

**IN THE CIRCUIT COURT OF PULASKI COUNTY, ARKANSAS
SIXTH DIVISION**

**TIM GRIFFIN, in his official capacity as
Attorney General of Arkansas**

PLAINTIFF

v.

Case No. 60CV-23-9637

**ARKANSAS BOARD OF CORRECTIONS;
BENNY MAGNESS, in his official capacity as
Chairman of the Arkansas Board of Corrections;
ABTIN MEHDIZADEGAN; and HALL BOOTH SMITH, P.C.**

DEFENDANTS

SECOND AMENDED COMPLAINT

Tim Griffin, in his official capacity as Attorney General of Arkansas, for his Second Amended Complaint, states:

INTRODUCTION

1. This lawsuit brings two sets of claims: (1) an appeal from a denial of rights under the Arkansas Freedom of Information Act (FOIA) to redress two, independent FOIA violations; and (2) a cause of action to prevent an illegal exaction that is (or might become) the fruit of the FOIA violations.

2. In enacting FOIA in 1967, the General Assembly was concerned that “public business be performed in an open and public manner” so that voters can be made aware of “the performance of public officials and of the decisions that are reached in public activity and in making public policy.” Ark. Code Ann. § 25-19-102.

3. On December 8, 2023, the Board purported to hire a special counsel with no public discussion on the matter and, as is made clear below, not a single piece of correspondence about whether to hire special counsel—let alone whether to hire a specific person.

4. Under Ark. Code Ann. § 25-19-107 and *Bryant v. Weiss*, 335 Ark. 534, 983 S.W.2d 902 (1998), the Attorney General has both the standing and authority to bring this FOIA enforcement claim in his official capacity.

5. After being made aware of their FOIA violations, the Board held a meeting on December 22, 2023, in an attempt to cure the FOIA problems both prospectively and retroactively.

6. No provision of law allows the Board to retroactively cure its FOIA violations.

7. On December 14, 2023, Mr. Mehdizadegan and others at Hall Booth Smith, P.C., sued the Governor in her official capacity in Pulaski County Circuit Court, Case No. 60CV-23-9598.

8. According to *Leonard v. State, ex rel. Norwood*, 185 Ark. 998, 50 S.W.2d 598 (1932), the Attorney General has authority under Ark. Const. art. 16, § 13 to bring an action to prevent the disbursement of public funds when that disbursement would constitute an illegal exaction.

9. Any payment of public funds to Mr. Mehdizadegan or his law firm for work on behalf of the Board would be an illegal exaction because the Board lacked authority to unilaterally hire Mr. Mehdizadegan and his law firm to conduct litigation on the Board's behalf.

10. The Board claims that Ark. Code Ann. § 25-16-711 gives the Board authority to hire Mr. Mehdizadegan and his law firm.

11. Section 25-16-711 authorizes "a constitutional officer" to "employ special counsel" when the constitutional officer disagrees with the Attorney General "on the interpretation of any constitutional provision, act, rule, or regulation which affects the duties of that constitutional officer."

12. Because the Board is not “a constitutional officer,” section 25-16-711 does not apply to it. Instead, when the Board needs legal representation for any matter, the Board must proceed under section 25-16-702.

13. Because the Board acted ultra vires in its attempt to retain legal counsel, any payments to that illegally retained special counsel would be an illegal exaction.

14. Attorney General Griffin respectfully requests this Court to:

- a. declare that Board members Benny Magness and Lee Watson violated FOIA when they discussed Board matters outside of a properly called meeting;
- b. declare that the Board has violated the open-meetings provisions of FOIA;
- c. declare that the Board acted ultra vires and violated Arkansas law by entering into an illegal agreement with Abtin Mehdizadegan and Hall Booth Smith, P.C. without following the procedure under Ark. Code Ann. § 25-16-702;
- d. void the Board’s illegal agreement entered into with “special counsel” because that agreement was the fruit of at least two illegal meetings and in violation of Ark. Code Ann. § 25-16-702;
- e. order the Board to fully respond to Attorney General Griffin’s FOIA requests; and
- f. enjoin the Board from paying or causing to be paid any public funds to Abtin Mehdizadegan or Hall Booth Smith, P.C. for services illegally provided to the Board.

PARTIES

15. Plaintiff is the duly elected Attorney General of Arkansas with his principal place of business located in Pulaski County, Arkansas.

16. Defendant Arkansas Board of Corrections is a public entity subject to FOIA. The Board's central office is located in Jefferson County, Arkansas.

17. Defendant Benny Magness is the chairman of the Board of Corrections and is being sued in his official capacity.

18. Defendant Abtin Mehdizadegan is an attorney licensed to practice law in Arkansas and a partner at Hall Booth Smith, P.C.'s Little Rock office.

19. Hall Booth Smith, P.C. is a law firm with offices in Little Rock and Rogers, Arkansas.

JURISDICTION AND VENUE

20. The Court has subject-matter jurisdiction under amendment 80, § 6 of the Arkansas Constitution; Article 16, Section 13 of the Arkansas Constitution; Ark. Code Ann. § 16-13-201; Ark. Code Ann. § 16-4-101(B); and Ark. Code Ann. § 25-19-107.

21. The Court has personal jurisdiction over the parties pursuant to Ark. Code Ann. § 16-4-101.

22. Venue is proper in this Court pursuant to Ark. Code Ann. § 25-19-107(a).

SECRET MEETING BETWEEN MAGNESS AND WATSON

23. Plaintiff re-alleges and incorporates by reference all the allegations contained in the foregoing paragraphs.

24. In a separate proceeding in Pulaski County Circuit Court, and while under oath, Magness admitted that he and Board member Lee Watson had discussions, outside the presence

of the other Board members, on whether the Board should hire outside counsel to bring a lawsuit challenging the constitutionality of certain laws passed during the 2023 legislative session.

25. On information and belief, this discussion took place sometime before December 8, 2023.

26. The discussion between Magness and Watson took place outside the context of a public meeting, and they did not provide any of the advanced notice required under FOIA to hold a public meeting.

27. The discussion of whether to hire outside counsel was a matter of public business, and Magness and Watson knew the matter would come before the Board or that it was likely to come before the Board for official action.

THE BOARD’S DECEMBER 8, 2023 MEETING

28. Plaintiff re-alleges and incorporates by reference all the allegations contained in the foregoing paragraphs.

29. On December 8, 2023, the Board held its monthly meeting. Any meeting the Board holds is a public meeting pursuant to FOIA.

