FILE 2836 – July 24, 2026

POST-OFFICEHOLDING RESTRICTIONS

FORMER DEPARTMENT OF BUSINESS AND PROFESSIONAL REGULATION ATTORNEY REPRESENTING CLIENTS BEFORE THE CONSTRUCTION INDUSTRY LICENSING BOARD AND THE OFFICE OF GENERAL COUNSEL

To: *Ms. Zenya Kafrouni, Esq. (Jacksonville)*

SUMMARY:

Section 112.313(9)(a)4., Florida Statutes, will prohibit a former attorney with the Office of General Counsel for the Department of Business and Professional Regulation from representing a person or entity for compensation before the Department's Construction Industry Licensing Board and the Construction Industry Licensing Board Legal Unit of its Office of General Counsel for two years after vacating her position. Through the application of Section 112.316, Florida Statutes, the former attorney is not prohibited from engaging in such representations before other parts of the Office of General Counsel. Referenced are CEO 26-4, CEO 25-8, CEO 25-4, CEO 24-6, CEO 19-5, CEO 18-2, CEO 17-14, CEO 17-2, CEO 15-4, CEO 14-31, CEO 12-3, CEO 11-10, CEO 10-13, CEO 06-1, CEO 05-16, CEO 02-12, CEO 96-18, and CEO 95-14.

QUESTION:

Does Section 112.313(9)(a)4, Florida Statutes, only prohibit you, an attorney formerly employed in the Construction Industry Licensing Board Legal Unit of the Department of Business and Professional Regulation's Office of General Counsel, from representing persons or entities for compensation on matters before the Legal Unit or the Construction Industry Licensing Board itself for two years after leaving your position?

Your question is answered in the affirmative.

Through your letter of inquiry and correspondence with our staff, you bring this inquiry concerning how the post-employment prohibition of Section 112.313(9)(a)4., Florida Statutes, will apply to you, a former attorney with the Department of Business and Professional Regulation (DBPR). You inquire, first, whether the prohibition applies to you, and second, if it does, whether it will restrict you from representing clients for compensation before the entirety of DBPR's Office of the General Counsel, or only before those DBPR Boards and Units where you had specific responsibilities.

You state you were initially hired at DBPR in December 2019 to serve as an Assistant General Counsel, which was a Selected Exempt Service (SES) position within the Office of General Counsel. In June 2024, you began working on a remote, part-time schedule, and your job classification changed to that of an other-personal-services (OPS) position. Importantly, you indicate that as both a SES and OPS attorney, you exclusively served in the Office of General Counsel's Construction Industry Licensing Board Legal Unit. You state you were hired for a position specifically with that Unit, and remained there during the entirety of your public employment at DBPR, which lasted until you resigned on April 1, 2026.

As an attorney with the Construction Industry Licensing Board Legal Unit, you state your responsibilities only concerned matters being presented to DBPR's Construction Industry Licensing Board (the CILB). The CILB issues licenses and handles disciplinary matters related to the construction industry, including determining whether there is probable cause to send an administrative complaint or a licensing issue to the Division of Administrative Hearings (DOAH). While you were in an SES attorney position, you reviewed investigatory materials in CILB matters, prepared pleadings and settlement documents, presented matters to the CILB for probable cause hearings, and assisted with case progression when probable cause was found, which, in certain situations, involved prosecuting the matter at DOAH. Once you became an OPS employee, you indicate your responsibilities stayed the same, although your caseload was reduced.[1]

As an attorney with the Construction Industry Licensing Board Legal Unit, you indicate your sphere of influence at DPBR was limited. The organizational chart of DPBR shows it has several sections, some of which contain smaller offices and divisions.[2] For example, DBPR houses not only the Office of General Counsel, but separate sections devoted to Professional Regulation and Business Regulation. The Professional Regulation and Business Regulation sections are further divided into smaller divisions, some of which contain boards that oversee specific professions, such as the CILB.[3] From what you indicate, you had no involvement during your time at DBPR with anyone outside the CILB and the Construction Industry Licensing Boad Legal Unit, as your work was "board-specific to CILB matters." You emphasize you did not interact with the attorneys or staff of the Professional Regulation or Business Regulation Sections, reported only to supervisors within your Legal Unit, and "did not participate in, advise on, supervise, or otherwise become

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[1] You do indicate your reduced caseload as an OPS attorney meant you seldom had to appear at probable cause hearings and no longer supervised a law clerk, although it seems your duties otherwise remained the same.

[2] The organizational chart is publicly available on DBPR's website. See https://www2.myfloridalicense.com/os/documents/DBPROrgChart_000.pdf (accessed June 30, 2026)

[3] The CILB is housed in the Division of Professions, which is part of DBPR's Professional Regulation Section. See https://www2.myfloridalicense.com/division-of-professions/#1500650855771-cf8874e2-e2d1 (accessed June 30, 2026)

involved in matters assigned to other [DBPR] boards or professional units." And while the deputy chiefs within your Legal Unit occasionally took on responsibilities involving other DBPR Boards,[4] you were not involved in those matters or in the work of any other section of the Office of General Counsel.

Even within the Construction Industry Licensing Board Legal Unit, it appears your involvement with other attorneys in the Unit was minimal. You state that, when you were initially hired, there were approximately ten attorneys in the Legal Unit. During that time, you would "occasionally" discuss legal or procedural issues with the other attorneys, and would seek their perspective on "challenging matters." However, once you began working remotely in an OPS position in June 2024, you state your interactions with the other attorneys "decreased dramatically." You relate that for the nearly two-year period in which you were OPS, you communicated only with your direct supervisor (i..e, the deputy chief of the Legal Unit) and an administrative assistant. This was the posture in which you were working when you left public employment with DPBR in April 2026.

Since then, you have opened a private law firm, which now leads to your inquiry about whether you may consult and/or provide private representation to clients on professional licensing and regulatory matters at DBPR. You state you do not intend to "exclusively focus" in your private practice on matters involving DBPR, although you want to clarify whether it is possible for you to represent clients on matters before departmental boards, including but not limited to the CILB.

As previously indicated, your question concerns the application of the post-employment

[4] You state one of your former supervisors had responsibilities regarding DBPR's Electrical Contractors' Licensing Board, but there was no overlap between matters being presented to that Board and matters being presented to the CILB.

restriction in Section 112.313(9)(a)4, Florida Statutes,[5] which states:

> An agency employee, including an agency employee who was employed on July 1, 2001, in a Career Service System position that was transferred to the Selected Exempt Service System under chapter 2001-43, Laws of Florida, may not personally represent another person or entity for compensation before the agency with which he or she was employed for a period of 2 years following vacation of position, unless employed by another agency of state government.

In essence, Section 112.313(9)(a)4 places a two-year prohibition on a former agency employee representing persons or entities for compensation before the agency "with which he or she was employed."

The threshold issue here is whether Section 112.313(9)(a)4. even applies to you. The prohibition is very specific about its application, and pertains only to those who qualify as "employees" under the criteria described in the statute. The term "employee" is defined in Section 112.313(9)(a)2.a., Florida Statutes, to include the following:

> 2. As used in this paragraph:
> a. "Employee" means:
> (I) Any person employed in the executive or legislative branch of government holding a position in the Senior Management Service as defined in s. 110.402 or any person holding a position in the Selected Exempt Service as defined in s. 110.602 or any person having authority over policy or procurement employed by the Department of Lottery.
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> * * *

[5] While there are other post-employment provisions in the Code of Ethics for Public Officers and Employees (Part III, Chapter 112, Florida Statutes), they are not pertinent to your inquiry. You indicate you will not be performing any post-employment work in connection with DBPR contracts—as could implicate certain prohibitions in Section 112.3185, Florida Statutes (Additional standards for state agency employees)—and that you will not be using information unavailable to members of the general public, as could implicate Section 112.313(8), Florida Statutes (Disclosure or Use of Certain Information).

