

STATE OF NEVADA



Board of Dispensing Opticians

Minutes of Public Meeting: February 16, 2023 at 5:00 p.m.

Board Members Present:

Jennifer Letten, President
Jennifer Brusven, Vice President
Mark Myers, Secretary
Chris Esparza, Member

Board Staff Present:

Corinne Sedran, Executive Director
Laena St-Jules, Deputy Attorney General

1. Call to order
Ms. Letten called the meeting to order and called roll at 5:05 p.m.
2. Public comment
There was no public comment.
3. FOR POSSIBLE ACTION: Approval of previous board meeting minutes
February 9, 2023 Board Meeting
Motion: Ms. Letten moved to approve the minutes as presented, and noted the year of the meeting should be amended from 2022 to 2023 in the minutes.
Vote: The motion passed unanimously.
4. FOR POSSIBLE ACTION: Discussion and decision on hiring additional legal counsel for Board
Discussion: Ms. Sedran said the Board would not be approving a contract at this meeting, but Mr. Michael Cabrera with the firm Snell & Wilmer, LLC, was on the line to answer any questions. Ms. Brusven asked Mr. Cabrera if he has experience with situations like the one the Board is encountering with the Governor's Executive Orders. Mr. Cabrera said these Orders present a unique situation, but he has advised companies regarding regulations adopted pursuant to executive orders passed down by the previous governor's office. He is also a former legislative staffer and former lobbyist, so he has experience and connections within the legislative branch. His background is in administrative law and rulemaking. If, for any reason, he felt ill equipped to address any particular

issue presented by these Orders, the Board would have the full weight of all the associates and staff at Snell & Wilmer to provide additional support. The firm has subject matter experts to address any specific concerns that arise. Ms. St-Jules asked Mr. Cabrera his hourly rate. Mr. Cabrera said his personal rate is \$425 per hour, but another associate will be assisting with research and some other types of work to help keep costs down for the Board; the associate's rate is \$320 per hour.

Ms. Letten said she would like to present two separate motions: one to hire the firm of Snell & Wilmer, LLC and facilitate the execution of a contract, and another to ensure the Executive Director can coordinate with the firm and manage the relationship to the greatest extent possible between meetings. Larger action, such as the initiation of a lawsuit, would still require Board approval, in accordance with Nevada Open Meeting Law.

Motion: Ms. Letten moved to hire Snell & Wilmer, LLP, to provide legal advice and other associated legal services to the Board in connection with Executive Orders 2023-003 and 2023-004, and any further action of the Governor or Legislature as it relates to the Board. Further, the Executive Director is directed to enter into an agreement on behalf of the Board with Snell & Wilmer, LLC, substantially in the form of the State's contract for services of an independent contractor for less than \$100,000, incorporating any appropriate guidelines and billing practices and procedures.

Vote: The motion passed unanimously.

Motion: Ms. Letten moved to delegate authority to the Executive Director in connection with Snell & Wilmer's engagement. The Executive Director is authorized to:

- 1) Direct Snell & Wilmer, LLP regarding projects, research, execution of strategy, and communications with third parties;
- 2) Resolve conflicts of interest issues that may arise;
- 3) Approve or reject any substitutions or additions of Snell & Wilmer, LLP employees in the course of representing the Board;
- 4) Approve or reject any changes in billing rates for Snell & Wilmer, LLP employees;
- 5) Review, negotiate, and deduct from any monthly invoices as appropriate;
- 6) Approve any clerical charges, including computerized legal research, and extraordinary expenses such as videotaping depositions;
- 7) Approve or reject the retention of experts and consultants;
- 8) Approve any statements to media and any marketing statements to promote or advertise Snell & Wilmer, LLP's relationship with the Board.

The Board retains sole authority to authorize the initiation of legal proceedings, the filing of an appeal, and the offer or acceptance of any settlement proposal or offer of judgment.

Vote: The motion passed unanimously.

5. FOR POSSIBLE ACTION: Board member comment and future agenda items

Ms. Brusven asked what the Board should do next. Ms. St-Jules said she and the Executive Director will work on finalizing the agreement with Snell & Wilmer, LLC, and the Director may begin communicating with the firm as needed. Ms. St-Jules may still assist with the creation of the reports required pursuant to the Executive Orders.

Ms. Letten asked for a future agenda item to consider additional compensation for the Executive Director, who will be working before and after hours, and likely weekends, throughout the legislative session. She is salaried and does not receive additional compensation when she works extra hours.

6. Public comment

There was no public comment.

Ms. Letten thanked everyone for attending and closed the meeting at 5:19 pm.