30. Under FOIA, before a governing body enters into an executive session, it must state the “specific purpose of the executive session.” Ark. Code Ann. § 25-19-106(c)(1)(B).¹

31. During the December 8 meeting, the Board announced that it would go into executive session to consider an “employment matter.”

32. Under FOIA, an executive session may be called to consider a “personnel matter” only for the purpose of “considering employment, appointment, promotion, demotion,

¹ In its 2025 regular session, the General Assembly substantially re-wrote the meetings provision of the FOIA—Ark. Code Ann. 25-19-106. *See* Act 179 of 2025. This Second Amended Complaint cites the FOIA’s meetings provisions as they were codified before Act 179 because that is the relevant law that applied at the time of the illegal conduct.

disciplining, or resignation of *any public officer or employee.*” Ark. Code Ann. § 25-19-106(c)(1)(A) (emphasis added).

33. The Board’s executive session lasted approximately 45 minutes.

34. When the Board emerged from the executive session, Board member Watson promptly made two motions.

35. In the first motion, Watson moved that the Board “approve the hiring of special counsel to advise the Board regarding employment matters.” The Board voted 4-2 to hire special counsel.

36. Any special counsel is, by definition, not a public officer or employee of the Board.

37. In the second motion, Watson moved that the Board “approve and sign an engagement agreement with Abtin Mehdizadegan.” The Board again voted 4-2 to retain Mr. Mehdizadegan for help in these undisclosed employment matters.

38. Mr. Mehdizadegan is not a public officer or employee of the Board, nor does his purported retention as “special counsel” transform him into such.

39. The Board took less than three minutes to vote on these motions after emerging from the executive session and did not engage in any public discussion or debate on either motion.

40. According to Department of Corrections spokeswoman, Dina Tyler, during the executive session the Board “discussed the hiring of Little Rock private practice attorney Abtin Mehdizadegan” to represent the Board on “employment and hiring issues.” **Exhibit 1 (Arkansas Democrat-Gazette article Dec. 13, 2023).**

41. On December 20, 2023, Board member Whitney Gass signed a declaration under penalty of perjury admitting to facts that show the Board’s discussion in executive session far

exceeded the scope of a personnel-matters executive session. **Exhibit 2 (Declaration of Dr. Whitney Gass Dec. 20, 2023).**

42. In her declaration, Gass admits that during the December 8 executive session “the Board discussed the Attorney General’s conflicts of interests [sic] given his public remarks on November 17, 2023.” **Ex. 2, ¶ 10.**

43. Gass confesses that a member of the Board briefly described “his consultation with an employment attorney[.]” **Ex. 2, ¶ 11.**

44. Finally, she tries to somehow justify the Board’s improper actions under FOIA, by opining that the portion of the executive session relating to retention of outside counsel was “exceedingly limited.” **Ex. 2, ¶ 17.**

45. At the Board’s December 22, 2023, special meeting, Lee Watson publicly confirmed that he was the Board member who had “privately consulted” with attorney Abtin Mehdizadegan.

46. At that same meeting, Watson went on to admit that he described his consultation with Mr. Mehdizadegan in the December 8 executive session of the Board.

47. Watson’s revelation that he was the Board member who discussed his covert consultation with Mr. Mehdizadegan is consistent with Gass’s account of the illegality of the December 8 executive session.

48. Based upon the declaration of Gass and Watson’s public comments at the Board’s December 22, 2023, special meeting, the Board’s discussion in executive session included the following impermissible topics: (1) whether to hire special counsel; (2) if so, which specific attorney to retain; and (3) “the Attorney General’s conflicts of interests [sic] given his public remarks on November 17, 2023.”

49. On December 11, 2023, the Attorney General sent a letter to Magness notifying him that the Board's actions on December 8, 2023, were illegal in two ways: (1) the Board's executive session violated the open-meetings provisions of FOIA, and (2) the Board violated Ark. Code Ann. § 25-16-702(a) by failing to first certify its need for legal counsel to the Attorney General before seeking special legal counsel. **Exhibit 3 (AG letter Dec. 11, 2023)**. Plaintiff's letter gave the Board until December 15, 2023, to "reconvene and cure" their illegal actions. **Ex. 3**.

50. While the Board did call a special meeting on December 14, 2023, it took no action in accordance with the Attorney General's December 11 directive to cure their illegal actions on December 8, which violated FOIA.

51. Because of the Board's insistence to operate in a manner outside of the public eye, the citizens of Arkansas are deprived of their right to know the business of the Board, particularly the hiring of "special counsel," which purportedly obligates the State to expend a significant amount of taxpayer funds to pay private attorneys to sue the State.

ILLEGAL ENGAGEMENT OF "SPECIAL COUNSEL"

52. The Board executed the Engagement Letter for Legal Services on December 8, 2023, and the Engagement Letter for Legal Services and Supplement on December 22, 2023, (hereinafter collectively referred to as the "Engagement Letter") to retain Abtin Mehdizadegan and Hall Booth Smith, P.C. A copy of the Engagement Letter for Legal Services dated December 8, 2023, is attached hereto and incorporated herein as **Exhibit 4**. A copy of the Engagement Letter for Legal Services and Supplement dated December 22, 2023, is attached hereto and incorporated herein as **Exhibit 5**.

53. Under Ark. Code Ann. § 25-16-702(a), the Attorney General is the default lawyer for all "state officials, departments, institutions, and agencies." Thus, when "any officer or

department, institution, or agency of the state needs the services of an attorney,” the matter “shall be certified to the Attorney General for attention.” *Id.*

54. Ark. Code Ann. § 25-16-702(b)(1) states, “[a]ll office work and advice for state officials, departments, institutions, and agencies shall be given by the Attorney General and his or her assistants, and no special counsel shall be employed or additional expense paid for those services.”

55. Ark. Code Ann. § 25-16-702(c) states:

If any official, department, institution, or agency of the state needs the service of an attorney and the Attorney General fails to render the service when requested in writing, then, upon the establishment of that fact, the Governor may appoint counsel to look after the matter or may authorize the employment of counsel by the officer, department, agency, or institution needing the services of an attorney.

56. “[T]he Board did not certify” to the Attorney General its need for an attorney prior to entering into the Engagement Letter. *Griffin v. Ark. Bd. of Corrs.*, 2025 Ark. 81, at 9.

57. The Attorney General did not fail to render services because the Board never certified its need for an attorney to the Attorney General. *Id.*

58. The Governor did not appoint counsel or authorize the Board to employ outside counsel. *Id.*

59. The Board itself is not a “constitutional officer” under Ark. Code Ann. § 25-16-711, nor is the Board composed of constitutional officers as that term is used in Ark. Code Ann. § 25-16-711.