> (VI) Any person, including an other-personal-services employee, having the power normally conferred upon the positions referenced in this sub-subparagraph.

You indicate you were initially hired to serve in a SES position in December 2019. At that time, you would have qualified as an "employee" under the definition in Section 112.313(9)(a)2.a.(I), which extends the statute to those "holding a position in the Selected Exempt Service as defined in s. 110.402[.]" But you indicate that once you began working part-time in June 2024, your position was re-classified as OPS. You were still serving in that OPS position on the date that you left public employment. The question thus becomes whether you qualify under the criteria in Section 112.313(9)(a)2.a.(VI), which extends the definition of "employee" to only certain OPS positions, namely those who have "the power normally conferred upon the positions referenced in this sub-paragraph."

When applying this criteria in the past, we have analyzed whether the responsibilities of the OPS employees in question are comparable to any of the other positions identified in the statute. See CEO 25-8 (finding a State Attorney is not an "employee" under Section 112.313(9)(a) as they possess powers and responsibilities unique to that position) and CEO 14-31 (finding administrative law judges possess unique responsibilities and do not qualify as "employees"). Here, from what you indicate, your responsibilities as a part-time OPS attorney remained essentially the same as when you were serving in a SES attorney position. While your case load was reduced, and you had less occasion to appear before probable cause panels, your responsibilities did not change. Given your comparable duties as an OPS attorney and an SES attorney, we find you qualify as an "employee" under Section 112.313(9)a)2.a.(VI), and the two-year representation prohibition applies to you.

Of course, the prohibition only applies to "representation" for compensation. The term "represent," as used in the prohibition, is defined in Section 112.322(22), Florida Statutes, to include "actual physical attendance on behalf of a client in an agency proceeding, the writing of letters or filing of documents on behalf of a client, and personal communications made with the officers or employees of any agency on behalf of a client." This definition, which is very broad, prohibits most forms of contact between a former public employee and their "agency" during the two-year prohibition period. See CEO 25-4 and CEO 19-5, n.9.[6]

And for Section 112.313(9)(a)4. to apply, such "representation" must be before the "agency" where you were formerly employed. This is truly the crux of your inquiry, as we must consider, given your unique and limited responsibilities at DBPR, whether your "agency" for purposes of the statutory prohibition encompasses the entirety of DBPR or can be confined to particular offices or units within it. Determining your "agency" is central to the purpose of Section 112.313(9)(a)4., which is to prevent former public officers and employees from influence peddling, meaning using their public positions to create opportunities for personal profit after they leave public employment. See CEO 26-4 and CEO 24-6.

The definition of the term "agency" encompasses units of government both large and small, including "any department, division, bureau, commission, authority, or political subdivision of this state … ." See Section 112.312(22), Florida Statutes. Since this definition

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[6] Despite the broad definition of "representation," certain work that you hope to perform in your private capacity does not appear to qualify. For example, you state that not all your consults regarding DBPR matters will require you to interface with DBPR staff or its attorneys. You indicate you may perform risk management counseling for clients, which would occur before a matter ever reaches DBPR, and assist in non-prosecutorial matters such as reviewing contracts. Since these services do not involve interfacing with DBPR to any degree, they do not fall within the statutory definition of "representation" and will not implicate Section 112.313(9)(a)4.

identifies smaller government units, we have found that a former State employee's "agency" for purposes of Section 112.313(9)(a)4. is not necessarily the entire department where he or she was employed, but rather the lowest departmental unit or units where the employee's influence might reasonably have been considered to extend. See CEO 18-2 and CEO 11-10. Under this reasoning, when a state department has different divisions, it is the bureaus within those divisions—not the overall department or the divisions themselves—that may be considered the employee's "agency." See CEO 18-2 and CEO 15-4.

An example illustrating this in the context of DBPR occurred in CEO 95-14, where an attorney employed in DBPR's Division of Regulation inquired what their "agency" would be for purposes of Section 112.313(9)(a)4. We found the employee's "agency" would be the Legal Section of the Division of Regulation—which we stated was analogous to a bureau—as well as the CILB, where the attorney presented cases. Central to our reasoning in that opinion was that the attorney shared a strong "affiliation" with the other attorneys in the Legal Section, which led to the conclusion that his influence extended throughout the Section. See also CEO 17-14 (finding a former DBPR employee's "agency" to be the Division of Alcoholic Beverages and Tobacco as well as the Division of Pari-Mutuel Wagering, as he had influence in both Divisions through his service as a Division Director or Deputy Director).[7]

Turning to your employment at DBPR, from what you indicate, your responsibilities did not involve the entire Department. Rather, you were employed within the Office of General Counsel and presented matters exclusively to the CILB. Clearly, the CILB would be considered

[7] We note that neither CEO 95-14 nor CEO 17-14 are directly comparable to your situation, as those opinions do not involve an attorney formerly employed in DBPR's Office of the General Counsel.

your "agency" for purposes of Section 112.313(9)(a)4. Your primary responsibilities were to present matters to that Board, and you presumably interacted with its members and staff during your public employment. The more difficult question is whether your "agency" also encompasses the entirety of the Office of General Counsel. There are several reasons why, at first blush, your "agency" could extend to the entire Office of General Counsel:

First, the organizational chart for DBPR does not decentralize the Office of General Counsel into smaller units. This contrasts with how the chart treats its other DBPR sections, such as Professional Regulation and Business Regulation, each of which are broken into individual divisions and offices, as previously discussed. This implies DBPR treats the Office of General Counsel as a single unit.

Second, when determining an employee's "agency," certain indicators have been who has the power to hire or fire the employee, as well as who controls the employee's work. See Loebig v. Florida Commission on Ethics, 355 So. 3d 527, 532 (Fla. 1st DCA 2023). Here, from what you indicate, the Office of General Counsel possesses the ability to hire and fire someone in your former position, and supervising attorneys within the Office directed and reviewed your work.[8]

Third, in the past, we have been reluctant to find former attorneys who were either housed in an office of general counsel—or frequently interacted with an office of general counsel—should be permitted to represent clients in matters involving that office within the two-year prohibition period. Our opinions in this regard presume the former attorneys could use their personal influence and affiliation with the attorneys employed in the general counsel's office for

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[8] The fact that the CILB had ultimate decision-making authority over the cases that you presented does not affect this reasoning, as we have found the locus of the authority to take final action does not determine whether a matter is "before" one's former agency for purposes of

the benefit of their private clients. See CEO 17-2 (finding Section 112.313(9)(a)4. prohibited a former Department of Revenue attorney from representing clients in matters involving the Department's Office of General Counsel as he handled requests and submitted work-product to that Office); CEO 02-12, Question 5 (finding Section 112.313(9)(a)4. prohibited a former attorney employed by the Office of General Counsel for the Agency for Health Care Administration (AHCA) from representing clients on maters where the office would be involved, even if the matters were unrelated to his area of specialty while at AHCA); and CEO 96-18 (finding Section 112.313(9)(a)4. prohibited a former staff attorney with AHCA's Office of the General Counsel from bringing public records challenges where the Office would be handling the defense).

