of Service)
(without "Proposition 65: A Summary" attachment)

APPENDIX A

SERVICE LIST

Kamala Harris, Attorney General of California
Proposition 65 Coordinator
California Attorney General's Office
1515 Clay Street, Suite 2000
Oakland, CA 94612-1499

Office of the District Attorney
County of San Bernardino
316 North Mountain View Ave.
San Bernardino, CA 92415

Golden State Water Company
C/O Registered Agent, Eva G. Tang
630 East Foothill Blvd
San Dimas, CA 91773

American States Water Company
C/O Registered Agent, Eva G. Tang
630 East Foothill Blvd
San Dimas, CA 91773

Robert J. Sprowls, President and CEO
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San Dimas, CA 91773

Robert J. Sprowls, President and CEO
American States Water Company
630 East Foothill Blvd
San Dimas, CA 91773

CERTIFICATE OF MERIT

I, Christopher Sproul, hereby declare:

(1) This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

(2) I am the attorney for the noticing party, Ecological Rights Foundation.

(3) I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is the subject of the action.

(4) Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

(5) The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), *i.e.*, (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: March 6, 2015

Christopher A. Sproul

CERTIFICATE OF SERVICE

I am over the age of 18 years and not a party to the within action. On March 6, 2015, I served the following documents:

Notice of Violation of California Health and Safety Code §25249.6, including attachment "Proposition 65: A Summary"; and Certificate of Merit

on:

Robert J. Sprowls, as President and CEO of Golden State Water Company, Robert J. Sprowls, as President and CEO of American States Water Company, Golden State Water Company, C/O Registered Agent, Eva G. Tang, and American States Water Company, C/O Registered Agent, Eva G. Tang

by sending them from Berkeley, California via First Class United States Mail (via certified mail, return receipt requested) and on the individuals identified in the list attached hereto as Appendix A (without the attachment "Proposition 65: A Summary") (with Confidential Letter and attachments to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit) by sending them also from Berkeley, California by First Class United States Mail.

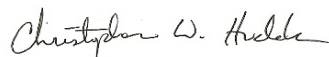
On March 6, 2015, I also served the following documents electronically through the Attorney General's online Prop 65 filing feature at <https://oag.ca.gov/prop65/add-60-day-notice>:

Notice of Violation of California Health and Safety Code §25249.6 (without the attachment "Proposition 65: A Summary"); Certificate of Merit; and Confidential Letter to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit

on:

Attorney General Kamala Harris and the California Attorney General's Office Prop 65 Coordinator.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed March 6, 2015 at Berkeley, California.



Christopher Hudak

ENVIRONMENTAL ADVOCATES
ATTORNEYS AT LAW

5135 ANZA STREET
SAN FRANCISCO, CA 94121
(415) 533-3376
Fax: (415) 358-5695
E-mail: csproul@enviroadvocates.com

March 6, 2015

Mike Smart, President
Liberty Utilities (CalPeco Electric) LLC
P.O. Box 107
Tahoe Vista, CA 96148

Ian Robertson, CEO
Algonquin Power & Utilities Corporation
354 Davis Road
Oakville, Ontario
Canada L6J 2X1

Dear Mr. Smart and Mr. Robertson:

In accord with California Health & Safety Code § 25249.7, Ecological Rights Foundation ("ERF") hereby gives you notice that Liberty Utilities (CalPeco Electric) LLC and Algonquin Power and Utilities Corporation (hereinafter collectively "Liberty Utilities") have violated and are in ongoing violation of California Health & Safety Code § 25249.6, which provides that "[n]o person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first providing a clear and reasonable warning to such individual."

Pursuant to California Health & Safety Code § 25249.7, ERF intends to bring an enforcement action 60 days after effective service of this notice unless the public enforcement agencies have commenced and are diligently prosecuting an action to rectify the violations discussed in this letter. The public enforcement agencies that have been served with copies of this notice of violations are identified in the attached Certificate of Service.

Identification of Liberty Utilities' Violations

Liberty Utilities' violations of California Health & Safety Code § 25249.6 occur when residents of California (as well as visitors to California, collectively hereinafter "Californians") are knowingly and intentionally exposed to chemicals used to treat wooden utility poles owned, operated, stored and/or maintained by Liberty Utilities. These wood treatment chemicals are known to the State of California to cause cancer or reproductive toxicity. The names and toxicity type(s) of these wood treatment chemicals listed under Proposition 65 are pentachlorophenol (cancer), hexachlorobenzene (cancer, developmental), polychlorinated dibenzo-p-dioxins (cancer), polychlorinated dibenzofurans (cancer), hexachlorodibenzodioxin (cancer), and 2,3,7,8 tetrachlorodibenzo-*p*-dioxin (cancer, developmental) (collectively hereinafter "wood treatment

chemicals”). Liberty Utilities is knowingly and intentionally exposing Californians to these wood treatment chemicals without providing any clear and reasonable warnings as to these chemicals’ toxicity.

The wood treatment chemicals listed above have been added to wooden poles by dissolving them into various hydrocarbons such as oil, creosote and/or methylene chloride, and then forcing them under pressure into the wooden poles. These chemicals then ooze out of the poles. Wood treatment chemicals are thus on the surface of the poles and they are washed off the poles when it rains. Wood treatment chemicals also drip or ooze into soil or onto pavement/concrete at the base of the poles.

On information and belief, ERF alleges that both Liberty Utilities (CalPeco Electric) LLC and Algonquin Power and Utilities Corporation own and control the utility poles at issue herein, and that both are therefore operators of the poles. Even if Liberty Utilities (CalPeco Electric) LLC has legal title to the poles and Algonquin Power and Utilities Corporation lacks such legal title, on information and belief, ERF alleges that Algonquin Power and Utilities Corporation controls and directs Liberty Utilities (CalPeco Electric) LLC, and has authority to and has exercised such authority to direct Liberty Utilities (CalPeco Electric) LLC to maintain the poles without providing the clear and reasonable warnings concerning Californians’ exposures to the wood treatment chemicals associated with the poles at issue. As such, Algonquin Power and Utilities Corporation is also legally responsible for the violations of California Health & Safety Code § 25249.6 set forth in this letter.

Californians are exposed to these wood treatment chemicals at every wooden utility pole (commonly referred to as "telephone poles") treated with pentachlorophenol that Liberty Utilities owns, operates, stores and/or maintains in the State of California in Liberty Utilities’ electrical distribution grid or network located in the following counties: Alpine, El Dorado, Lassen, Mono, Nevada, Placer, Plumas, and Sierra. Such utility poles are placed next to public thoroughfares, in farm fields and other open land, and other public and private property. These exposures further occur wherever those poles are located within these counties that Liberty Utilities has taken out of service and then sold or donated to be used for things such as parking facilities and landscaping (to the limited extent Liberty Utilities’ poles are sold or donated to others, they are consumer products).

Environmental and consumer product exposures to the wood treatment chemicals in Liberty Utilities’ utility poles occur through dermal absorption, ingestion, and inhalation routes. Californians are exposed to these chemicals dermally when they touch or otherwise make contact with Liberty Utilities’ poles with their bare skin and when they touch paper that has been affixed to the poles that has absorbed the chemicals from the poles. Californians absorb these chemicals through the skin and ingest them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting fingernails. Californians are exposed to Liberty Utilities’ wood treatment chemicals when persons’ clothing makes contact with the poles when such persons lean against or otherwise contact the poles and then they or others make contact with this clothing (when changing clothes, doing laundry, and so forth). Californians are exposed to Liberty Utilities’ wood treatment chemicals when they step in or on the oily rings/deposits of wood treatment chemicals that collect on sidewalks, lawns, or soils at the base of poles. Californians are exposed to Liberty Utilities’ wood treatment chemicals when they come into contact with splinters or sawdust that fall off of poles through normal wear and tear, attaching and removing fixtures on poles, or maintenance work on poles (that includes drilling holes into poles).