60. Ark. Code Ann. § 25-16-711 does not grant the Board the ability to hire special counsel because the Board is not a constitutional officer.

61. The Engagement Letter sets Abtin Mehdizadegan’s hourly rate at \$285.00 per hour. **Ex. 4** and **Ex. 5**. The Engagement Letter further notes that Abtin Mehdizadegan’s hourly rate may

have increased on January 1, 2024. *Id.* The Engagement Letter sets associates at Hall Booth Smith, P.C.’s hourly rate at \$240.00 per hour and paralegal’s hourly rate at \$200.00 per hour. *Id.*

62. The Engagement Letter requires the Board to pay Hall Booth Smith, P.C. for any “out-of-pocket disbursements expended by this Firm in connection with our representation.” *See Ex. 4.*

63. The Engagement Letter specifically authorizes Mr. Mehdizadegan to request the assistance of any associate or partner at Hall Booth Smith, P.C. in representing the Board. *Id.*

64. The Engagement Letter states that it applies to any future matters that the Board agrees will be handled by Hall Booth Smith, P.C. **Ex. 4** and **Ex. 5**.

65. Abtin Mehdizadegan is not a public officer or employee of the Board. Hall Booth Smith, P.C., is not a public officer or employee of the Board.

66. The Board failed to follow Arkansas Procurement Law, Ark. Code Ann. § 19-11-201, *et seq.*, by entering into the Engagement Letter without (a) issuing a request for qualifications under Ark. Code Ann. §19-11-802; (b) following the special procurement procedure set forth in Ark. Code Ann. §19-11-263; or (c) following emergency procurement under Ark. Code Ann. §19-11-233.

67. Chad Brown, Chief Financial Officer for the Department of Corrections, independently concluded and informed the Board that he could not legally pay Abtin Mehdizadegan or Hall Booth Smith, P.C.

ATTORNEY GENERAL’S DECEMBER 11, 2023 FOIA REQUEST

68. Alarmed by the Board’s total absence of public discussion about hiring special counsel and about hiring any specific attorney, Plaintiff sent a FOIA request to the Board on December 11, 2023. **Exhibit 6 (AG FOIA request Dec. 11, 2023).**

69. The request sought copies for six categories of public records:

- a. “all communications that discuss whether to hire an outside counsel”;
- b. “all memoranda prepared or received within the last year by any Board member or Board Employee regarding the hiring of outside counsel or Amendment 33”;
- c. “all communications with potential outside counsel . . . regardless of whether that specific outside counsel was retained”;
- d. “all engagement letters between the board and any outside counsel the Board has attempted to retain”;
- e. “all payments made to any outside counsel the Board has retained in this matter”; and
- f. “all documents provided to or received from the outside counsel the Board has retained in this matter.”

70. On December 14, 2023, Defendants responded through Mr. Mehdizadegan with over 1,500 pages of documents—most of which were copies of public filings Defendants had already made in a separate Pulaski County Circuit Court case they filed that day.

71. None of the records produced were responsive to Plaintiff’s first FOIA request for “communications that discuss whether to hire outside counsel.”

72. None of the records Defendants produced were responsive to Plaintiff’s second request for “copies of all memoranda prepared or received within the last year by any board member or board employee regarding the hiring of outside counsel.”

73. None of the records Defendants produced were responsive to Plaintiff’s third request for “copies of all communications with potential outside counsel in this matter, regardless of whether that specific outside counsel was retained.”

THE BOARD’S DECEMBER 22, 2023 SPECIAL MEETING

74. In a thinly veiled attempt to address the Attorney General’s request to cure the Board’s prior miscues under FOIA, the Board called a special meeting to occur at 5:00 p.m. on December 22, 2023. The first item listed on the Board’s agenda was “*December 8, 2023, Executive Session Follow-up.” **Exhibit 7, at 1 (Dec. 12, 2023 Board Agenda)**.

75. The agenda also included a “*Supplement to Engagement Agreement & Retroactive Application with Abtin Mehdizadegan.” **Id. at 2–4 (Dec. 12, 2023 Board Agenda)**.

COUNT I Open-Meetings Violation

76. Plaintiff re-alleges and incorporates all the allegations contained in the foregoing paragraphs.

77. The discussion between Magness and Watson on whether the Board should hire outside counsel qualifies as a “public meeting” under FOIA.

78. Magness and Watson did not provide any advanced notice of their discussion.

79. The discussion between Magness and Watson violated FOIA’s open-meetings provisions.

80. Part of the fruit of the discussion between Magness and Watson was the Board’s subsequent decision to hire outside counsel.

81. Since the decision to hire outside counsel is the fruit of the illegal meeting, that decision should be voided.

COUNT II December 8 Open-Meetings violation

82. Plaintiff re-alleges and incorporates all the allegations contained in the foregoing paragraphs.

83. The Board's executive session on December 8, 2023, violated FOIA.

84. Discussing the qualifications or hiring of special counsel is not a permissible purpose for an executive session under the personnel-matters exception to the open-meetings rules.

85. Mr. Mehdizadegan is not a public officer or employee, and therefore Ark. Code Ann. § 25-19-106(c)(1)(A) does not apply. He is employed as a partner in the Little Rock office of the Atlanta-based law firm Hall Booth Smith, P.C.

86. Mr. Mehdizadegan also does not hold "the top administrative position in [a] public agency, department or office," so Ark. Code Ann. § 25-19-106(c)(2)(A) does not apply.

87. Because the Board's December 8 executive session far exceeded the scope provided under Ark. Code Ann. § 25-19-106(c)(2)(A), it was illegal, and any decisions arrived at by virtue of that illegal executive session of the Board are void.

88. Also, because the engagement letter that the Board signed with the firm of Hall Booth Smith, P.C. on December 8 did not comply with Ark. Code Ann. § 25-1-1102, the engagement letter is null and void.

89. Therefore, the motion to hire special counsel and the motion to hire Mr. Mehdizadegan are illegitimate and illegal. Any steps that have been taken to hire Mr. Mehdizadegan, including any contracts signed between the parties, must be considered null and void.

COUNT III

Open-Records Violation

90. Plaintiff re-alleges and incorporates all the allegations in the foregoing paragraphs.

91. The Board violated FOIA in its response to Plaintiff's FOIA request.

92. The Board did not provide any responsive documents to Plaintiff's first, second, and third FOIA requests.

93. Under Ark. Code Ann. § 25-19-105(a)(3), when a custodian does not provide any records responsive to a specific request, the custodian must respond with one of three written responses.