Based on these reasons, your "agency" in a strict and mechanical sense would encompass not just the CILB, but also the entirety of the Office of General Counsel. However, despite these reasons, we acknowledge that finding your "agency" for purposes of Section 112.313(9)(a)4. to include the entire Office of General Counsel would not accurately reflect your service at DPBR.

Unlike the attorneys in CEO 17-2, CEO 02-12, and CEO 96-18, your responsibilities were confined to a particular unit within the Office of General Counsel—the Construction Industry Licensing Board Legal Unit—and you had no contact with attorneys or staff outside that Unit. You state you were hired by attorneys within this Unit, reported only to them, and your work was not reviewed by other parts of the Office of General Counsel. Nor, from what you indicate, did you have any contact or interaction with attorneys outside your Legal Unit. This appears especially true during the time when you were a remote OPS employee, which spanned

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Section 112.313(9)(a)4. See CEO 10-13, Question 2, and CEO 06-1, Question 1.

nearly the entire two years leading up to your resignation, as during that period you interacted with only two Office of General Counsel employees—your direct supervisor and an administrative assistant. Considering this, it seems that finding your "agency' to encompass the entire Office of General Counsel, simply because you occupied an attorney position in one of its units, would not accurately reflect your employment.

And while we have not had previous occasion to consider whether DBPR's Office of General Counsel can be broken into smaller units to determine one's "agency" for purposes of Section 112.313(9)(a)4., we may take this approach when specific circumstances warrant it. In similar scenarios involving other state departments, we have broken larger prosecutorial units into smaller components. For example, CEO 18-2 dealt with an attorney for the Department of Health who inquired how the prohibition in Section 112.313(9)(a)4. would apply to him. The attorney was employed in the Prosecution Services Unit of the Department's Medical Quality Assurance Division. Despite the fact that the Prosecution Services Unit was not specifically referred to as a bureau within the materials provided, we found it was appropriate to treat the Unit as the attorney's "agency" for purposes of Section 112.313(9)(a)4. It was clear that the attorney had limited responsibilities that were entirely confined to the Prosecution Services Unit, and, for this reason, we concluded the Unit—not the entire Medical Quality Assurance Division—should be considered as his "agency." Similarly, here, while the Office of General Counsel appears to be its own stand-alone unit within DBPR, which is what DBPR's organizational chart reflects, treating the entire Office as your "agency" does not seem appropriate, given the limited nature of your responsibilities and influence.

In the past, when we have found that strictly applying a post-employment prohibition would be inappropriate in individual circumstances, we have used Section 112.316, Florida Statutes, to temper a literal reading of the statute at issue. Section 112.316 states:

> CONSTRUCTION.—It is not the intent of this part, nor shall it be construed, to prevent any officer or employee of a state agency, or county, city, or other political subdivision of the state or any legislator or legislative employee from accepting other employment or following any pursuit which does not interfere with the full and faithful discharge by such officer, employee, legislator, or legislative employee of his or her duties to the state or the county, city, or other political subdivision of the state involved.

Section 112.316 can negate a conflict that might otherwise exist under a post-employment statute when specific factual circumstances show there is no actual risk of a breach of public trust. See CEO 26-4 and CEO 05-16 (using Section 112.316 to negate the mechanical application of the post-employment prohibitions in Section 112.3185(3) and 112.3185(4), Florida Statutes); and see CEO 12-3 (using Section 112.316 to negate the application of the postemployment prohibition for local officers in Section 112.313(14), Florida Statutes).

Here, given your unique circumstances, we apply Section 112.316 to find that Section 112.313(9)(a)4. will not be violated if you represent clients for compensation within the two-year prohibition period in matters before DBPR or its Office of General Counsel, so long as you do not represent clients before the CILB or the Construction Industry Licensing Board Legal Unit. This result is tailored to your unique circumstances, and does not necessarily mean that all attorneys employed by an Office of General Counsel will have a similar result. In your case, though, it seems appropriate.

We note this finding still reflects the spirit of Section 112.313(9)(a)4. As explained above, the statute is designed to prevent influence peddling. Finding that you will not be able during the two-year prohibition period to represent clients before the CILB and the Construction

Industry Licensing Board Legal Unit effectively means you will not be able to contact or communicate on a client's behalf with those attorneys and staff with whom you were most closely affiliated. Extending the prohibition to other parts of the Office of General Counsel or DPBR would not reflect the purpose of the statute, as you had no influence outside the CILB or your Legal Unit. In short, under your unique set of facts, finding that the two-year prohibition in Section 112.313(9)(a)4., extends only to representing clients for compensation before the CILB and the Construction Industry Licensing Board Unit seems to serve the intent of the statute while also reflecting the reality of your employment at DPBR.

Your question is answered accordingly.

JMP/gps/ks

Cc: Ms. Zenya Kafrouni

Dear Florida Commission on Ethics:

My name is Zeyna Kafrouni. I was employed by the Department of Business and Professional Regulation ("DBPR") beginning December 16, 2019, initially as an SES attorney assigned exclusively to the Construction Industry Licensing Unit ("CILB Unit"). My duties included reviewing investigations, preparing and prosecuting administrative complaints, negotiating settlements, presenting matters before the probable cause panel, providing leadership, guidance to assigned law clerk and respond to consumer inquiries.

In June 2024, following maternity leave, my employment status changed to OPS attorney to accommodate a remote, part-time schedule. My responsibilities became more limited. I was no longer providing guidance to a law clerk or regularly attending probable cause meetings, and my work still remained confined to the CILB Unit.

I resigned from DBPR effective April 1, 2026, and opened a private law practice thereafter.

Since leaving DBPR, I have been consulted regarding matters involving professional licensing and regulatory issues before DBPR, including matters involving the Electrical Contractors' Licensing Board, unlicensed activity matters, and contractor licensing applications. I did not work in or advise those units while employed by DBPR.

Recently, after filing a notice of representation on behalf of a licensee in an administrative matter for an electrical related complaint (separate unit from CILB), I was directed to Section 112.313(9)(a)4, Florida Statutes, concerning post-employment representation restrictions. I subsequently sought legal guidance regarding the scope of the statute and was advised that clarification may be appropriate from the Commission, particularly regarding:

1. Whether the statutory restriction applies differently based on my transition from SES to OPS status prior to separation from DBPR;
2. Whether DBPR's separate licensing divisions/boards are treated independently for purposes of the statute, where my prior work was limited exclusively to the CILB Unit; and
3. Whether, during any applicable restriction period, I may provide consulting or advisory services that do not involve personal representation before DBPR.

I would appreciate the Commission's guidance regarding the scope of permissible activities under Section 112.313(9)(a)4 based on these circumstances.

Thank you for your time and consideration.

Schafer, Grayden

From:	Schafer, Grayden
Sent:	Friday, June 19, 2026 3:22 PM
To:	Schafer, Grayden
Cc:	Steverson, Kathryn
Subject:	Zenya Kafrouni correspondence
Attachments:	Z. Kafrouni Ethics Review.pdf; DBPR Org Chart.pdf
Importance:	High

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Thursday, May 21, 2026 3:27 PM
To: Stillman, Kerrie <STILLMAN.KERRIE@leg.state.fl.us>
Subject: Request for Informal Advisory Opinion

Good afternoon Ms. Stillman,

I hope this email finds you well.

I am reaching out regarding guidance under Section 112.313(9)(a)4, Florida Statutes. I recently spoke with Mr. Schafer, who directed me to submit a request for an informal advisory opinion to the Commission.

I have attached my request for review. Please let me know if you need any additional information.

Thank you for your time and assistance.