Californians are exposed to wood treatment chemicals when they come into contact with stormwater runoff from Liberty Utilities' utility poles (such as by walking on sidewalks or in streets where such stormwater runoff occurs and by picking up contaminants on their shoes or clothing). Californians are exposed to wood treatment chemicals when pets come into contact with the poles, the oily rings or deposits of wood treatment chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater runoff from poles, and Californians then make contact with such pets (by petting them, holding them, bathing them, and so forth). Californians come into contact with wood treatment chemicals when they track oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or ingest the chemicals. Californians breathe dust impregnated with Liberty Utilities' wood treatment chemicals when the wind blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on vegetables and fruits grown in their gardens. Californians eat fish caught from water bodies into which Liberty Utilities' wood treatment chemicals flow and thus ingest these chemicals, which have moved up the food chain into the flesh of fish and shellfish. Californians are exposed to Liberty Utilities' wood treatment chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals that have ingested Liberty Utilities' wood treatment chemicals and then concentrated those chemicals in their fat tissues. Children are exposed to Liberty Utilities' wood treatment chemicals when they eat dirt that has become contaminated with the chemicals, when they touch poles when playing games like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed to Liberty Utilities' wood treatment chemicals in the ways discussed above (when such these chemicals have concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting also in exposures to human fetuses.

Californians are also exposed to wood treatment chemicals by making contact with the used utility poles or parts of utility poles that Liberty Utilities has sold or given away to consumers for the latter's uses for various purposes, such as wooden fences, retaining walls, deck construction and so forth. The Californians who have acquired and made use of such poles, as well as their family members and guests, are experiencing on-going exposures to wood treatment chemicals in their repeated contacts with wooden structures made from these poles.

Occupational exposures of wood treatment chemicals also occur through dermal, inhalation, and ingestion routes. Occupational exposures occur when Liberty Utilities employees such as line workers come in direct contact with wooden utility poles as part of their occupation, and make skin contact with a pole surface or make skin contact with used gloves or clothing that have touched poles. The wood treatment chemicals are then absorbed through the skin and are ingested through hand-to-mouth behavior such as eating a sandwich or the biting of fingernails. These wood treatment chemicals are also absorbed from wood slivers that have punctured the skin. Occupational exposures also occur when employees inhale or ingest contaminated dust kicked up from the base of poles, or touch or ingest water running off of poles or at the base of poles.

Time Period of Violations

Liberty Utilities' above described violations have occurred every day since at least since three years prior to the date of this letter and will continue every day until Liberty Utilities provides clear and reasonable warnings to those exposed.

Location of Violations

Liberty Utilities' above described violations, *i.e.*, exposures of Californians to substances known to the State to cause cancer and reproductive harm without clear and reasonable warnings, occur both on and off the property owned or controlled by Liberty Utilities in each of the following counties: Alpine, El Dorado, Lassen, Mono, Nevada, Placer, Plumas, and Sierra. Such violations have occurred and are occurring at each and every pentachlorophenol-treated utility pole presently owned, operated, stored, or maintained by Liberty Utilities or formerly owned by Liberty Utilities and subsequently conveyed to consumers in these counties. However, ERF alleges that Liberty Utilities' occupational exposure violations occur only at utility poles installed in Liberty Utilities' electrical distribution grid and at corporate yard locations in these counties where Liberty Utilities stores new and used poles in California.

Notice for Occupational Exposures Governed by the California State Plan for Occupational Safety and Health

In accord with California Code of Regulations, title 8, section 338, subdivision (b), ERF hereby gives you the following notice:

This notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

ERF Contact Information

The following individual is the responsible individual within ERF for purposes of this Notice:

James Lamport, Executive Director
Ecological Rights Foundation
867 B Redwood Drive
Garberville, California 95542

ERF has retained the following counsel to represent them in this matter:

Christopher Sproul
Environmental Advocates
5135 Anza Street
San Francisco, California 94121
Phone: (415) 533-3376
E-Mail: csproul@enviroadvocates.com

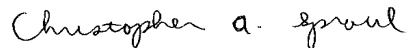
M. Smart
I. Robertson
March 6, 2015
Page 5

Fredric Evenson
Ecology Law Center
P.O. Box 1000
Santa Cruz, California 95061
Telephone: (831) 454-8216
Email: evenson@ecologylaw.com

Pursuant to Title 11, C.C.R. § 3100, a Certificate of Merit is attached hereto. Pursuant to Title 27, C.C.R. § 25903(b), a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary" is also enclosed.

ERF is interested in seeking a constructive resolution of this matter that advances the public interest without engaging in costly and protracted litigation. If you wish to discuss settlement of this matter before ERF files suit, please promptly contact ERF's counsel.

Cordially,



Christopher Sproul
Environmental Advocates

Enclosures

cc: Kamala Harris, Attorney General of California and the California Attorney General's Office
Prop 65 Coordinator (without "Proposition 65: A Summary" attachment) (with additional
confidential factual information supporting Certificate of Merit)

District Attorneys for California's applicable Counties (see list attached to Certificate of Service)
(without "Proposition 65: A Summary" attachment)

APPENDIX A

SERVICE LIST

Kamala Harris, Attorney General of California
Proposition 65 Coordinator
California Attorney General's Office
1515 Clay Street, Suite 2000
Oakland, CA 94612-1499

Liberty Utilities (CalPeco Electric) LLC
C/O Registered Agent, CT Corporation System
818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

Mike Smart, President
Liberty Utilities (CalPeco Electric) LLC
P.O. Box 107
Tahoe Vista, CA 96148

Ian Robertson, CEO
Algonquin Power & Utilities Corporation
354 Davis Road
Oakville, Ontario
Canada L6J 2X1

Office of the District Attorney
County of Alpine
17300 Hwy. 89
P.O. Box 248
Markleeville, CA 96120

Office of the District Attorney
County of El Dorado
515 Main Street
Placerville, CA 95667

Office of the District Attorney
County of Lassen
220 S. Lassen Street, Suite 8
Susanville, CA 96130

Office of the District Attorney
County of Mono
P.O. Box 2053
Mammoth Lakes, CA 93546

Office of the District Attorney
County of Nevada
201 Commercial Street
Nevada City, CA 95959

Office of the District Attorney
County of Placer
10810 Justice Center Drive Suite #240
Roseville, CA 95678

Office of the District Attorney
County of Plumas
520 Main St., Room 404
Quincy, CA 95971

Office of the District Attorney
County of Sierra
P.O. Box 457
Downieville, CA 95936

CERTIFICATE OF MERIT

I, Christopher Sproul, hereby declare:

(1) This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

(2) I am the attorney for the noticing party, Ecological Rights Foundation.

(3) I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is the subject of the action.

