

THOMAS J. MILLER
ATTORNEY GENERAL

JEFFREY S. THOMPSON
SOLICITOR GENERAL



IOWA DEPARTMENT OF JUSTICE
OFFICE OF THE ATTORNEY GENERAL

1305 E. WALNUT ST.
DES MOINES, IA 50319
Main: 515-281-5164 • Direct: 515-281-4419
Email: Jeffrey.Thompson@iowa.gov
www.iowaattorneygeneral.gov

January 27, 2022

Victoria Newton
Executive Secretary
Executive Council
State Capitol
LOCAL

Re: Retention of Special Counsel

Dear Victoria:

Our office requests authorization pursuant to Iowa Code section 13.7 to retain Special Counsel to provide specialized legal services and representation to the State of Iowa with respect to claims against Centene Corporation and its wholly owned subsidiaries ("Centene") related to pharmacy benefit services provided to Iowa's Medicaid Health Plans. We also recommend pursuant to Iowa Code section 23B that the law firm be retained as on a contingent-fee basis.

The Attorney General has determined that the State of Iowa may have claims, and the constitutional and statutory mandate to pursue such claims, for damages, declaratory relief, injunctive relief and other rights and remedies against Centene for its failure to adhere to the terms of their contractual obligations to provide pharmacy benefit services to Iowa's Medicaid Health Plans. Specifically, the claims would assert that Centene used its corporate structure to misrepresent costs and pricing in a manner that permitted it to receive payments to which it was not entitled under the terms of its contracts. This office believes that these claims may have significant value and that it is in the State's interest to assert these claims.

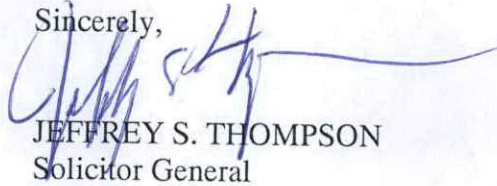
The Attorney General has identified the law firm Cohen Milstein, Three Logan Square, 1717 Arch Street, Suite 3610, Philadelphia, PA 19103 (Cohen Milstein"), as a firm with specialized knowledge and experience as well as the resources necessary to successfully prosecute these claims. Cohen Milstein previously represented the states of Ohio, Mississippi, Illinois, and Arkansas, in related litigation and has offered to represent Iowa on a contingent fee basis. The proposed contingent fee structure would comply with the provisions of Iowa Code Chapter 23B. In addition, Cohen Milstein will advance the costs of the litigation.

This office has determined that this proposed contingent representation is both cost effective and in the public interest. This office lacks sufficient resources – both in staffing and in funding – to dedicate to this type of representation; the matter is complex and would require a significant commitment of time and labor; the matter would require legal work to be performed outside of the State of Iowa; and Cohen Milstein has significant specialized experience in this

area of the law and with this specific legal dispute. We have also determined that a procurement process is not feasible under these unique circumstances.

We therefore recommend approval of the law firm of Cohen Milstein, as Special Counsel. The engagement will be governed by a separate contingent fee agreement between this office and Cohen Milstein which shall comply with the requirements of Iowa Code section 23B.3.

Sincerely,

A handwritten signature in blue ink, appearing to read "Jeff S. Thompson", with a long horizontal flourish extending to the right.

JEFFREY S. THOMPSON
Solicitor General