Best,

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From: Schafer, Grayden
Sent: Thursday, May 21, 2026 4:46 PM
To: 'zeyna@kafrounilaw.com' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: Informal Opinion

Ms. Kafrouni:

It was good to talk with you today. We have received your request for an informal opinion, and it has been assigned to me. I will review it and let you know if I need any further information.

Gray Schafer
Assistant General Counsel
Florida Commission on Ethics
(850)-488-7864

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Friday, May 22, 2026 7:28 AM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Informal Opinion

Good morning Mr. Schafer,

It was nice meeting you yesterday. If possible, I'd also like to also note that I will not be working with any contracts procured by DBPR. My responsibilities did not include procuring contracts. Also, I have. I have not and will not use any confidential information; any person I have communicated with post-employment did not receive any communication from me while I was employed by DBPR. I do not intend to represent someone with whom I had an assigned case.

I mentioned yesterday that my former boss was the one who brought the issue to my attention. I am wondering if you can give me an "approval" for this email to her? I don't know if I am permitted to say I am seeking the Ethics Commission's opinion since this is not a "formal" request.

"Thank you for bringing this to my attention. I have reviewed the statute and related authorities, including CEO 17-14. Based on the advice of counsel, my understanding is that the Electrical Contractors' Licensing Board and the Construction Industry Licensing Board are separate agencies for purposes of the restriction referenced.
Based on that understanding, I believed representation of Mr. Provan was permissible, which is why I filed the notice of representation.
I appreciate you raising the issue and am happy to discuss it further if the Department has a different position on the distinction between the Electrical Contractors' Licensing Board and the Construction Industry Licensing Board relative to their classification as separate agencies within the Department.
I have also contacted the Florida Commission on Ethics for an opinion, which is pending.
I will, of course, defer to the Department's position regarding the Boards. It is my intent to comply fully with the statute and guidance of the Florida Commission on Ethics related to this issue."

I really appreciate your prompt assistance in this matter.
Thank you so much

Best,
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From: Schafer, Grayden
Sent: Friday, May 22, 2026 9:21 AM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Informal Opinion

Good morning, Ms. Kafrouni:

I do not have any authority to direct you regarding your correspondence with DBPR, although your ethics inquiry is treated as a public record, so I do not see any issues with you informing your former supervisor that you've requested a letter from us. I will work on your inquiry today and hope to get you a response as soon as possible. I will let you know if I need any further information.

Thank you,

Gray Schafer

From: Schafer, Grayden
Sent: Friday, May 22, 2026 2:40 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: Questions regarding Informal Opinion

Ms. Kafrouni:

I have reviewed your letter and started researching post-employment opinions by the Commission on Ethics that relate to DBPR attorneys. I have a few questions for you before I begin a response to your inquiry. If you would, please provide your answers to the following questions in a reply to this email. And if you need to have any of these questions clarified, please let me know.

1. As an attorney within the CILB Unit, were you part of the Division of Regulation within DBPR? If so, before what other DBPR boards do Division of Regulation attorneys appear, even if you had no responsibilities regarding these other boards? Is one of these other boards the Electrical Contractors' Licensing Board?

2. Do Division of Regulation attorneys have sole discretion to determine whether there is probable cause to prosecute a matter before a particular DBPR Board, such as the CILB?

3. Regarding the change in your status to from an SES to OPS attorney, you indicate your "responsibilities became more limited." Please describe in more detail your responsibilities as an SES attorney and how they changed when you became an OPS attorney. For instance, what were you still expected to do as an OPS attorney, and what were you no longer expected to do?

4. You indicate that, as an OPS attorney, you no longer attended probable cause meetings. Did you, as an OPS attorney, provide recommendations or advice to DBPR attorneys who would be attending those meetings?

5. You indicate you intend, as a private attorney, to consult and provide representation on licensing matters at DBPR. In what circumstances would these licensing matters proceed to DOAH? And would you continue to provide representation for the client while the matter is at DOAH?

Thank you,

Gray Schafer
Assistant General Counsel
Florida Commission on Ethics
(850)488-7864

From: Schafer, Grayden
Sent: Friday, May 22, 2026 3:28 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Ms. Kafrouni — I actually have one more question for you in addition to the 5 below:

Who handles the prosecutions of licensing matters after probable cause is found? In other words, who prosecutes on DBPR's behalf if a matter goes to DOAH or, after a Chapter 120 hearing, returns to DBPR for a final order? I was not sure if that prosecution is handled by the Division of Regulation attorneys, attorneys from another DBPR Division, or attorneys from another State Department entirely, such as the Attorney General's Office.

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Tuesday, May 26, 2026 7:43 AM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Good morning,

Thank you for your follow-up questions. I have answered the questions below.

Please let me know if any additional information or clarification would be helpful.

Thank you again for your time and consideration.

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1. As an attorney within the CILB Unit, were you part of the Division of Regulation within DBPR? If so, before what other DBPR boards do Division of Regulation attorneys appear, even if you had no responsibilities regarding these other boards? Is one of these other boards the Electrical Contractors' Licensing Board?

As an attorney assigned to CILB matters, my work was within DBPR's legal/prosecution structure. My actual responsibilities, however, were confined to matters involving the Construction Industry Licensing Board. I did not prosecute, supervise, advise on, appear in, or otherwise participate in matters involving the Electrical Contractors' Licensing Board or any other DBPR board.

I do not want to speculate beyond my own assignment and responsibilities. My role was board-specific to CILB matters.

2. Do Division of Regulation attorneys have sole discretion to determine whether there is probable cause to prosecute a matter before a particular DBPR Board, such as the CILB?

No. For CILB matters, probable cause may be determined either through the probable cause panel process or by assigned legal counsel in the CILB unit acting under applicable statutory or delegated authority. My understanding is that not all DBPR boards utilize the same probable cause structure or authority. Any such determination would be limited to the assigned CILB matter.

My role did not involve probable cause determinations, recommendations, or prosecutorial decisions for the Electrical Contractors' Licensing Board or any other DBPR board.

3. Regarding the change in your status to from an SES to OPS attorney, you indicate your "responsibilities became more limited." Please describe in more detail your responsibilities as an SES attorney and how they changed when you became an OPS attorney. For instance, what were you still expected to do as an OPS attorney, and what were you no longer expected to do?

As an SES attorney, my responsibilities included reviewing investigative materials in CILB matters, analyzing potential statutory and rule violations, preparing legal recommendations, drafting pleadings and settlement documents, presenting matters for probable cause when assigned, handling assigned CILB caseload responsibilities, negotiating resolutions, and assisting with case progression after probable cause. I also had broader full-time expectations, including heavier caseload responsibility and supervisory responsibilities, such as working with a law clerk.

When I became an OPS attorney, my work remained within CILB matters, but my role was more limited because I was part-time. My caseload and workload were reduced. My attendance at probable cause panel meetings was substantially reduced. I did not have the same full-time case-management expectations, I no longer had supervisory responsibility for a law clerk, and my work was performed remotely.

4. You indicate that, as an OPS attorney, you no longer attended probable cause meetings. Did you, as an OPS attorney, provide recommendations or advice to DBPR attorneys who would be attending those meetings?

As an OPS attorney, I did not regularly attend probable cause panel meetings. I may have attended a small number of meetings, but my attendance and case presentation responsibilities were substantially reduced.

I did not provide recommendations or advice to other DBPR attorneys regarding matters they were presenting at probable cause meetings.