(4) Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

(5) The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), *i.e.*, (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: March 6, 2015

Christopher A. Sproul

CERTIFICATE OF SERVICE

I am over the age of 18 years and not a party to the within action. On March 6, 2015, I served the following documents:

Notice of Violation of California Health and Safety Code §25249.6, including attachment "Proposition 65: A Summary"; and Certificate of Merit

on:

Mike Smart, President of Liberty Utilities (CalPeco Electric) LLC, and Liberty Utilities (CalPeco Electric) LLC, C/O Registered Agent, CT Corporation System

by sending them from Berkeley, California via First Class United States Mail (via certified mail, return receipt requested) and on

Ian Robertson, CEO of Algonquin Power & Utilities Corporation

by sending them from Berkeley, California via First Class United States Mail and on the individuals identified in the list attached hereto as Appendix A (without the attachment "Proposition 65: A Summary") (with Confidential Letter and attachments to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit) by sending them also from Berkeley, California by First Class United States Mail.

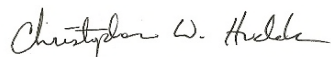
On March 6, 2015, I also served the following documents electronically through the Attorney General's online Prop 65 filing feature at <https://oag.ca.gov/prop65/add-60-day-notice>:

Notice of Violation of California Health and Safety Code §25249.6 (without the attachment "Proposition 65: A Summary"); Certificate of Merit; and Confidential Letter to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit

on:

Attorney General Kamala Harris and the California Attorney General's Office Prop 65 Coordinator.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed March 6, 2015 at Berkeley, California.



Christopher Hudak

ENVIRONMENTAL ADVOCATES
ATTORNEYS AT LAW

5135 ANZA STREET
SAN FRANCISCO, CA 94121
(415) 533-3376
Fax: (415) 358-5695
E-mail: csproul@enviroadvocates.com

March 6, 2015

Patrick Reiten, President and CEO
Pacific Power
825 NE Multnomah St.
Portland, OR 97232

Gregory E. Abel, Chairman and CEO
PacifiCorp
825 NE Multnomah St.
Portland, OR 97232

Gregory E. Abel, Chairman, President and CEO
Berkshire Hathaway Energy Company
666 Grand Avenue, Suite 500
Des Moines, IA 50309-2580

Warren Buffett, Chairman and CEO
Berkshire Hathaway Inc.
3555 Farnam Street
Omaha, NE 68131

Dear Mr. Reiten, Mr. Able, and Mr. Buffet:

In accord with California Health & Safety Code § 25249.7, Ecological Rights Foundation ("ERF") hereby gives you notice that Pacific Power, PacifiCorp, Berkshire Hathaway Energy Company, and Berkshire Hathaway, Inc. (hereinafter collectively "PacifiCorp") have violated and are in ongoing violation of California Health & Safety Code § 25249.6, which provides that "[n]o person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first providing a clear and reasonable warning to such individual."

Pursuant to California Health & Safety Code § 25249.7, ERF intends to bring an enforcement action 60 days after effective service of this notice unless the public enforcement agencies have commenced and are diligently prosecuting an action to rectify the violations discussed in this letter. The public enforcement agencies that have been served with copies of this notice of violations are identified in the attached Certificate of Service.

Identification of PacifiCorp's Violations

PacifiCorp's violations of California Health & Safety Code § 25249.6 occur when residents of California (as well as visitors to California, collectively hereinafter "Californians") are knowingly and intentionally exposed to chemicals used to treat wooden utility poles owned, operated, stored and/or maintained by PacifiCorp. These wood treatment chemicals are known to the State of California to cause cancer or reproductive toxicity. The names and toxicity type(s) of these wood treatment chemicals listed under Proposition 65 are pentachlorophenol (cancer), hexachlorobenzene (cancer, developmental), polychlorinated dibenzo-*p*-dioxins (cancer), polychlorinated dibenzofurans (cancer), hexachlorodibenzodioxin (cancer), and 2,3,7,8 tetrachlorodibenzo-*p*-dioxin (cancer, developmental) (collectively hereinafter "wood treatment chemicals"). PacifiCorp is knowingly and intentionally exposing Californians to these wood treatment chemicals without providing any clear and reasonable warnings as to these chemicals' toxicity.

The wood treatment chemicals listed above have been added to wooden poles by dissolving them into various hydrocarbons such as oil, creosote and/or methylene chloride, and then forcing them under pressure into the wooden poles. These chemicals then ooze out of the poles. Wood treatment chemicals are thus on the surface of the poles and they are washed off the poles when it rains. Wood treatment chemicals also drip or ooze into soil or onto pavement/concrete at the base of the poles.

On information and belief, ERF alleges that Pacific Power, PacifiCorp, Berkshire Hathaway Energy Company, and Berkshire Hathaway, Inc. own and control the utility poles at issue herein, and that they are all therefore operators of the poles. Even if only Pacific Power or PacifiCorp has legal title to the poles and the remainder of these corporations/legal entities lack such legal title, on information and belief, ERF alleges that Pacific Power, PacifiCorp, Berkshire Hathaway Energy Company, and/or Berkshire Hathaway, Inc. control and direct whichever of these entities has legal title to the poles, and have authority to and have exercised such authority to direct whichever of these entities has legal title to the poles to maintain the poles without providing the clear and reasonable warnings concerning Californians' exposures to the wood treatment chemicals associated with the poles at issue. As such, Pacific Power, PacifiCorp, Berkshire Hathaway Energy Company, and Berkshire Hathaway, Inc. are also legally responsible for the violations of California Health & Safety Code § 25249.6 set forth in this letter.

Californians are exposed to these wood treatment chemicals at every wooden utility pole (commonly referred to as "telephone poles") treated with pentachlorophenol that PacifiCorp owns, operates, stores and/or maintains in the State of California in PacifiCorp's electrical distribution grid or network located in the following counties: Del Norte, Humboldt, Modoc, Shasta, Siskiyou, and Trinity. Such utility poles are placed next to public thoroughfares, in farm fields and other open land, and other public and private property. These exposures further occur wherever those poles are located within these counties that PacifiCorp has taken out of service and then sold or donated to be used for things such as parking facilities and landscaping (to the limited extent PacifiCorp's poles are sold or donated to others, they are consumer products).

Environmental and consumer product exposures to the wood treatment chemicals in PacifiCorp's utility poles occur through dermal absorption, ingestion, and inhalation routes. Californians are exposed to these chemicals dermally when they touch or otherwise make contact

with PacifiCorp's poles with their bare skin and when they touch paper that has been affixed to the poles that has absorbed the chemicals from the poles. Californians absorb these chemicals through the skin and ingest them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting fingernails. Californians are exposed to PacifiCorp's wood treatment chemicals when persons' clothing makes contact with the poles when such persons lean against or otherwise contact the poles and then they or others make contact with this clothing (when changing clothes, doing laundry, and so forth). Californians are exposed to PacifiCorp's wood treatment chemicals when they step in or on the oily rings/deposits of wood treatment chemicals that collect on sidewalks, lawns, or soils at the base of poles. Californians are exposed to PacifiCorp's treatment chemicals when they come into contact with splinters or sawdust that fall off of poles through normal wear and tear, attaching and removing fixtures on poles, or maintenance work on poles (that includes drilling holes into poles). Californians are exposed to wood treatment chemicals when they come into contact with stormwater runoff from PacifiCorp's utility poles (such as by walking on sidewalks or in streets where such stormwater runoff occurs and by picking up contaminants on their shoes or clothing). Californians are exposed to wood treatment chemicals when pets come into contact with the poles, the oily rings or deposits of wood treatment chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater runoff from poles, and Californians then make contact with such pets (by petting them, holding them, bathing them, and so forth). Californians come into contact with wood treatment chemicals when they track oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or ingest the chemicals. Californians breathe dust impregnated with PacifiCorp's wood treatment chemicals when the wind blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on vegetables and fruits grown in their gardens. Californians eat fish caught from water bodies into which PacifiCorp's wood treatment chemicals flow and thus ingest these chemicals, which have moved up the food chain into the flesh of fish and shellfish. Californians are exposed to PacifiCorp's wood treatment chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals that have ingested PacifiCorp's wood treatment chemicals and then concentrated those chemicals in their fat tissues. Children are exposed to PacifiCorp's wood treatment chemicals when they eat dirt that has become contaminated with the chemicals, when they touch poles when playing games like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed to PacifiCorp's wood treatment chemicals in the ways discussed above (when such these chemicals have concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting also in exposures to human fetuses.