94. The first possible response is provided under Ark. Code Ann. § 25-19-105(a)(3)(A), which requires that “[i]f no records exist that are responsive to the request, the custodian shall respond that no records exist.”

95. The Board did not respond to any of Plaintiff’s first, second, and third FOIA requests by stating that no records existed. Yet the Board provided no records in response to several of Plaintiff’s requests.

96. The second possible response is provided under Ark. Code Ann. § 25-19-105(a)(3)(B), which requires that “[i]f any responsive records that exist are subject to exemptions under this chapter or other law, the custodian shall respond and identify the applicable exemptions.”

97. The Board did not respond to any of Plaintiff’s first, second, and third FOIA requests by citing any exemptions to disclosure.

98. The third possible response is provided under Ark. Code Ann. § 25-19-105(a)(3)(C), which requires that if the person who received the request “lacks administrative control over any responsive records that may exist,” then that person “shall respond and identify the appropriate custodian to direct the request to, if known or readily ascertainable.”

99. The Board did not respond to any of Plaintiff’s first, second, and third FOIA requests by stating that it was not the custodian of the records the Plaintiff sought.

100. The Board has failed to adequately respond to the Plaintiff’s FOIA requests.

101. Therefore, the Board should be ordered to properly respond to Plaintiff's FOIA request and should be ordered to disclose all responsive documents or provide the statutorily required responses.

COUNT IV
ILLEGAL EXACTION

102. Plaintiff re-alleges and incorporates all the allegations in the foregoing paragraphs.

103. The Board acted ultra vires and violated Arkansas law by entering into the Engagement Letter without following the procedure under Ark. Code Ann. § 25-16-702.

104. The Engagement Letter is not a legal contract and is void because it was entered into as a result of the Board's violation of FOIA's open-meetings provisions.

105. The Engagement Letter is not a legal contract because the Board violated Procurement Law prior to entering into the Engagement Letter.

106. Abtin Mehdizadegan and Hall Booth Smith, P.C. have already performed services on behalf of the Board pursuant to the illegal Engagement Letter.

107. Any payment to Abtin Mehdizadegan or Hall Booth Smith, P.C. by or on behalf of the Board would constitute an illegal exaction based on binding precedent.

108. If the Board has paid or caused to be paid any public funds to Mr. Mehdizadegan or Hall Booth Smith, P.C., for services rendered under the Engagement Letter, the Court should order those funds be returned to the State.

109. If the Board has not yet paid or caused to be paid any public funds to Mr. Mehdizadegan or Hall Booth Smith, P.C. for services rendered under the Engagement Letter, the Court should enjoin the Board from paying or causing to be paid any such public funds.

PRAYER FOR RELIEF

110. The Plaintiff requests the Court set this matter for hearing as to FOIA Counts within seven days, or as soon as possible. *See* Ark. Code Ann. § 25-19-107(b).

Wherefore, the Attorney General asks the Court:

- To declare that discussion between Magness and Watson on Board matters was a public meeting and that it was held illegally;
- To declare that the Board acted illegally when it went into executive session on December 8, 2023;
- To declare the Engagement Letter was illegally entered into by the Board;
- To enjoin the Board from employing Mr. Mehdizadegan as special counsel;
- To enjoin the Board from employing special counsel through any illegal executive session in the future;
- To declare that the Board failed to adequately respond to Plaintiff's FOIA request;
- To order the Board to fully and properly respond to Plaintiff's FOIA request;
- To enjoin the Board from paying or causing to be paid any funds to Abtin Mehdizadegan or Hall Booth Smith, P.C. under the Engagement Letter unlawfully entered into by the Board of Corrections; and
- For all other just and appropriate relief to which he is entitled.

Respectfully submitted,

TIM GRIFFIN
Attorney General

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CERTIFICATE OF SERVICE

I, Carl F. “Trey” Cooper, III, hereby certify that on June 18, 2025, I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system.

/s/ Carl F Cooper III
Carl F. “Trey” Cooper, III

UNIFORM COVER PAGE

[To be used when required by Administrative Order No. 2 (g)*]

COURT: CIRCUIT COURT OF PULASKI COUNTY

Docket/Case Number: 60CV-23-9637

CASE NAME:

PLAINTIFF/
PETITIONER:

Tim Griffin, in his official capacity as Attorney General of Arkansas

DEFENDANT/
RESPONDENT:

Arkansas Board of Corrections, *et al*

TITLE OF PLEADING OR
DOCUMENT BEING FILED

(If a multi-part file,
the designation "part _ of _"
(example, part 1 of 2)):

Exhibit 1 to Second Amended Complaint

*Administrative Order No 2.

(g) *File Mark.* (1) There shall be a two inch (2") top margin on the first page of each document submitted for filing to accommodate the court's file mark. If the pleading or document must be filed in multi-parts because of size or for other reasons, the first page of each part must include the file name and file mark and shall clearly indicate the part number and number of parts (example, part 1 of 2).

(2) If a document is such that the first page cannot be drafted to provide sufficient space to satisfy the file-mark requirement, the document must include the uniform cover page developed by the Administrative Office of the Courts and found under Forms and Publications at www.arcourts.gov.



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Prison board's executive session, hire of outside counsel broke laws, state attorney general contends

December 13, 2023 at 6:55 p.m. | Updated December 13, 2023 at 6:56 p.m.

by [Tony Holt](#)



Follow



Arkansas Attorney General Tim **Griffin** addresses the media Feb. 17 during a press conference in Little Rock.(File Photo/Arkansas Democrat-Gazette/Stephen Swofford)

Attorney General Tim **Griffin** accused the state Board of Corrections of violating state law twice at a meeting last week in which it went into executive session and then voted to hire outside counsel.

In a letter sent to the board's chairman, Benny Magness, earlier this week, **Griffin** stated that the board needs to call a special meeting to "cure these illegal actions" no later than Friday.

Magness and other board members did not respond to requests by the Arkansas Democrat-Gazette for comment, and no announcement of a special meeting had been made late Wednesday.

In his letter, dated Monday and obtained Wednesday by the Democrat-Gazette, **Griffin** accused the board of violating the open-meetings provisions of the state

Freedom of Information Act when it called for an executive session "for an employment issue."

While in executive session Friday, the board discussed the hiring of Little Rock private practice attorney Abtin Mehdizadegan to represent "employment and hiring issues," Department of Corrections spokeswoman Dina Tyler has said. When the board reconvened in public 45 minutes later, it voted 3-2 to hire Mehdizadegan.

"Because it does not involve a public officer or employee, retention of outside counsel does not meet a statutory purpose for the Board to convene in executive session," **Griffin** wrote in his letter.

