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Executive Council of Iowa

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February 5, 2024

Mr. Leif Olson
Chief Deputy Attorney General
Attorney General's Office
Hoover Bldg.
LOCAL

Dear Mr. Olson:

The Executive Council, in a meeting held this date, approved your request for retention of special counsel to represent Iowa with respect to investigations into and possible litigation of certain business practices of Meta Platforms, Inc.; Snap Inc.; and Alphabet Inc.

Firm: Cooper & Kirk, PLLC
1523 New Hampshire Ave., N.W.
Washington, DC 20036

Rate: The engagement will be governed by a separate contingent fee agreement under Iowa Code section 23B.3.

If you have any questions on the matter, please advise.

Sincerely,

Victoria Newton

Victoria Newton
Executive Secretary

BRENNA BIRD
ATTORNEY GENERAL

LEIF OLSON
CHIEF DEPUTY ATTORNEY GENERAL



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IOWA DEPARTMENT OF JUSTICE
OFFICE OF THE ATTORNEY GENERAL

January 26, 2024

Victoria Newton
Executive Secretary
Executive Council
State Capitol
LOCAL

Re: Retention of Special Counsel

Dear Ms. Newton:

Our office requests authorization under Iowa Code section 13.7 to retain the law firm of Cooper & Kirk, PLLC, as special counsel. Special counsel will provide legal services and representation to Iowa with respect to investigations into and possible litigation of certain business practices of Meta Platforms, Inc.; Snap Inc.; and Alphabet Inc. The investigation and possible litigation will involve each company's potential negligent, deceptive, or otherwise unlawful provision of products and services to minors. We also recommend under Iowa Code section 23B that the firm be retained on a contingent-fee basis.

The Attorney General has determined that it is necessary and appropriate to retain private special counsel to assist her office in the investigation of and potential litigation against Meta, Snap, and Alphabet for these reasons:

- The investigation and potential litigation will involve novel and complex claims that have not been litigated to judgment in any court.
- Extensive resources will be required, as any potential litigation will be time- and labor-intensive.
- Potential litigation may include, but is not limited to extensive motion practice, including on complex constitutional questions, federal preemption issues, and other issues of first impression; extensive, time-consuming discovery of multiple corporate entities, including numerous depositions, and potentially

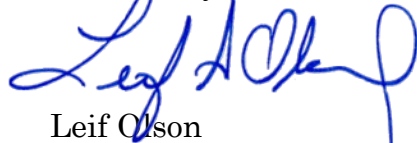
extensive motion practice to ensure compliance with the state's discovery requests; identifying experts and then potential expert reports, responses, and discovery.

- The anticipated complexity of any cases arising from these investigations requires counsel with a full range of trial- and appellate-level experience litigating complex matters involving both state and federal law.

We recommend Cooper & Kirk because of its experience litigating complex cases across a range of subject areas, including its experience litigating the many legal issues raised by social media platforms. Moreover, Cooper & Kirk is uniquely qualified to represent Iowa because it is engaged in ongoing litigation pursuing similar legal theories against the social media platform TikTok in Iowa and five other states. Cooper & Kirk was vital to developing the legal theories (consumer fraud arising from TikTok's representations about its content) in ongoing TikTok litigation, and we know of no other private counsel currently possessing the same or similar experience.

Our office has determined that this proposed contingent representation is both cost effective and in the public interest. And we have determined that a procurement process is not feasible under these unique circumstances. We therefore recommend approval of the law firm Cooper & Kirk, PLLC, as special counsel. The engagement will be governed by a separate contingent fee agreement under Iowa Code section 23B.3.

Yours truly,



Leif Olson
Chief Deputy Attorney General