Californians are also exposed to wood treatment chemicals by making contact with the used utility poles or parts of utility poles that PacifiCorp has sold or given away to consumers for the latter's uses for various purposes, such as wooden fences, retaining walls, deck construction and so forth. The Californians who have acquired and made use of such poles, as well as their family members and guests, are experiencing on-going exposures to wood treatment chemicals in their repeated contacts with wooden structures made from these poles.

Occupational exposures of wood treatment chemicals also occur through dermal, inhalation, and ingestion routes. Occupational exposures occur when PacifiCorp employees such as line workers come in direct contact with wooden utility poles as part of their occupation, and make skin contact with a pole surface or make skin contact with used gloves or clothing that have touched poles. The wood treatment chemicals are then absorbed through the skin and are ingested through hand-to-mouth behavior such as eating a sandwich or the biting of fingernails. These

wood treatment chemicals are also absorbed from wood slivers that have punctured the skin. Occupational exposures also occur when employees inhale or ingest contaminated dust kicked up from the base of poles, or touch or ingest water running off of poles or at the base of poles.

Time Period of Violations

PacifiCorp's above described violations have occurred every day since at least since three years prior to the date of this letter and will continue every day until PacifiCorp provides clear and reasonable warnings to those exposed.

Location of Violations

PacifiCorp's above described violations, *i.e.*, exposures of Californians to substances known to the State to cause cancer and reproductive harm without clear and reasonable warnings, occur both on and off the property owned or controlled by PacifiCorp in each of the following counties: Del Norte, Humboldt, Modoc, Shasta, Siskiyou, and Trinity. Such violations have occurred and are occurring at each and every pentachlorophenol-treated utility pole presently owned, operated, stored, or maintained by PacifiCorp or formerly owned by PacifiCorp and subsequently conveyed to consumers in these counties. However, ERF alleges that PacifiCorp's occupational exposure violations occur only at utility poles installed in PacifiCorp's electrical distribution grid and at corporate yard locations in these counties where PacifiCorp stores new and used poles in California.

Notice for Occupational Exposures Governed by the California State Plan for Occupational Safety and Health

In accord with California Code of Regulations, title 8, section 338, subdivision (b), ERF hereby gives you the following notice:

This notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

ERF Contact Information

The following individual is the responsible individual within ERF for purposes of this Notice:

P. Reiten
G. Able
W. Buffett
March 6, 2015
Page 5

James Lamport, Executive Director
Ecological Rights Foundation
867 B Redwood Drive
Garberville, California 95542

ERF has retained the following counsel to represent them in this matter:

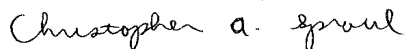
Christopher Sproul
Environmental Advocates
5135 Anza Street
San Francisco, California 94121
Phone: (415) 533-3376
E-Mail: csproul@enviroadvocates.com

Fredric Evenson
Ecology Law Center
P.O. Box 1000
Santa Cruz, California 95061
Telephone: (831) 454-8216
Email: evenson@ecologylaw.com

Pursuant to Title 11, C.C.R. § 3100, a Certificate of Merit is attached hereto. Pursuant to Title 27, C.C.R. § 25903(b), a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary" is also enclosed.

ERF is interested in seeking a constructive resolution of this matter that advances the public interest without engaging in costly and protracted litigation. If you wish to discuss settlement of this matter before ERF files suit, please promptly contact ERF's counsel.

Cordially,



Christopher Sproul
Environmental Advocates

Enclosures

cc: Kamala Harris, Attorney General of California and the California Attorney General's Office
Prop 65 Coordinator (without "Proposition 65: A Summary" attachment) (with additional
confidential factual information supporting Certificate of Merit)

District Attorneys for California's applicable Counties (see list attached to Certificate of Service)
(without "Proposition 65: A Summary" attachment)

APPENDIX A

SERVICE LIST

Kamala Harris, Attorney General of California
Proposition 65 Coordinator
California Attorney General's Office
1515 Clay Street, Suite 2000
Oakland, CA 94612-1499

PacifiCorp
C/O Registered Agent, CT Corporation System
818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

Berkshire Hathaway Energy Company
C/O Registered Agent, CT Corporation System
818 West Seventh Street, 2nd Floor
Los Angeles, CA 90017

Patrick Reiten, President and CEO
Pacific Power
825 NE Multnomah St.
Portland, OR 97232

Gregory E. Abel, Chairman and CEO
PacifiCorp
825 NE Multnomah St.
Portland, OR 97232

Gregory E. Abel, Chairman, President and CEO
Berkshire Hathaway Energy Company
666 Grand Avenue, Suite 500
Des Moines, IA 50309-2580

Warren Buffett, Chairman and CEO
Berkshire Hathaway Inc.
3555 Farnam Street
Omaha, NE 68131

Office of the District Attorney
County of Del Norte
450 H Street, Room 171
Crescent City, CA 95531

Office of the District Attorney
County of Humboldt
Humboldt County Courthouse
825 5th Street, 4th Floor
Eureka, CA 95501

Office of the District Attorney
County of Modoc
204 South Court Street
Alturas, CA 96101

Office of the District Attorney
County of Shasta
1355 West Street,
Redding, CA 96001

Office of the District Attorney
County of Siskiyou
P.O. Box 986
Yreka, CA 96097

Office of the District Attorney
County of Trinity
P.O. Box 310
Weaverville, CA 96093-0310

CERTIFICATE OF MERIT

I, Christopher Sproul, hereby declare:

(1) This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

(2) I am the attorney for the noticing party, Ecological Rights Foundation.

(3) I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is the subject of the action.

(4) Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

(5) The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), *i.e.*, (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: March 6, 2015

Christopher a. sproul

CERTIFICATE OF SERVICE

I am over the age of 18 years and not a party to the within action. On March 6, 2015, I served the following documents:

Notice of Violation of California Health and Safety Code §25249.6, including attachment "Proposition 65: A Summary"; and Certificate of Merit

on:

Patrick Reiten, President and CEO of Pacific Power, Gregory E. Abel, Chairman and CEO of PacifiCorp, Gregory E. Abel, Chairman, President and CEO of Berkshire Hathaway Energy Company, Warren Buffett, Chairman and CEO of Berkshire Hathaway Inc., PacifiCorp, C/O Registered Agent, CT Corporation System, and Berkshire Hathaway Energy Company, C/O Registered Agent, CT Corporation System

by sending them from Berkeley, California via First Class United States Mail (via certified mail, return receipt requested) and on the individuals identified in the list attached hereto as Appendix A (without the attachment "Proposition 65: A Summary") (with Confidential Letter and attachments to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit) by sending them also from Berkeley, California by First Class United States Mail.