Griffin quoted Arkansas Code 25-19-106(c)(1)(A), which states, "an executive session will be permitted only for the purpose of considering employment, appointment, promotion, demotion, disciplining, or resignation of any public officer or employee."

Griffin also stated in his letter that the attempt by the board to retain outside counsel without first referring the matter to his office was another violation of state law.

He quoted Arkansas Code 25-16-702(a), which states that the attorney general "shall be the attorney for all state officials, departments, institutions, and agencies.

"Whenever any officer or department, institution, or agency of the state needs the services of an attorney, the matter shall be certified to the Attorney General for attention," the law states.

The law prohibits the board from "unilaterally hiring outside counsel," and no other section of the law provides the board any "alternative authority" to take such an action, **Griffin** wrote.

"A Deputy Attorney General from my staff specifically discussed this issue with the Board's compliance attorney after the Board met on Friday," **Griffin** wrote toward the end of his letter.

Jeff LeMaster, a spokesman for **Griffin**, declined to provide more details when contacted Wednesday. He said the letter sufficiently explains **Griffin's** position.

Mehdizadegan, in a phone interview Wednesday evening, said he disagreed with **Griffin's** "allegations of misconduct" and referred to Arkansas Code 25-16-711, which states that "whenever the Attorney General and a constitutional officer disagree on the interpretation of any constitutional provision, act, rule, or regulation which affects the duties of that constitutional officer, the constitutional officer is authorized to employ special counsel to resolve the disagreement by litigation."

Griffin, along with Gov. Sarah Huckabee Sanders, has also criticized the board recently for failing to fully grant Department of Corrections Secretary Joe Profiri's requests for temporary beds to be opened at state prisons.

At a news conference with Sanders on Nov. 17, **Griffin** said the board was failing at its job and making the state "less safe" after it agreed to open only 130 of the 622 beds that Profiri had requested earlier that month.

On Friday, the board agreed to add 124 beds at the Barbara Ester Unit in Pine Bluff and renovate an empty metal building at the McPherson Unit in Newport to accommodate 244 beds, but it took no action on a request for the remaining 124 beds Profiri had requested at the Maximum Security Unit in Jefferson County.

A Sanders spokeswoman said after the meeting Friday that Profiri would go ahead and open more bed space at three prisons even without the board's approval because he has the authority to do so.

The board had "plenty of time to do the right thing, but chose not to act," the spokeswoman, Alexa Henning, told the Democrat-Gazette on Tuesday through the spokeswoman.

In a Nov. 20 letter to Sanders and **Griffin**, Magness said he shared the governor's desire to add more beds, but added that the board is also responsible for making sure the new beds are safe for both jail staff and residents and humane for inmates, while ensuring the processes outlined by the Arkansas Constitution are followed.

He quoted from Arkansas Code 12-27-105, which says the board has "[g]eneral supervisory power and control over the Division of Correction and the Division of Community Correction and shall perform all functions with respect to the management and control of the adult correctional institutions and community correction options of this state contemplated by Arkansas Constitution, Amendment 33."

That amendment, ratified in 1942, prohibits the Legislature and governor from making certain changes to boards or commissions that have responsibility for managing or controlling the state's charitable, penal or correctional institutions and institutions of higher learning. For instance, the amendment says the powers of such boards or commissions can't be transferred to other entities unless the institutions they oversee are consolidated with other institutions or abolished.

Topics

Tim Griffin, Attorney-General, Board of Corrections, Arkansas, Benny Magness, Abtin Mehdizadegan, Joe Profiri, Sarah Huckabee Sanders, Information Act, Jeff LeMaster, Dina Tyler, Barbara Ester, Jefferson county, Alexa Henning

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[To be used when required by Administrative Order No. 2 (g)*]

COURT: CIRCUIT COURT OF PULASKI COUNTY

Docket/Case Number: 60CV-23-9637

CASE NAME:

PLAINTIFF/
PETITIONER:

Tim Griffin, in his official capacity as Attorney General of Arkansas

DEFENDANT/
RESPONDENT:

Arkansas Board of Corrections, *et al*

TITLE OF PLEADING OR
DOCUMENT BEING FILED

(If a multi-part file,
the designation "part _ of _"
(example, part 1 of 2)):

Exhibit 2 to Second Amended Complaint

*Administrative Order No 2.

(g) *File Mark.* (1) There shall be a two inch (2") top margin on the first page of each document submitted for filing to accommodate the court's file mark. If the pleading or document must be filed in multi-parts because of size or for other reasons, the first page of each part must include the file name and file mark and shall clearly indicate the part number and number of parts (example, part 1 of 2).

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DECLARATION OF DR. WHITNEY GASS

1. My name is Dr. Whitney Gass and I am over the age of twenty-one, of sound mind, and competent to execute this declaration.
2. I have personal knowledge of the facts set forth in this Declaration.
3. I have served on the Arkansas Board of Corrections for approximately seven years.
4. I attended the meetings of the Arkansas Board of Corrections on December 8 and 14, 2023.
5. I attended the executive sessions of the Arkansas Board of Corrections on December 8 and 14, 2023.
6. On December 8, 2023, the Board announced that it would enter executive session to discuss an employment matter.
7. That was the specific and sole purpose of the executive session.
8. The Board has frequently discussed the Secretary of Corrections' employment during prior executive sessions.
9. During that executive session, the Board spent considerable time discussing our many concerns and challenges involving the Secretary of Corrections, his performance, and his outright disdain and insubordination for the Board of Corrections. The topics of discussion included: his performance, what to do in response to his performance, and what options were available to address the Secretary of Corrections' employment.
10. During that executive session, the Board considered whether and to what extent appropriate employment action could be taken against the Secretary of Corrections in light of Act 185 of 2023, which unconstitutionally diminished the Board's powers in

violation of Amendment 33 of the Arkansas Constitution. In particular, the Board discussed the Attorney General's conflicts of interests given his public remarks on November 17, 2023.

11. Because Act 185 unconstitutionally diminished the Board's powers, a member suggested that the Secretary of Corrections' employment issue should be addressed by litigation, and that member explained that he previously consulted with a law professor and attorney, Abtin Mehdizadegan. After briefly describing his consultation with an employment law professor and employment attorney regarding the Secretary of Corrections, the Board quickly exited executive session and voted on two motions.

12. The first motion was to retain outside counsel to assist the Board in navigating the matter of the Secretary of Corrections' employment.