5. You indicate you intend, as a private attorney, to consult and provide representation on licensing matters at DBPR. In what circumstances would these licensing matters proceed to DOAH? And would you continue to provide representation for the client while the matter is at DOAH?

A licensing matter may proceed to DOAH when an administrative complaint has been filed and the respondent timely disputes a material fact under Chapter 120.

At this time, I do not intend to represent clients before DOAH in matters involving DBPR during the two-year period. My contemplated work during this period is limited to consultation, licensing-related guidance, and resolution discussions, subject to any guidance provided by the Commission.

6. Who handles the prosecutions of licensing matters after probable cause is found? In other words, who prosecutes on DBPR's behalf if a matter goes to DOAH or, after a Chapter 120 hearing, returns to DBPR for a final order? I was not sure if that prosecution is handled by the Division of Regulation attorneys, attorneys from another DBPR Division, or attorneys from another State Department entirely, such as the Attorney General's Office.

In my experience with CILB matters, after probable cause is found, prosecution was generally handled by the assigned attorney for that CILB matter. If the respondent did not dispute material facts, the matter could proceed to an informal hearing before CILB. If the respondent disputed material facts, the matter could proceed to DOAH under Chapter 120.

Assigned CILB counsel generally handled those prosecutions, although reassignment could occur in certain matters, including assignment to the Attorney General's Office. My experience was limited to CILB matters, not ECLB prosecutions.

Best,

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From: Schafer, Grayden
Sent: Thursday, May 28, 2026 3:06 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Ms. Kafrouni:

Thank you for providing these answers. I have reviewed them, but still have further questions for you. Most of these questions deal with wrapping my mind around how regulatory matters are handled at DBPR. As before, if you would, please provide your written responses in a reply to this email.

1. I understand you were assigned only to work on CILB matters. That being said, was your employment as an attorney within the Legal Section of DBPR's Division of Regulation?

2. Prior to a finding of probable cause, did you as an attorney have the authority to determine whether to prosecute a complaint? I am speaking here of the pre-probable cause stage of a proceeding, and whether the DBPR attorneys have discretion not to take a particular complaint to a DBPR Board for a probable cause determination.

3. Am I correct in understanding that—when you transitioned from SES to OPS—the only change in your responsibilities was that your caseload was reduced and you no longer supervised a law clerk? If I am incorrect, please describe what other responsibilities were altered or taken away.

4. If you would, please describe in more detail what you hope to do in your private practice. You indicate you would like to provide "consultation, licensing-related guidance, and resolution discussions[.]" Will all of this work require you to interface with DBPR regulatory attorneys/legal staff? Or will some of this work be on non-prosecutorial matters that will not be reviewed by DBPR regulatory attorneys/legal staff?

Thank you again,

Gray Schafer
Assistant General Counsel
Florida Commission on Ethics
(850)488-7864

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Thursday, May 28, 2026 7:08 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Good evening,

I've answered your questions below:

1. I understand you were assigned only to work on CILB matters. That being said, was your employment as an attorney within the Legal Section of DBPR's Division of Regulation?
My understanding is that my previous employment was as Assistant General Counsel, I am not certain if this was within the legal section of the DBPR's Division of regulation. I served exclusively in the CILB unit.
There are several 'units' in DBPR I.E. real estate, unlicensed activity, cosmetology, alcohol and tobacco. For reference each unit has the following hierarchy: chief attorney, then deputy chief, then senior attorney, then attorney.
At the point I transitioned from my SES position to OPS -almost two years ago- I was a senior attorney, so I did not have any major authority beyond the CILB cases I was assigned.
2. Prior to a finding of probable cause, did you as an attorney have the authority to determine whether to prosecute a complaint? I am speaking here of the pre-probable cause stage of a proceeding, and whether the DBPR attorneys have discretion not to take a particular complaint to a DBPR Board for a probable cause determination.
Yes, as an attorney I did have the authority to determine whether probable cause existed. I could also present it to the CILB probable cause panel to discuss to assist in determining if probable cause should be found. My understanding is CILB is the only unit it which the prosecutors have been granted the statutory authority to find probable cause without presenting it to a panel/board.
3. Am I correct in understanding that—when you transitioned from SES to OPS—the only change in your responsibilities was that your caseload was reduced and you no longer supervised a law clerk? If I am incorrect, please describe what other responsibilities were altered or taken away.
Yes, you are correct.
4. If you would, please describe in more detail what you hope to do in your private practice. You indicate you would like to provide "consultation, licensing-related guidance, and resolution discussions[.]" Will all of this work require you to interface with DBPR regulatory attorneys/legal staff? Or will some of this work be on non-prosecutorial matters that will not be reviewed by DBPR regulatory attorneys/legal staff?
I do not aspire to exclusively focus on regulatory matters interacting with DBPR.
However, not all DBPR related consults require direct interaction with legal staff; some are private consults with no direct representation before DBPR I.E. risk management counseling before a matter even reaches DBPR.
I have also been hired for non-prosecutorial matters such as reviewing contracts.

I hope in addition to that, to advise private clients on issues related to the CILB during the two-year prohibition period *without* direct representation before CILB according to Section 112.313(9)(a)4.
Additionally, I hope to represent clients before other departmental units I had no previous influence, prosecutorial role, personal interaction at all in the past such as real estate, electrical unit, unlicensed unit etc. As outlined in previous CEO 17-14 -October 25, 2017.

Respectfully,
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From: Schafer, Grayden
Sent: Friday, May 29, 2026 9:08 AM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Good morning Ms. Kafrouni,

For my analysis, it is important to clarify if you were employed within the Division of Regulation. Would you be able to verify with DBPR in which Division your position was housed?

Also, regarding Question 2, assuming you did not feel probable cause existed, did you have the discretion to close out the matter without bringing it to the CILB probable cause panel?

Thank you, again,

Gray Schafer

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Friday, May 29, 2026 9:38 AM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Good morning,

Sure thing-- I just emailed two people who should be able to provide that detail to me. I will let you know what they say.

Yes, if I believed probable cause did not exist I had the ability to close the matter without bringing it to the CILB PCP. I believe that authority stems from F.S. § 455.225(4). I do not believe other units in the Department have that same authority.

Respectfully,

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From: Schafer, Grayden
Sent: Friday, May 29, 2026 9:42 AM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

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Great! Thank you for checking on this for me. Also, it will be important for my analysis whether other legal units at DBPR have the authority to close out cases prior to probable cause. Would you be able to email those individuals at DBPR to check on this as well?

From: Schafer, Grayden
Sent: Friday, May 29, 2026 9:51 AM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

I think it will be important to verify with DBPR whether other units have dismissal authority—prior to probable cause—as the statute seems to indicate they have that power. Section 444.225(2) states: "At any time after legal sufficiency is found, the department may dismiss any case, or any part thereof, if the department determines that there is insufficient evidence to support the prosecution of allegations contained therein." This appears to indicate the ability to close out cases prior to probable cause is not limited to just the CILB unit.