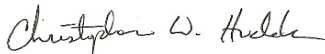
On March 6, 2015, I also served the following documents electronically through the Attorney General's online Prop 65 filing feature at <https://oag.ca.gov/prop65/add-60-day-notice>:

Notice of Violation of California Health and Safety Code §25249.6 (without the attachment "Proposition 65: A Summary"); Certificate of Merit; and Confidential Letter to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit

on:

Attorney General Kamala Harris and the California Attorney General's Office Prop 65 Coordinator.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed March 6, 2015 at Berkeley, California.



Christopher Hudak

ENVIRONMENTAL ADVOCATES
ATTORNEYS AT LAW

5135 ANZA STREET
SAN FRANCISCO, CA 94121
(415) 533-3376
Fax: (415) 358-5695
E-mail: csproul@enviroadvocates.com

March 6, 2015

Pedro J. Pizarro, President
Southern California Edison Company
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Theodore F. Craver, Jr.,
Chairman, President, CEO
Edison International
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Dear Mr. Pizarro and Mr. Craver:

In accord with California Health & Safety Code § 25249.7, Ecological Rights Foundation ("ERF") hereby gives you notice that Southern California Edison Company and Edison International (hereinafter collectively "SCE") have violated and are in ongoing violation of California Health & Safety Code § 25249.6, which provides that "[n]o person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first providing a clear and reasonable warning to such individual."

Pursuant to California Health & Safety Code § 25249.7, ERF intends to bring an enforcement action 60 days after effective service of this notice unless the public enforcement agencies have commenced and are diligently prosecuting an action to rectify the violations discussed in this letter. The public enforcement agencies that have been served with copies of this notice of violations are identified in the attached Certificate of Service.

Identification of SCE's Violations

SCE's violations of California Health & Safety Code § 25249.6 occur when residents of California (as well as visitors to California, collectively hereinafter "Californians") are knowingly and intentionally exposed to chemicals used to treat wooden utility poles owned, operated, stored and/or maintained by SCE. These wood treatment chemicals are known to the State of California to cause cancer or reproductive toxicity. The names and toxicity type(s) of these wood treatment chemicals listed under Proposition 65 are pentachlorophenol (cancer), hexachlorobenzene (cancer, developmental), polychlorinated dibenzo-p-dioxins (cancer), polychlorinated dibenzofurans (cancer), hexachlorodibenzodioxin (cancer), and 2,3,7,8 tetrachlorodibenzo-*p*-dioxin (cancer, developmental) (collectively hereinafter "wood treatment chemicals"). SCE is

knowingly and intentionally exposing Californians to these wood treatment chemicals without providing any clear and reasonable warnings as to these chemicals' toxicity.

The wood treatment chemicals listed above have been added to wooden poles by dissolving them into various hydrocarbons such as oil, creosote and/or methylene chloride, and then forcing them under pressure into the wooden poles. These chemicals then ooze out of the poles. Wood treatment chemicals are thus on the surface of the poles and they are washed off the poles when it rains. Wood treatment chemicals also drip or ooze into soil or onto pavement/concrete at the base of the poles.

On information and belief, ERF alleges that both Southern California Edison Company and Edison International own and control the utility poles at issue herein, and that both are therefore operators of the poles. Even if Southern California Edison Company has legal title to the poles and Edison International lacks such legal title, on information and belief, ERF alleges that Edison International controls and directs Southern California Edison Company, and has authority to and has exercised such authority to direct Southern California Edison Company to maintain the poles without providing the clear and reasonable warnings concerning Californians' exposures to the wood treatment chemicals associated with the poles at issue. As such, Edison International is also legally responsible for the violations of California Health & Safety Code § 25249.6 set forth in this letter.

Californians are exposed to these wood treatment chemicals at every wooden utility pole (commonly referred to as "telephone poles") treated with pentachlorophenol that SCE owns, operates, stores and/or maintains in the State of California in SCE's electrical distribution grid or network located in the following counties: Fresno, Imperial, Inyo, Kern, Kings, Los Angeles, Madera, Mono, Orange, Riverside, San Bernardino, Santa Barbara, Tulare, Tuolumne, and Ventura. Such utility poles are placed next to public thoroughfares, in farm fields and other open land, and other public and private property. These exposures further occur wherever those poles are located within these counties that SCE has taken out of service and then sold or donated to be used for things such as parking facilities and landscaping (to the limited extent SCE's poles are sold or donated to others, they are consumer products).

Environmental and consumer product exposures to the wood treatment chemicals in SCE's utility poles occur through dermal absorption, ingestion, and inhalation routes. Californians are exposed to these chemicals dermally when they touch or otherwise make contact with SCE's poles with their bare skin and when they touch paper that has been affixed to the poles that has absorbed the chemicals from the poles. Californians absorb these chemicals through the skin and ingest them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting fingernails. Californians are exposed to SCE's wood treatment chemicals when persons' clothing makes contact with the poles when such persons lean against or otherwise contact the poles and then they or others make contact with this clothing (when changing clothes, doing laundry, and so forth). Californians are exposed to SCE's wood treatment chemicals when they step in or on the oily rings/deposits of wood treatment chemicals that collect on sidewalks, lawns, or soils at the base of poles. Californians are exposed to SCE's wood treatment chemicals when they come into contact with splinters or sawdust that fall off of poles through normal wear and tear, attaching and removing fixtures on poles, or maintenance work on poles (that includes drilling holes into poles). Californians are exposed to wood treatment chemicals when they come into contact with stormwater runoff from SCE's utility poles (such as by walking on sidewalks or in streets where such stormwater runoff occurs and by picking up contaminants on their shoes or

clothing). Californians are exposed to wood treatment chemicals when pets come into contact with the poles, the oily rings or deposits of wood treatment chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater runoff from poles, and Californians then make contact with such pets (by petting them, holding them, bathing them, and so forth). Californians come into contact with wood treatment chemicals when they track oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or ingest the chemicals. Californians breathe dust impregnated with SCE's wood treatment chemicals when the wind blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on vegetables and fruits grown in their gardens. Californians eat fish caught from water bodies into which SCE's wood treatment chemicals flow and thus ingest these chemicals, which have moved up the food chain into the flesh of fish and shellfish. Californians are exposed to SCE's wood treatment chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals that have ingested SCE's wood treatment chemicals and then concentrated those chemicals in their fat tissues. Children are exposed to SCE's wood treatment chemicals when they eat dirt that has become contaminated with the chemicals, when they touch poles when playing games like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed to SCE's wood treatment chemicals in the ways discussed above (when such these chemicals have concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting also in exposures to human fetuses.

Californians are also exposed to wood treatment chemicals by making contact with the used utility poles or parts of utility poles that SCE has sold or given away to consumers for the latter's uses for various purposes, such as wooden fences, retaining walls, deck construction and so forth. The Californians who have acquired and made use of such poles, as well as their family members and guests, are experiencing on-going exposures to wood treatment chemicals in their repeated contacts with wooden structures made from these poles.

Occupational exposures of wood treatment chemicals also occur through dermal, inhalation, and ingestion routes. Occupational exposures occur when SCE employees such as line workers come in direct contact with wooden utility poles as part of their occupation, and make skin contact with a pole surface or make skin contact with used gloves or clothing that have touched poles. The wood treatment chemicals are then absorbed through the skin and are ingested through hand-to-mouth behavior such as eating a sandwich or the biting of fingernails. These wood treatment chemicals are also absorbed from wood splinters that have punctured the skin. Occupational exposures also occur when employees inhale or ingest contaminated dust kicked up from the base of poles, or touch or ingest water running off of poles or at the base of poles.