13. The second motion was to execute Abtin Mehdizadegan's engagement agreement.

14. Both motions were made during the public portion of the meeting.

15. Both motions passed during the public portion of the meeting.

16. No other matters were discussed during executive session beyond matters pertaining to the Secretary of Corrections and the unique nature of his employment.

17. The portion of executive session that related in any way to outside counsel was exceedingly limited; however, the matter of hiring outside counsel and the Secretary of Corrections' employment are inextricably intertwined. Notwithstanding, after the topic of outside counsel was described, the Board exited executive session because we knew any discussion would need to be had during the open meeting.

18. When the Board returned from executive session, there was a discussion about the Attorney General's deep conflict of interest and that led to the motion to hire outside counsel.

19. On December 14, 2023, the matters discussed during executive session on December 8, 2023 relative to outside counsel were disclosed during the Board's public meeting.

20. After that discussion, Lee Watson made a motion for our retained outside counsel to pursue all legal action necessary to represent the Board's interests in the constitutional litigation, and to approve the filing of a lawsuit.

21. Thereafter on December 14, 2023, the Board announced that it would enter executive session to discuss an employment matter.

22. That was the specific and sole purpose of the executive session.

23. During that executive session, the Board spent additional time discussing the Secretary of Corrections, and in particular, his flagrant decision to ignore the Board by opening additional bedspace at existing and overcrowded prison facilities that occurred on December 8, 2023 at the Governor's direction.

24. After those discussions concluded, the Board exited executive session and voted to suspend the Secretary of Corrections with pay pending further decision of the Board or of the Court. That motion passed by a majority vote.

25. The Board did not appoint Jerry Bradshaw to serve as executive-in-charge.

26. The Board will need to appoint someone as executive-in-charge at some point soon, and while the topic of an interim was briefly considered, no action was taken.

27. During executive session, the Board also considered whether it was appropriate for the Communications Director to continue serving at the direction of the Secretary of Corrections.

28. After discussion concluded, the Board exited executive session and voted to require the Communications Director to report directly to the Board instead of to the Secretary of Corrections. That motion passed by a majority vote.

29. Both motions were made during the public portion of the meeting.

30. Both motions passed during the public portion of the meeting.

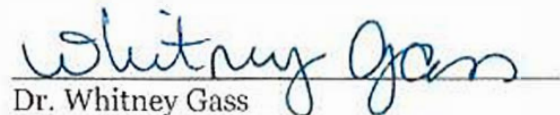
31. To the best of my recollection, no other matters were discussed during executive session.

32. I believe the Attorney General's lawsuit against the Board is politically motivated.

33. I believe the Attorney General's lawsuit against the Board represents political reprisal because the Attorney General disagrees with the Board's decision to hire outside counsel.

34. I declare under penalty of perjury, pursuant to 28 U.S.C. § 1746, that the foregoing is true and accurate.

Executed on this 20 day of December, 2023.


Dr. Whitney Gass

UNIFORM COVER PAGE

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COURT: CIRCUIT COURT OF PULASKI COUNTY

Docket/Case Number: 60CV-23-9637

CASE NAME:

PLAINTIFF/
PETITIONER:

Tim Griffin, in his official capacity as Attorney General of Arkansas

DEFENDANT/
RESPONDENT:

Arkansas Board of Corrections, et al

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Exhibit 3 to Second Amended Complaint

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TIM GRIFFIN
ATTORNEY GENERAL

December 11, 2023

Via Electronic Mail

Benny Magness, Chairman
Arkansas Board of Corrections
Post Office Box 20550
White Hall, Arkansas 71612

Re: Board of Corrections meeting of December 8, 2023

Dear Chairman Magness,

The agenda for the December 8, 2023, meeting of the Arkansas Board of Corrections (Board) indicates that the Board convened in executive session and attempted to retain outside counsel without first referring the matter to the Attorney General. Based upon a review of the audio recording of the Board's December 8 meeting, the Board violated Arkansas law in at least two instances during this meeting.

First, the Board violated the open-meetings provisions of the FOIA. Prior to convening in executive session, the Board announced that the purpose of the executive session was "for an employment issue." Under the open public meetings portion of the Arkansas Freedom of Information Act (FOIA), "an executive session will be permitted only for the purpose of considering employment...of any public officer or employee." Ark. Code Ann. § 25-19-106(c)(1)(A).

The Board's actions upon reconvening in public after the executive session make it clear that the Board did not convene in executive session for a purpose which is permitted under the FOIA. Rather, upon reconvening in public session, the Board purported to vote on and pass two motions: A) a motion to hire "outside counsel to represent and advise the Board regarding employment matters" and B) a motion to approve and sign an engagement agreement with a private attorney to represent the Board. Because it does not involve a public officer or employee, retention of outside counsel does not meet a statutory purpose for the Board to convene in executive session. Under the FOIA, "[e]xecutive sessions must never be called for the purpose of defeating the reason or spirit of this chapter." Ark. Code Ann. § 25-19-106(c)(3). Under the FOIA, the public has a right to observe the discussion that led to the Board's two motions regarding outside counsel.

Second, in attempting to retain outside counsel without first referring the matter to the Attorney General, the Board violated a separate statute. Under Ark. Code Ann. § 25-16-702(a),

Chairman Benny Magness

December 11, 2023

Page 2

the Attorney General “shall be the attorney for all state officials, departments, institutions, and agencies.” The statute also requires that when any of those persons or state entities “needs the services of an attorney, the matter shall be certified to the Attorney General for attention.” This statute prohibits the Board from unilaterally hiring outside counsel, and no other provision of law gives the Board alternative authority to take that action. A Deputy Attorney General from my staff specifically discussed this issue with the Board’s compliance attorney after the Board met on Friday.

As noted above, these actions of the Board are in direct contravention of Arkansas law. The Board must reconvene and cure these illegal actions forthwith, no later than Friday, December 15, 2023.

Sincerely,

A handwritten signature in blue ink, consisting of a large, stylized 'T' followed by a horizontal line and a small flourish.

Tim Griffin
Attorney General

UNIFORM COVER PAGE

[To be used when required by Administrative Order No. 2 (g)*]

COURT: CIRCUIT COURT OF PULASKI COUNTY

Docket/Case Number: 60CV-23-9637

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PETITIONER:

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DEFENDANT/
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Arkansas Board of Corrections, et al

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Exhibit 4 to Second Amended Complaint

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Arkansas Board of Corrections
P.O. Box 20550
White Hall, AR 71612

RE: Engagement Letter for Legal Services

This letter serves as an engagement agreement for legal services. Specifically, this letter will confirm that I have been retained as Special Counsel to the Arkansas Board of Corrections pursuant to Ark. Code Ann. § 25-16-711 in light of recent legislation impacting the Board's power and the conflicting positions of the Attorney General regarding Amendment 33's application to the Board.