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Friday, May 29, 2026 1:55 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

I appreciate your assistance and patience as I work through these questions.
The person I emailed regarding if I was in the Regulation division has not responded yet, but I will let you know when she does.
Whether other legal units at DBPR have the authority to close out cases prior to probable cause. Would you be able to email those individuals at DBPR to check on this as well?
I do not know whether prosecutors assigned to other DBPR units possessed the same authority regarding probable-cause determinations or recommendations before their respective boards or panels. Because I worked exclusively within the Construction Industry Licensing Board unit, I did not work in other units and do not have personal knowledge of their practices, authority, or responsibilities. For the same reason, I do not know anyone in those units whom I can contact directly.
I will continue my efforts to identify someone within DBPR who may be able to answer this question and will provide any information I am able to obtain.
I can state only that my prosecutorial responsibilities, assignments, authority, and any influence arising from those duties were confined to matters within the CILB unit. I had no responsibilities in, authority over, or involvement with matters handled by other units.
Importantly, although I had authority within the CILB unit to determine whether probable cause existed in matters assigned to me, my authority was *limited* in a certain capacity and *did not extend to determining penalties once a complaint had been processed.*
Determining probable cause is just one portion of the duty, the next would be preparing it for CILB to determine the penalty. Once the complaint made it is way back to my desk, my next duty was to prepare it for the CILB final action meeting. In the package I would draft, I would make a recommendation to the CILB on administrative fines and penalties like suspension,

probation, revocation but ultimately the CILB had the *ultimate discretion* on whether to accept my recommendation or to override it.

I.E. When I successfully negotiated a settlement agreement, the Construction Industry Licensing Board retained the ultimate discretion and authority to determine whether to accept the agreement. I did not have that authority. Or when a contractor elected an informal hearing before CILB, I would make my own recommendation based on the guidelines, but CILB had the ultimate discretion of approval.

Thank you again for working with me on this issue. I will do my best to obtain the information you requested.

Respectfully,
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From: Schafer, Grayden
Sent: Friday, May 29, 2026 2:04 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Subject: RE: Questions regarding Informal Opinion

Thank you for trying to collect the information, and for this clarification. Have a great weekend!

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Monday, June 1, 2026 9:00 AM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Good morning,

I hope you had a great weekend.

I obtained some answers.

I spoke with HR and learned that DBPR is divided into three components: Professions, Regulation, and the Office of General Counsel (OGC). I was employed within OGC.

Regarding the statute you referenced that appears to grant authority for probable cause determinations, I contacted my former administrative assistant for clarification. She explained that the process varies, and prosecutors in some Professions units may determine probable cause.

In my role within the CILB unit, I prosecuted disciplinary cases and prepared matters for review and action by the CILB. While prosecutors were involved in finding probable cause, I did not have the authority to issue final disciplinary sanctions, including fines, costs, suspension, revocation, or probation. That authority rested with the CILB.

Please let me know if there are any other questions I can assist with.

I appreciate your responsiveness to this matter, thank you.

Best,

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From: Schafer, Grayden
Sent: Monday, June 1, 2026 10:00 AM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Thank you, Zenya. I'll review these and let you know if I need anything else.

From: Schafer, Grayden
Sent: Monday, June 1, 2026 1:17 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Thank you, Zenya. I'm sorry that this has turned into so many questions, although it is a more complicated opinion request, given your responsibilities and the way in which DBPR is organized. I have a few more for you:

1. Please explain your interface—if any with—the Professions and Regulation Divisions. For example, when preparing matters for the CILB, did you have to interact with attorneys from these Divisions? If so, please explain the substance of your interactions.

2. Within the OGC, did you interact with attorneys with responsibilities other than presenting matters to the CILB? If so, please explain those interactions.

3. Regarding my probable cause question, I am asking about actions <u>preceding</u> a matter going to the probable cause panel. In particular, were you able to close a case on your own prior to presenting it to the probable cause panel?

Thank you again,

Gray Schafer

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Monday, June 1, 2026 2:57 PM

To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

It's really not a problem. I'm happy to provide clarification whenever needed.

1. Please explain your interface—if any—with the Professions and Regulation Divisions. For example, when preparing matters for the CILB, did you have to interact with attorneys from these Divisions? If so, please explain the substance of your interactions.

No. In my role handling CILB matters, I did not interact with attorneys from the Professions Division or the Regulation Division in connection with the preparation or prosecution of cases.

2. Within the OGC, did you interact with attorneys with responsibilities other than presenting matters to the CILB? If so, please explain those interactions.

My interactions were primarily with attorneys assigned to the CILB unit. We would occasionally discuss legal or procedural issues and seek each other's perspectives on challenging matters, as is common among attorneys within the same practice area.

The only attorney with whom I regularly interacted who also had responsibilities outside the CILB was my supervisor, Sally Raines, who supervised CILB matters and also had responsibilities involving the Electrical Contractors' Licensing Board. My interactions with Ms. Raines, however, were limited to CILB matters. I did not participate in, advise on, supervise, or otherwise become involved in matters assigned to other boards or professional units.

I did not supervise attorneys assigned to other boards or professional units, nor was I involved in the handling of matters assigned to those units.

3. Regarding my probable cause question, I am asking about actions preceding a matter going to the probable cause panel. In particular, were you able to close a case on your own prior to presenting it to the probable cause panel?

Yes. As part of my responsibilities, I had authority to close certain complaints prior to presentation to the probable cause panel when I determined that further action was not warranted.

However, when a matter proceeded beyond that stage, the CILB—not me—ultimately determined whether probable cause existed and, if discipline was imposed, the appropriate penalty.

Also, if I may, I have a question: *My former position was in OGC handling contractor related matters. I have never handled any other matter/unit. Is your concern that OGC itself is the agency, or are you analyzing the specific board/division in which the former employee participated?*

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From: Schafer, Grayden
Sent: Monday, June 1, 2026 3:03 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

Thank you for your answers. To address your question, yes, I am trying to clarify the extent of your influence within DBPR, in part to determine if your agency encompasses the entirety of the OGC.

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Monday, June 1, 2026 4:12 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Thank you for the clarification.

Although I was employed within the Department's Office of General Counsel, my duties were limited to prosecuting matters assigned to the Construction Industry Licensing Board (CILB). I did not supervise, advise, or exercise authority over matters involving other boards, divisions, or programs within DBPR, nor did I have a decision-making role regarding those areas.

Given those facts, is the analysis under section 112.313(9)(a), Florida Statutes, focused on the employee's actual duties, authority, and sphere of influence, or does organizational placement within the Office of General Counsel alone result in the employee being deemed to have served the entirety of OGC?

Relatedly, would the analysis for a staff attorney like me assigned exclusively to one board differ from that of a Chief, General Counsel, or Deputy General Counsel whose authority extends across teams or multiple boards, divisions, and programs, as discussed in CEO 17-014?

I appreciate your guidance.

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From: Schafer, Grayden
Sent: Monday, June 1, 2026 4:52 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Cc: Steverson, Kathryn <STEVERSON.KATHRYN@leg.state.fl.us>
Subject: RE: Questions regarding Informal Opinion

That is what I am researching and will be the subject of the response letter. I am still looking into those questions.

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Wednesday, June 3, 2026 2:25 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Hi Grayden,

I really appreciate you explaining the process over the phone. I would like to proceed with the formal process.
Please let me know if you have any additional questions.

Thanks so much
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From: Schafer, Grayden
Sent: Wednesday, June 3, 2026 3:03 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Subject: RE: Questions regarding Informal Opinion

Thank you, Zenya. I will be sending you questions in the next few days.

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Wednesday, June 3, 2026 7:41 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Hi Grayden,

I wanted to follow up regarding our phone conversation earlier today.

I really appreciate how promptly you have addressed this matter. Following our phone conversation I am currently rejecting client representation and have withdrawn representation from a complaint before the Electrical Board. I will continue doing so until the formal hearing on July 24. This will definitely impact my family's livelihood.

I am grateful for the time you spent with me on the phone and I have some follow up questions regarding the formal opinion's analysis.

Is it possible for the formal opinion to be anonymous?