Time Period of Violations

SCE's above described violations have occurred every day since at least since three years prior to the date of this letter and will continue every day until SCE provides clear and reasonable warnings to those exposed.

Location of Violations

SCE's above described violations, *i.e.*, exposures of Californians to substances known to the State to cause cancer and reproductive harm without clear and reasonable warnings, occur both on and off the property owned or controlled by SCE in each of the following counties: Fresno, Imperial, Inyo, Kern, Kings, Los Angeles, Madera, Mono, Orange, Riverside, San

Bernardino, Santa Barbara, Tulare, Tuolumne, and Ventura. Such violations have occurred and are occurring at each and every pentachlorophenol-treated utility pole presently owned, operated, stored, or maintained by SCE or formerly owned by SCE and subsequently conveyed to consumers in these counties. However, ERF alleges that SCE's occupational exposure violations occur only at utility poles installed in SCE's electrical distribution grid and at corporate yard locations in these counties where SCE stores new and used poles in California.

Notice for Occupational Exposures Governed by the California State Plan for Occupational Safety and Health

In accord with California Code of Regulations, title 8, section 338, subdivision (b), ERF hereby gives you the following notice:

This notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

ERF Contact Information

The following individual is the responsible individual within ERF for purposes of this Notice:

James Lamport, Executive Director
Ecological Rights Foundation
867 B Redwood Drive
Garberville, California 95542

ERF has retained the following counsel to represent them in this matter:

Christopher Sproul
Environmental Advocates
5135 Anza Street
San Francisco, California 94121
Phone: (415) 533-3376
E-Mail: csproul@enviroadvocates.com

Fredric Evenson
Ecology Law Center
P.O. Box 1000
Santa Cruz, California 95061
Telephone: (831) 454-8216
Email: evenson@ecologylaw.com

P. Pizzaro
T. Craver, Jr.
March 6, 2015
Page 5

Pursuant to Title 11, C.C.R. § 3100, a Certificate of Merit is attached hereto. Pursuant to Title 27, C.C.R. § 25903(b), a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary" is also enclosed.

ERF is interested in seeking a constructive resolution of this matter that advances the public interest without engaging in costly and protracted litigation. If you wish to discuss settlement of this matter before ERF files suit, please promptly contact ERF's counsel.

Cordially,



Christopher Sproul
Environmental Advocates

Enclosures

cc: Kamala Harris, Attorney General of California and the California Attorney General's Office
Prop 65 Coordinator (without "Proposition 65: A Summary" attachment) (with additional
confidential factual information supporting Certificate of Merit)

District Attorneys for California's applicable Counties (see list attached to Certificate of Service)
(without "Proposition 65: A Summary" attachment)

City Attorney for the City of Los Angeles (without "Proposition 65: A Summary" attachment)

APPENDIX A

SERVICE LIST

Kamala Harris, Attorney General of California
Proposition 65 Coordinator
California Attorney General's Office
1515 Clay Street, Suite 2000
Oakland, CA 94612-1499

Southern California Edison Company
C/O Registered Agent, Cristina E. Limon
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Edison International
C/O Registered Agent, Cristina E. Limon
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Pedro J. Pizarro, President
Southern California Edison Company
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Theodore F. Craver, Jr.,
Chairman, President, CEO
Edison International
2244 Walnut Grove Avenue,
Rosemead, CA 91770

Office of the District Attorney
County of Fresno
2220 Tulare Street, Suite 1000
Fresno, CA 93721

Office of the District Attorney
County of Imperial
County Administration Building
940 West Main Street, Suite 102
El Centro, California 92243

Office of the District Attorney
County of Inyo
P.O Drawer D
Independence, CA 93526

Office of the District Attorney
County of Kern
1215 Truxtun Ave, 4th Floor
Bakersfield, CA 93301

Office of the District Attorney
County of Kings
1400 West Lacey Boulevard, Building 4
Hanford, CA 93230

Office of the District Attorney
County of Los Angeles
210 West Temple Street, Suite 18000
Los Angeles, CA 90012

Office of the District Attorney
County of Madera
209 W. Yosemite Ave
Madera, CA 93637

Office of the District Attorney
County of Mono
P.O. Box 2053
Mammoth Lakes, CA 93546

Office of the District Attorney
County of Orange
Attn: Clerks Office
Central Justice Center
700 Civic Center Drive West
Santa Ana, CA 92701

Office of the District Attorney
County of Riverside
3960 Orange Street
Riverside, CA 92501

Office of the District Attorney
County of San Bernardino
316 North Mountain View Ave.
San Bernardino, CA 92415

Office of the District Attorney
County of Santa Barbara
1112 Santa Barbara Street
Santa Barbara, CA 93101

APPENDIX A

SERVICE LIST (Cont.)

Office of the District Attorney
County of Tulare
221 S Mooney Blvd, Rm 224
Visalia, CA 93291

Office of the District Attorney
County of Tuolumne
423 N. Washington St.
Sonora, CA 95370

Office of the District Attorney
County of Ventura
Ventura County Government Center
800 S. Victoria Avenue, Suite 314
Ventura, CA 93009

Office of the City Attorney
City of Los Angeles
200 N. Main Street, Room 800
Los Angeles, CA 90012

CERTIFICATE OF MERIT

I, Christopher Sproul, hereby declare:

(1) This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

(2) I am the attorney for the noticing party, Ecological Rights Foundation.

(3) I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is the subject of the action.

(4) Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

(5) The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), *i.e.*, (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: March 6, 2015

Christopher a. sproul

CERTIFICATE OF SERVICE

I am over the age of 18 years and not a party to the within action. On March 6, 2015, I served the following documents:

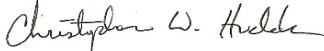
Notice of Violation of California Health and Safety Code §25249.6, including attachment "Proposition 65: A Summary"; and Certificate of Merit
on:

Pedro J. Pizarro, President of Southern California Edison Company, Theodore F. Craver, Jr., Chairman, President, and CEO of Edison International, Southern California Edison Company, C/O Registered Agent, Cristina E. Limon, and on Edison International, C/O Registered Agent, Cristina E. Limon
by sending them from Berkeley, California via First Class United States Mail (via certified mail, return receipt requested) and on the individuals identified in the list attached hereto as Appendix A (without the attachment "Proposition 65: A Summary") (with Confidential Letter and attachments to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit) by sending them also from Berkeley, California by First Class United States Mail.

On March 6, 2015, I also served the following documents electronically through the Attorney General's online Prop 65 filing feature at <https://oag.ca.gov/prop65/add-60-day-notice>:
Notice of Violation of California Health and Safety Code §25249.6 (without the attachment "Proposition 65: A Summary"); Certificate of Merit; and Confidential Letter to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit
on:

Attorney General Kamala Harris and the California Attorney General's Office Prop 65 Coordinator.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed March 6, 2015 at Berkeley, California.