My standard hourly rate for government clients is currently \$285.00. Our fees and costs will be billed monthly and are payable pursuant to the Board's extant policies. Our invoices will be submitted monthly, and they will itemize the time expended on this matter and provide a description of services rendered. Without prior approval, I will not associate any other attorneys to assist me in this matter. If another attorney's assistance is necessary, I will obtain prior approval of their hourly rate before they conduct any work. Each invoice will also request reimbursement of any actual out-of-pocket disbursements expended by this Firm in connection with our representation. We will not incur third-party expenses without advance approval. Please note that my rate may increase next year as part of my Firm's standard processes. If my rate increases on this matter, I will alert you of same.

As a client, you have the right at any time to terminate our services and representation upon written notice to the Firm. In the event of termination of representation, your file will be made available to you and will be retained and destroyed in accordance with our ethical obligations. Likewise, we reserve the right to withdraw from our representation if any fact or circumstance arises that would make our continuing representation unlawful or unethical. The above agreements will also apply to services rendered for such future matters that we mutually agree will be handled by the Firm.

Additional Terms

Restriction of Boycott of Israel. In accordance with Arkansas Code § 25-1-503, this Firm hereby certifies and agrees that it is not currently engaged in, and agrees for the duration of the Agreement not to engage in, a boycott of Israel.

LITTLE ROCK, AR

ALABAMA | ARKANSAS | COLORADO | FLORIDA | GEORGIA | MONTANA | NEW JERSEY | NEW YORK
NORTH CAROLINA | OKLAHOMA | SOUTH CAROLINA | TENNESSEE

Governing Law. This Agreement shall be governed by the laws of the State of Arkansas, without regard to Arkansas's conflict of law principles.

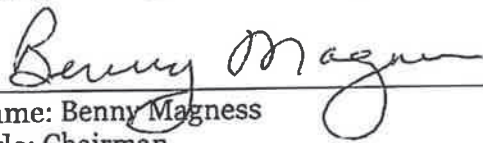
Thank you again for considering me for this engagement.

Sincerely,



Abtin Mehdizadeh

Acceptance of Engagement Agreement

By signing below, I represent that the Board of Corrections accepts the terms of this engagement agreement for legal services.

By: 
Name: Benny Magness
Title: Chairman

12/8/2023
Date

By: 
Name: William "Dubs" Byers
Title: Secretary

12/8/23
Date

UNIFORM COVER PAGE

[To be used when required by Administrative Order No. 2 (g)*]

COURT: CIRCUIT COURT OF PULASKI COUNTY

Docket/Case Number: 60CV-23-9637

CASE NAME:

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PETITIONER:

Tim Griffin, in his official capacity as Attorney General of Arkansas

DEFENDANT/
RESPONDENT:

Arkansas Board of Corrections, et al

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(example, part 1 of 2)):

Exhibit 5 to Second Amended Complaint

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Abtin Mehdizadegan
Phone: 501.503.4445
abtin@hallboothsmith.com

200 River Market Avenue
Suite 500
Little Rock, AR 72201

Office: 501.214.3499
Fax: 501.604.5566
www.hallboothsmith.com

Arkansas Board of Corrections
P.O. Box 20550
White Hall, AR 71612

RE: Engagement Letter for Legal Services and Supplement

This letter serves as a supplement to my engagement agreement for legal services, retroactive to December 8, 2023. Specifically, this letter will confirm that I have been retained as Special Counsel to the Arkansas Board of Corrections pursuant to Ark. Code Ann. § 25-16-711 to challenge certain legislation impacting the Board's power in light of the conflicting positions of the Attorney General regarding Amendment 33's application to the Board.

This letter will also confirm that I have been retained to take all legal action necessary to protect and preserve the Board's interests. Pursuant to that authority, on December 14, 2023, I filed a declaratory judgment lawsuit to challenge the legislation at issue, and on December 15, 2023, the Attorney General filed a lawsuit alleging violations of the Arkansas Freedom of Information Act in which the Attorney General sought to disqualify me from continued representation of the Board in the Amendment 33 lawsuit. In light of the exigent circumstances caused by the Attorney General's actions, and because the FOIA lawsuit, my representation as special counsel, and the pending Amendment 33 litigation are interrelated, I entered an appearance in the FOIA lawsuit pursuant to the December 14, 2023 motion authorizing me to take all necessary legal action. Based on the pleadings, arguments, and developments to-date, I believe the Board of Corrections and the Attorney General have another conflicting opinion regarding the application of a statute. In particular, the Attorney General has a different opinion regarding the application of Ark. Code Ann. § 25-16-711 as well as the Arkansas FOIA. This engagement agreement will serve as supplemental authority to file a counterclaim in the FOIA lawsuit to challenge Ark. Code Ann. § 25-16-702's application to the Board, and to further resolve the question of whether the Attorney General has standing to sue for alleged civil violations of the FOIA.

My standard hourly rate for government clients is currently \$285.00. Associates will bill at a rate of \$240.00 per hour; and paralegals will be billed at a rate of \$200.00 per hour. Our fees and costs will be billed monthly and are payable pursuant to the Board's extant policies. Time spent responding to FOIA requests will be billed at the same rates. Our invoices will be submitted monthly, and they will itemize the time expended on this matter and provide a description of services rendered. This engagement agreement specifically authorizes me to request the assistance of any associate or partner in my law firm at the rates set forth herein, including but not limited to Todd Wooten, Julie Hill,

LITTLE ROCK, AR

ALABAMA | ARKANSAS | COLORADO | FLORIDA | GEORGIA | MONTANA | NEW JERSEY | NEW YORK
NORTH CAROLINA | OKLAHOMA | SOUTH CAROLINA | TENNESSEE

Page 2

Joseph Kraska, Joseph Stepina, Allison Scott, and Garrett Bannister. Each invoice will also request reimbursement of any actual out-of-pocket disbursements expended by this Firm in connection with our representation. Except for filings or other exigencies, we will not incur third-party expenses in excess of \$500.00 without advance approval. Please note that our rates may increase next year as part of the Firm's standard processes. If rates increase on this matter, I will alert you of same.

As a client, you have the right at any time to terminate our services and representation upon written notice to the Firm. In the event of termination of representation, your file will be made available to you and will be retained and destroyed in accordance with our ethical obligations. Likewise, we reserve the right to withdraw from our representation if any fact or circumstance arises that would make our continuing representation unlawful or unethical. The above agreements will also apply to services rendered for such future matters that we mutually agree will be handled by the Firm.