After reviewing CEO 17-14, I struggle to reconcile the analysis with the conclusion that the relevant agency would be the entire Office of General Counsel. CEO 17-14 states that he wa person's agency is "not necessarily one's entire Department, but rather the lowest departmental unit within which one's influence would extend. In CEO 17-14, the employee was described as "a former employee of DBPR"; however, the Commission did not identify DBPR as the relevant agency. Instead, the Commission concluded that ABT and PMW were separate agencies because those were the lowest departmental units within which the employee's influence extended.

That language appears to focus on *influence* rather than organizational placement.

My confusion is this: if the relevant inquiry is the lowest departmental unit within which influence extends, <u>how does the fact that an attorney is housed within OGC becomes the endpoint of the analysis rather than the starting point?</u>

A Chief Attorney supervising multiple attorneys and participating in matters involving multiple boards appears to have a broader sphere of influence than a staff attorney assigned exclusively to a single board, even though both are in OGC. Likewise, two OGC attorneys assigned exclusively to different boards may never supervise one another, work together, or influence in each other's matters. <u>In those circumstances, I struggle to understand how the lowest departmental unit within which their influence extends would necessarily be the same.</u>

Could you help me understand how the 1995 opinion addresses the "lowest departmental unit within which one's influence would extend" language relied upon in CEO 17-14?

Thank you again for your guidance.

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From: Schafer, Grayden
Sent: Thursday, June 4, 2026 2:34 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Subject: RE: Questions regarding Informal Opinion

Good afternoon, Zenya:

I understand the questions that you raise here. Let me try to address them in order.

Frist, regarding withdrawing from representation, I wanted to clarify that the prohibition in Section 112.313(9)(a)4., Florida Statutes, applies only to you. It does not vicariously apply to other attorneys within your firm. If another attorney in your firm wants to represent clients in matters involving DBPR's Office of General Counsel or its Boards, the prohibition will not extend to them. Nor will extend to any outside counsel with whom you might subcontract to perform work on the case. I don't know if this knowledge helps you in your situation, but I did want to let you know.

Second, regarding whether the formal opinion can be anonymous, the draft opinion when presented to the Commission will have your name as the requestor. Any relevant materials will also be made publicly available online, including correspondences. However, once the Commission approves a formal opinion, it is added to our searchable database of Ethics' opinions. At that point, if you would like your name kept confidential, it will be removed from the opinion.

Third, regarding the question of "influence" vs. departmental placement, CEO 17-14 dealt with employees within certain DBPR Divisions. Those Divisions were recognized as their departmental units. I have looked at DBPR's organizational flow-chart, and it appears the Office of General Counsel is its own stand-alone unit within DBPR. I have attached the flow-chart to this email. In the past, I am not aware that the Commission on Ethics has broken the Office of General Counsel of any State Department into small units, although that is not to say it cannot be done. Critical to the analysis will be the fact that your responsibilities were specific and limited, unlike other attorneys working in Offices of General Counsel who had duties that were more broad ranging. Given your unique facts, and in a formal opinion tailored solely to your situation, we are willing to explore parsing DBPR's Office of General Counsel into smaller units, but it will be a matter of first impression and cannot be done at the staff level.

Finally, to better understand your work at DBPR, and the organization of its General Counsel's Office, I do have some additional questions. If you would, as before, please provide your answers in a reply to this email.

1. Did you work within a particular unit at the General Counsel's Office such as, for instance, a Construction Unit? If so, please indicate the name of that unit, how many attorneys were within it, and to which DBPR Boards you had responsibilities.

2. Who reviewed your work at DBPR? If you had a supervisor, please indicate their position title.

3. Did your supervisor also review work by other attorneys, even those not assigned to the CILB?

4. Did you interact with attorneys or staff within the General Counsel's Office outside of your individual unit? If so, please describe the nature of your interactions. I am speaking here of whether rother attorneys or staff—outside your unit—reviewed your work or assisted you in your tasks.

5. Once you became an OPS attorney, did this change to whom you reported? At that point, did you have even less interface with other members of the Office of General Counsel than you did as an SES attorney?

6. Did the Office of General Counsel have the authority to hire or terminate an attorney in your position?

7. In your time at DPBR, did you interact with attorneys or staff within eh Professional Regulation or Business Regulation sections? If so, please describe those interactions?

Thank you, again,

Gray Schafer
Assistant General Counsel
Florida Commission on Ethics
(850)488-7864

From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Thursday, June 4, 2026 3:49 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Hi Grayden,
Thank you again for the insight, but I'm a small firm that just opened about 60 days ago. I do not have any other attorney working with me at the moment.
I really appreciate you taking the time to answer my questions. Hopefully my answers will not provide greater insight.

> 1. Did you work within a particular unit at the General Counsel's Office such as, for instance, a Construction Unit? If so, please indicate the name of that unit, how many attorneys were within it, and to which DBPR Boards you had responsibilities.

Yes, I worked in the Construction Industry Licensing Board Legal Unit.
In my initial DBPR contractual agreement, I was selected for the position of Attorney with the Department of Business and Professional Regulations and placed in position number 79010744 "which is located in the Office of General Counsel, Construction Industry Licensing Board Legal Unit".
I attached a copy of the first page of my contractual responsibilities to this email, which shows I was in the OGC Construction Industry Licensing Board Legal Unit. I also attached a link showing a current job description for a deputy chief position, demonstrating that the OGC is broken down into units – specifically the CILB legal unit here.

When I was hired in 2019 there may have been around 10 attorneys in total. They ranked from staff attorney, senior attorney, deputy chiefs and the chief of the construction industry licensing board legal unit.
Once I became OPS and worked remotely, I did not communicate with anyone in the office except with my supervisor and administrative assistant so I am not aware of how many attorneys were present during the last two years.

<u>job posting</u>

Florida dbpr Department of Business & Professional Regulation

Office of the General Counsel
Ray Treadwell, General Counsel
2601 Blair Stone Road
Tallahassee, Florida 32399
Phone: 850.488.0063 • Fax: 850.922.1278

Halsey Beshears, Secretary

Ron DeSantis, Governor

December 2, 2019

Zeyna Kafrouni
2221 Orange Ave. East
Apt. 725
Tallahassee, FL 32311

Dear Ms. Kafrouni:

In accordance with the provisions of the State of Florida's personnel rules, you have been selected for the position of **Attorney** with the Department of Business and Professional Regulation and you will be placed in position number **79010744**, which is located in the **Office of the General Counsel, Construction Industry Licensing Board legal unit**. The anticipated effective date of your appointment is **December 16, 2019**, with a salary of **<u>$1,730.77</u>** biweekly.

This position is in the Selected Exempt Service (SES) and your appointment will be with exempt status. As an SES employee, you will serve at the pleasure of the agency head and shall be subject to dismissal, reduction in pay, demotion, or reassignment, at the discretion of the department, without rights of appeal. You will continue to receive 176 hours of annual leave and 104 hours of sick leave on your anniversary date. As an SES employee, you are entitled to all holidays observed by Career Service employees, including a personal holiday. As a member of the Selected Exempt Service, the state will pay the premiums for the state individual disability insurance policy.

Please be advised that your position has financial disclosure responsibility in accordance with Section 112.3145, Florida Statutes. Specified State employees are required to file disclosure within thirty (30) days from the date of appointment or the beginning of employment, and then annually by July 1 of each year.

Form 1, Statement of Financial Interests can be downloaded from the <u>Florida Commission on Ethics</u> website and should be completed and sent to: Florida Commission on Ethics, P.O. Drawer 15709 Tallahassee, FL 32317-5709.