Christopher Hudak

ENVIRONMENTAL ADVOCATES
ATTORNEYS AT LAW

5135 ANZA STREET
SAN FRANCISCO, CA 94121
(415) 533-3376
Fax: (415) 358-5695
E-mail: csproul@enviroadvocates.com

March 6, 2015

Jeffrey W. Martin, CEO
San Diego Gas & Electric Company
101 Ash Street
San Diego, CA 92101

Debra L. Reed, Chairman and CEO
Sempra Energy
101 Ash Street
San Diego, CA 92101

Dear Mr. Martin and Ms. Reed:

In accord with California Health & Safety Code § 25249.7, Ecological Rights Foundation ("ERF") hereby gives you notice that San Diego Gas and Electric Company and Sempra Energy (hereinafter collectively "SDG&E") have violated and are in ongoing violation of California Health & Safety Code § 25249.6, which provides that "[n]o person in the course of doing business shall knowingly and intentionally expose any individual to a chemical known to the state to cause cancer or reproductive toxicity without first providing a clear and reasonable warning to such individual."

Pursuant to California Health & Safety Code § 25249.7, ERF intends to bring an enforcement action 60 days after effective service of this notice unless the public enforcement agencies have commenced and are diligently prosecuting an action to rectify the violations discussed in this letter. The public enforcement agencies that have been served with copies of this notice of violations are identified in the attached Certificate of Service.

Identification of SDG&E's Violations

SDG&E's violations of California Health & Safety Code § 25249.6 occur when residents of California (as well as visitors to California, collectively hereinafter "Californians") are knowingly and intentionally exposed to chemicals used to treat wooden utility poles owned, operated, stored and/or maintained by SDG&E. These wood treatment chemicals are known to the State of California to cause cancer or reproductive toxicity. The names and toxicity type(s) of these wood treatment chemicals listed under Proposition 65 are pentachlorophenol (cancer), hexachlorobenzene (cancer, developmental), polychlorinated dibenzo-*p*-dioxins (cancer), polychlorinated dibenzofurans (cancer), hexachlorodibenzodioxin (cancer), and 2,3,7,8 tetrachlorodibenzo-*p*-dioxin (cancer, developmental) (collectively hereinafter "wood treatment chemicals"). SDG&E is knowingly and intentionally exposing Californians to these wood

treatment chemicals without providing any clear and reasonable warnings as to these chemicals' toxicity.

The wood treatment chemicals listed above have been added to wooden poles by dissolving them into various hydrocarbons such as oil, creosote and/or methylene chloride, and then forcing them under pressure into the wooden poles. These chemicals then ooze out of the poles. Wood treatment chemicals are thus on the surface of the poles and they are washed off the poles when it rains. Wood treatment chemicals also drip or ooze into soil or onto pavement/concrete at the base of the poles.

On information and belief, ERF alleges that both San Diego Gas and Electric Company and Sempra Energy own and control the utility poles at issue herein, and that both are therefore operators of the poles. Even if San Diego Gas and Electric Company has legal title to the poles and Sempra Energy lacks such legal title, on information and belief, ERF alleges that Sempra Energy controls and directs San Diego Gas and Electric Company, and has authority to and has exercised such authority to direct San Diego Gas and Electric Company to maintain the poles without providing the clear and reasonable warnings concerning Californians' exposures to the wood treatment chemicals associated with the poles at issue. As such, Sempra Energy is also legally responsible for the violations of California Health & Safety Code § 25249.6 set forth in this letter.

Californians are exposed to these wood treatment chemicals at every wooden utility pole (commonly referred to as "telephone poles") treated with pentachlorophenol that SDG&E owns, operates, stores and/or maintains in the State of California in SDG&E's electrical distribution grid or network located in the following counties: San Diego and Orange. Such utility poles are placed next to public thoroughfares, in farm fields and other open land, and other public and private property. These exposures further occur wherever those poles are located within these counties that SDG&E has taken out of service and then sold or donated to be used for things such as parking facilities and landscaping (to the limited extent SDG&E's poles are sold or donated to others, they are consumer products).

Environmental and consumer product exposures to the wood treatment chemicals in SDG&E's utility poles occur through dermal absorption, ingestion, and inhalation routes. Californians are exposed to these chemicals dermally when they touch or otherwise make contact with SDG&E's poles with their bare skin and when they touch paper that has been affixed to the poles that has absorbed the chemicals from the poles. Californians absorb these chemicals through the skin and ingest them through hand-to-mouth, and hand-to-food-to-mouth behavior such as eating food or biting fingernails. Californians are exposed to SDG&E's wood treatment chemicals when persons' clothing makes contact with the poles when such persons lean against or otherwise contact the poles and then they or others make contact with this clothing (when changing clothes, doing laundry, and so forth). Californians are exposed to SDG&E's wood treatment chemicals when they step in or on the oily rings/deposits of wood treatment chemicals that collect on sidewalks, lawns, or soils at the base of poles. Californians are exposed to SDG&E's wood treatment chemicals when they come into contact with splinters or sawdust that fall off of poles through normal wear and tear, attaching and removing fixtures on poles, or maintenance work on poles (that includes drilling holes into poles). Californians are exposed to wood treatment chemicals when they come into contact with stormwater runoff from SDG&E's utility poles (such as by walking on sidewalks or in streets where such stormwater runoff occurs and by picking up contaminants on their shoes or clothing). Californians are exposed to wood

treatment chemicals when pets come into contact with the poles, the oily rings or deposits of wood treatment chemicals that collect on sidewalks, lawns or soils at the base of poles, or the stormwater runoff from poles, and Californians then make contact with such pets (by petting them, holding them, bathing them, and so forth). Californians come into contact with wood treatment chemicals when they track oils, soils, or water on their shoes, feet, or clothing into their homes or businesses and then touch or ingest the chemicals. Californians breathe dust impregnated with SDG&E's wood treatment chemicals when the wind blows such dust into the atmosphere. They ingest the dust when it falls on their food, such as on vegetables and fruits grown in their gardens. Californians eat fish caught from water bodies into which SDG&E's wood treatment chemicals flow and thus ingest these chemicals, which have moved up the food chain into the flesh of fish and shellfish. Californians are exposed to SDG&E's wood treatment chemicals when they consume animal fat – such as milk, cheese, ice cream, and beef – from animals that have ingested SDG&E's wood treatment chemicals and then concentrated those chemicals in their fat tissues. Children are exposed to SDG&E's wood treatment chemicals when they eat dirt that has become contaminated with the chemicals, when they touch poles when playing games like tag or hide-and-go-seek, and when they ingest breast milk from their mothers who were exposed to SDG&E's wood treatment chemicals in the ways discussed above (when such these chemicals have concentrated into the breast milk used to feed infants). These chemicals cross the placenta, resulting also in exposures to human fetuses.

Californians are also exposed to wood treatment chemicals by making contact with the used utility poles or parts of utility poles that SDG&E has sold or given away to consumers for the latter's uses for various purposes, such as wooden fences, retaining walls, deck construction and so forth. The Californians who have acquired and made use of such poles, as well as their family members and guests, are experiencing on-going exposures to wood treatment chemicals in their repeated contacts with wooden structures made from these poles.

Occupational exposures of wood treatment chemicals also occur through dermal, inhalation, and ingestion routes. Occupational exposures occur when SDG&E employees such as line workers come in direct contact with wooden utility poles as part of their occupation, and make skin contact with a pole surface or make skin contact with used gloves or clothing that have touched poles. The wood treatment chemicals are then absorbed through the skin and are ingested through hand-to-mouth behavior such as eating a sandwich or the biting of fingernails. These wood treatment chemicals are also absorbed from wood splinters that have punctured the skin. Occupational exposures also occur when employees inhale or ingest contaminated dust kicked up from the base of poles, or touch or ingest water running off of poles or at the base of poles.