Additional Terms

Restriction of Boycott of Israel. In accordance with Arkansas Code § 25-1-503, this Firm hereby certifies and agrees that it is not currently engaged in, and agrees for the duration of the Agreement not to engage in, a boycott of Israel.

Restriction of Boycotts of Certain Products. In accordance with Ark. Code Ann. § 25-1-1102, Hall Booth Smith, P.C. certifies that neither the law firm nor the attorneys assisting with this matter are currently engaged in, nor will become engaged in, any boycott of energy, fossil fuels, firearms, and ammunition industries.

Governing Law. This Agreement shall be governed by the laws of the State of Arkansas, without regard to Arkansas's conflict of law principles.

Thank you again for considering me for this engagement.

Sincerely,

HALL BOOTH SMITH, P.C.


Abtin Mehdi Zadeh

ACCEPTANCE OF ENGAGEMENT AGREEMENT

By signing below, I represent that the Board of Corrections accepts the terms of this engagement agreement for legal services retroactive to December 8, 2023.

By: Benny Magness
Benny Magness, Chairman of the Board

12-22-23
Date

By: William Byers
William "Dubs" Byers, Secretary of the Board

12-22-23
Date

UNIFORM COVER PAGE

[To be used when required by Administrative Order No. 2 (g)*]

COURT: CIRCUIT COURT OF PULASKI COUNTY

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RESPONDENT:

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Exhibit 6 to Second Amended Complaint

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TIM GRIFFIN
ATTORNEY GENERAL

December 11, 2023

Via Electronic Mail

Benny Magness, Chairman
Arkansas Board of Corrections
Post Office Box 20550
White Hall, Arkansas 71612

Dear Chairman Magness:

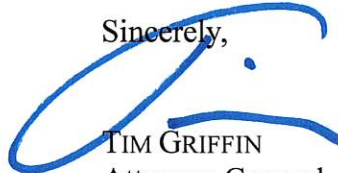
This is a request for public records under the Arkansas Freedom of Information Act. This request is being made in my official capacity as the Attorney General of Arkansas. *See Bryant v. Weiss*, 335 Ark. 534, 983 S.W.2d 902 (1998). The following requests seek copies of public records to be provided in electronic form.

1. On Friday, December 8, 2023, the Board of Corrections voted to hire outside counsel for an "employment matter." Please provide records of all communications that discuss whether to hire an outside counsel for this matter. This request encompasses all memoranda, text messages, letters, and emails—including unsent drafts or incomplete drafts of each of the foregoing four items—sent or received by each board member or employee of the board.
2. Please provide copies of all memoranda prepared or received within the last year by any board member or board employee regarding the hiring of outside counsel or Amendment 33.
3. Please provide copies of all communications with potential outside counsel in this matter, regardless of whether that specific outside counsel was retained.
4. Please provide copies of all engagement letters between the Board and any outside counsel the Board has attempted to retain in this matter.
5. Please provide copies of all payments made to any outside counsel the Board has retained in this matter.
6. Please provide copies of all documents provided to or received from the outside counsel the Board has retained in this matter. This request encompasses documents sent or received by any member of the board or any employee of the board.

Chairman Benny Magness
Arkansas Board of Corrections
December 11, 2023
Page 2

The FOIA provides you three business days to respond to these requests. If you believe you need more time, please let me know.

Sincerely,



TIM GRIFFIN
Attorney General

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AGENDA
ARKANSAS BOARD OF CORRECTIONS
Special Call Teleconference Meeting
December 22, 2023

CALL TO ORDER.....Chairman Magness

BOARD BUSINESS

*December 8, 2023, Executive Session Follow-up

Pg 1 *Special Counsel for FOIA Action

Pg 1 *Supplement to Engagement Agreement & Retroactive Application
 with Abtin Mehdizadegan

Discussion of Interim DOC Secretary

Pg 4 *EASE Moves

Litigation Update

Pg 5 *FCC Advanced Telecommunications Relay Services

Inmate Field Ministry Program

ADJOURN

*Requires Board vote

Arkansas Board of Corrections
P.O. Box 20550
White Hall, AR 71612

RE: Engagement Letter for Legal Services and Supplement

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This letter will also confirm that I have been retained to take all legal action necessary to protect and preserve the Board's interests. Pursuant to that authority, on December 14, 2023, I filed a declaratory judgment lawsuit to challenge the legislation at issue, and on December 15, 2023, the Attorney General filed a lawsuit alleging violations of the Arkansas Freedom of Information Act in which the Attorney General sought to disqualify me from continued representation of the Board in the Amendment 33 lawsuit. In light of the exigent circumstances caused by the Attorney General's actions, and because the FOIA lawsuit, my representation as special counsel, and the pending Amendment 33 litigation are interrelated, I entered an appearance in the FOIA lawsuit pursuant to the December 14, 2023 motion authorizing me to take all necessary legal action. Based on the pleadings, arguments, and developments to-date, I believe the Board of Corrections and the Attorney General have another conflicting opinion regarding the application of a statute. In particular, the Attorney General has a different opinion regarding the application of Ark. Code Ann. § 25-16-711 as well as the Arkansas FOIA. This engagement agreement will serve as supplemental authority to file a counterclaim in the FOIA lawsuit to challenge Ark. Code Ann. § 25-16-702's application to the Board, and to further resolve the question of whether the Attorney General has standing to sue for alleged civil violations of the FOIA.

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LITTLE ROCK, AR

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Joseph Kraska, Joseph Stepina, Allison Scott, and Garrett Bannister. Each invoice will also request reimbursement of any actual out-of-pocket disbursements expended by this Firm in connection with our representation. Except for filings or other exigencies, we will not incur third-party expenses in excess of \$500.00 without advance approval. Please note that our rates may increase next year as part of the Firm's standard processes. If rates increase on this matter, I will alert you of same.

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Restriction of Boycotts of Certain Products. In accordance with Ark. Code Ann. § 25-1-1102, Hall Booth Smith, P.C. certifies that neither the law firm nor the attorneys assisting with this matter are currently engaged in, nor will become engaged in, any boycott of energy, fossil fuels, firearms, and ammunition industries.

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Thank you again for considering me for this engagement.

Sincerely,

HALL BOOTH SMITH, P.C.


Abtin Mehdi Zadeh

Page 3

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By signing below, I represent that the Board of Corrections accepts the terms of this engagement agreement for legal services retroactive to December 8, 2023.

By: _____

Benny Magness, Chairman of the Board

Date

By: _____
William "Dubs" Byers, Secretary of the Board

Date