Form 1 requirements are set forth fully on the form. In general, this includes the reporting person's sources and types of financial interests, such as the names of employers and addresses of real property holdings. No dollar values are required to be listed. In addition, the form requires the disclosure of certain relationships with, and ownership interests in, specified types of businesses such as banks, savings and loans, insurance companies, and utility companies. Please refer to www.ethics.state.fl.us for detailed filing instructions.

If you will be receiving dual compensation from another state agency or compensation from a job outside of state government, including the State University System, you will be required to complete a "Dual Employment" forms or an "Outside or Secondary Employment Request" form, and approval must be granted prior to your effective date.

DBPR
DEC 16 2019
PERSONNEL OFFICE

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<u>WWW.MYFLORIDALICENSE.COM</u>

2. Who reviewed your work at DBPR? If you had a supervisor, please indicate their position title.
When I was a staff attorney my supervisor was a deputy chief of the Construction Industry Licensing Board Legal Unit; my first supervisor was Jim Burkhart then Sally Raines and finally in years 2025-2026, Alessandra Mushinho. Sometimes the chief attorney would also assist; his name is Ian Brown.

3. Did your supervisor also review work by other attorneys, even those not assigned to the CILB?

The Deputy Chiefs did review other attorney work within the CILB legal unit. I am uncertain about their supervisor/leadership role outside of the CILB legal unit. I do know that both Deputy Chiefs of the CILB legal units, Jim and Sally were also part of other boards like building code and electrical. Those two boards had separate cases from CILB.
4. Did you interact with attorneys or staff within the General Counsel's Office outside of your individual unit? If so, please describe the nature of your interactions. I am speaking here of whether rother attorneys or staff—outside your unit—reviewed your work or assisted you in your tasks.
No.

> 4. Once you became an OPS attorney, did this change to whom you reported? At that point, did you have even less interface with other members of the Office of General Counsel than you did as an SES attorney?

No, I continued to only report to Sally then to Alessandra.
Once I became OPS is when my interface decreased dramatically and I only communicate with my supervisor and administrative assistant if needed.

> 5. Did the Office of General Counsel have the authority to hire or terminate an attorney in your position?

My impression was that my Chief Attorney was the one whose responsibility was to hire/fire me as they were the immediate "boss" to me. In fact, during my initial job interview it was a deputy chief of the Construction Industry Licensing Board Legal Unit who interviewed me. But I always believed it was the chief of the CILB legal unit, who decided who got hired/fired.

> 6. In your time at DPBR, did you interact with attorneys or staff within eh Professional Regulation or Business Regulation sections? If so, please describe those interactions?

No.

Thank you again for your time. I remain available to address any questions you have.

Best,
Zeyna Kafrouni, Esq.
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communication in error, please contact the sender immediately, and delete this communication from any computer or network system. Any interception, review, printing, copying, re-transmission, dissemination, or other use of, or taking of any action upon this information by persons or entities other than the intended recipient is strictly prohibited by law and may subject them to criminal or civil liability. Thank you.

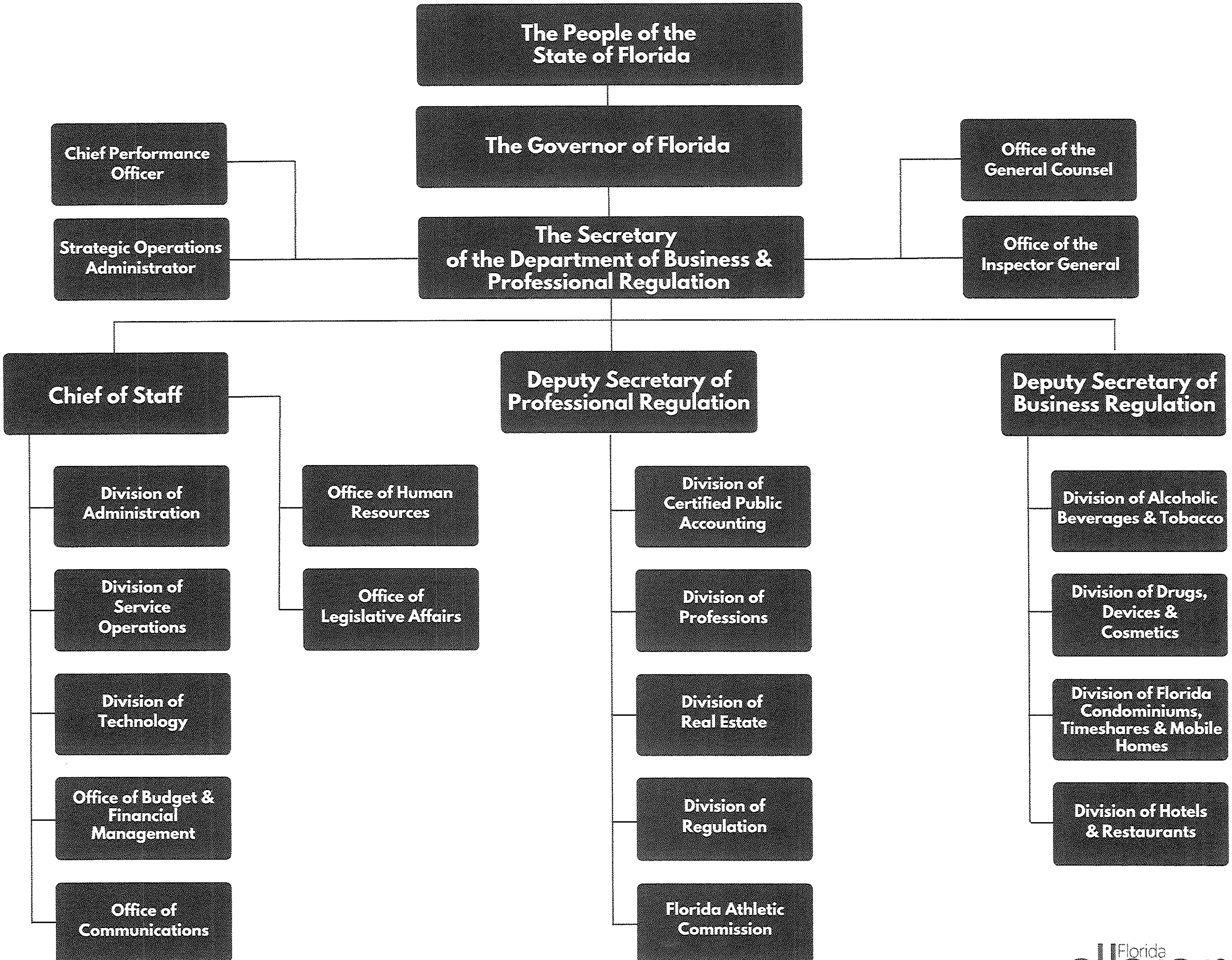
From: Zeyna Kafrouni <zeyna@kafrounilaw.com>
Sent: Thursday, June 4, 2026 3:58 PM
To: Schafer, Grayden <SCHAFER.GRAYDEN@leg.state.fl.us>
Subject: Re: Questions regarding Informal Opinion

Just want to note that I meant to say: I hope my answers to provide greater insight.

I am here to provide any assistance needed.
Sorry for the typo!

From: Schafer, Grayden
Sent: Thursday, June 4, 2026 3:58 PM
To: 'Zeyna Kafrouni' <zeyna@kafrounilaw.com>
Subject: RE: Questions regarding Informal Opinion

No problem!



Revised 06/02/23