Time Period of Violations

SDG&E's above described violations have occurred every day since at least since three years prior to the date of this letter and will continue every day until SDG&E provides clear and reasonable warnings to those exposed.

Location of Violations

SDG&E's above described violations, *i.e.*, exposures of Californians to substances known to the State to cause cancer and reproductive harm without clear and reasonable warnings, occur both on and off the property owned or controlled by SDG&E in each of the following counties: San Diego and Orange. Such violations have occurred and are occurring at each and every

pentachlorophenol-treated utility pole presently owned, operated, stored, or maintained by SDG&E or formerly owned by SDG&E and subsequently conveyed to consumers in these counties. However, ERF alleges that SDG&E's occupational exposure violations occur only at utility poles installed in SDG&E's electrical distribution grid and at corporate yard locations in these counties where SDG&E stores new and used poles in California.

Notice for Occupational Exposures Governed by the California State Plan for Occupational Safety and Health

In accord with California Code of Regulations, title 8, section 338, subdivision (b), ERF hereby gives you the following notice:

This notice alleges the violation of Proposition 65 with respect to occupational exposures governed by the California State Plan for Occupational Safety and Health. The State Plan incorporates the provisions of Proposition 65, as approved by Federal OSHA on June 6, 1997. This approval specifically placed certain conditions with regard to occupational exposures on Proposition 65, including that it does not apply to the conduct of manufacturers occurring outside the State of California. The approval also provides that an employer may use the means of compliance in the general hazard communication requirements to comply with Proposition 65. It also requires that supplemental enforcement is subject to the supervision of the California Occupational Safety and Health Administration. Accordingly, any settlement, civil complaint, or substantive court orders in this matter must be submitted to the Attorney General.

ERF Contact Information

The following individual is the responsible individual within ERF for purposes of this Notice:

James Lamport, Executive Director
Ecological Rights Foundation
867 B Redwood Drive
Garberville, California 95542

ERF has retained the following counsel to represent them in this matter:

Christopher Sproul
Environmental Advocates
5135 Anza Street
San Francisco, California 94121
Phone: (415) 533-3376
E-Mail: csproul@enviroadvocates.com

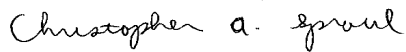
Fredric Evenson
Ecology Law Center
P.O. Box 1000
Santa Cruz, California 95061
Telephone: (831) 454-8216
Email: evenson@ecologylaw.com

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D. Reed
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Pursuant to Title 11, C.C.R. § 3100, a Certificate of Merit is attached hereto. Pursuant to Title 27, C.C.R. § 25903(b), a copy of "The Safe Drinking Water and Toxic Enforcement Act of 1986 (Proposition 65): A Summary" is also enclosed.

ERF is interested in seeking a constructive resolution of this matter that advances the public interest without engaging in costly and protracted litigation. If you wish to discuss settlement of this matter before ERF files suit, please promptly contact ERF's counsel.

Cordially,



Christopher Sproul
Environmental Advocates

Enclosures

cc: Kamala Harris, Attorney General of California and the California Attorney General's Office
Prop 65 Coordinator (without "Proposition 65: A Summary" attachment) (with additional
confidential factual information supporting Certificate of Merit)

District Attorneys for California's applicable Counties (see list attached to Certificate of Service)
(without "Proposition 65: A Summary" attachment)

City Attorney for the City of San Diego (without "Proposition 65: A Summary" attachment)

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APPENDIX A

SERVICE LIST

Kamala Harris, Attorney General of California
Proposition 65 Coordinator
California Attorney General's Office
1515 Clay Street, Suite 2000
Oakland, CA 94612-1499

San Diego Gas & Electric Company
C/O Registered Agent, CSC
2710 Gateway Oaks Dr, Suite 150 N,
Sacramento, CA 95833

Sempra Energy
C/O Registered Agent, CSC
2710 Gateway Oaks Dr, Suite 150 N,
Sacramento, CA 95833

Jeffrey W. Martin, CEO
San Diego Gas & Electric Company
101 Ash Street
San Diego, CA 92101

Debra L. Reed, Chairman and CEO
Sempra Energy
101 Ash Street
San Diego, CA 92101

Office of the District Attorney
County of Orange
ATTN: Environmental Protection Unit
P.O. Box 808
Santa Ana, CA 92702-0808

Office of the District Attorney
County of San Diego
330 W. Broadway, 13th Floor
San Diego, CA 92101

Office of the City Attorney
City of San Diego
1200 Third Ave., Suite 1620
San Diego, CA 92101

CERTIFICATE OF MERIT

I, Christopher Sproul, hereby declare:

(1) This Certificate of Merit accompanies the attached sixty-day notice in which it is alleged the parties identified in the notices have violated Health and Safety Code section 25249.6 by failing to provide clear and reasonable warnings.

(2) I am the attorney for the noticing party, Ecological Rights Foundation.

(3) I have consulted with one or more persons with relevant and appropriate experience or expertise who has reviewed facts, studies, or other data regarding the alleged exposure to the listed chemical that is the subject of the action.

(4) Based on the information obtained through those consultations, and on all other information in my possession, I believe there is a reasonable and meritorious case for the private action. I understand that "reasonable and meritorious case for the private action" means that the information provides a credible basis that all elements of the plaintiffs' case can be established and the information did not prove that the alleged violator will be able to establish any of the affirmative defenses set forth in the statute.

(5) The copy of this Certificate of Merit served on the Attorney General attaches to it factual information sufficient to establish the basis for this certificate, including the information identified in Health and Safety Code section 25249.7(h)(2), *i.e.*, (1) the identity of the persons consulted with and relied on by the certifier, and (2) the facts, studies, or other data reviewed by those persons.

Dated: March 6, 2015

Christopher A. Sproul

CERTIFICATE OF SERVICE

I am over the age of 18 years and not a party to the within action. On March 6, 2015, I served the following documents:

Notice of Violation of California Health and Safety Code §25249.6, including attachment "Proposition 65: A Summary"; and Certificate of Merit

on:

Jeffrey W. Martin, CEO of San Diego Gas & Electric Company, Debra L. Reed, Chairman and CEO Sempra Energy, San Diego Gas & Electric Company, C/O Registered Agent, CSC, and on Sempra Energy, C/O Registered Agent, CSC

by sending them from Berkeley, California via First Class United States Mail (via certified mail, return receipt requested) and on the individuals identified in the list attached hereto as Appendix A (without the attachment "Proposition 65: A Summary") (with Confidential Letter and attachments to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit) by sending them also from Berkeley, California by First Class United States Mail.

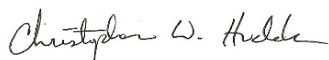
On March 6, 2015, I also served the following documents electronically through the Attorney General's online Prop 65 filing feature at <https://oag.ca.gov/prop65/add-60-day-notice>:

Notice of Violation of California Health and Safety Code §25249.6 (without the attachment "Proposition 65: A Summary"); Certificate of Merit; and Confidential Letter to Attorney General Kamala Harris and California Attorney General's Office Prop 65 Coordinator providing, in accord with Title 11 C.C.R. §§ 3100, 3101 and 3102, confidential factual information supporting Ecological Rights Foundation's Certificate of Merit

on:

Attorney General Kamala Harris and the California Attorney General's Office Prop 65 Coordinator.

I declare under penalty of perjury under the laws of the State of California that the foregoing is true and correct. Executed March 6, 2015 at Berkeley, California.



Christopher Hudak