

## SUPPLEMENTAL INSTRUCTIONS TO VENDORS ON TRADE SECRET CERTIFICATION

As a public body corporate of the State of the Florida, FIU is subject to Chapter 119 of Florida Statutes, commonly known as the Florida Public Records Law. Any record that a Vendor submits to FIU and/or such record that is made in connection with Vendor's transactions with FIU (hereinafter, the "Vendor's record(s)") is also considered to be a public record, which may be subject to the disclosure under Florida Public Records Law, unless there is an applicable statutory exemption.

If the Vendor seeks to assert trade secret protection under Florida Statutes Section 119.0715, such Vendor must comply with the following:

1. Clearly label the record(s) containing claimed trade secrets. Additionally, the Vendor should provide the appropriately redacted copies of any such record(s) or mark portions in such records which need to be redacted;

**AND**

2. Provide a sworn affidavit (please use the form provided below) signed by an authorized Vendor's officer, certifying the following for each record containing trade secret:
  - a. Identify with specificity the record(s) for which trade secrets protection is claimed;
  - b. Provide a description of the record sufficient to determine the application of the trade secret exemption; and
  - c. Explain in detail the specific element(s) or provision(s) of Florida Statutes Section Section 688.002(4) and/or case law that render the record at issue a trade secret exempted from public records production under Florida law.

**PLEASE NOTE:** *Inserting the words "Confidential" and/or "Proprietary" on a record does not automatically entitle the record to be considered a trade secret under Florida law; the claimed trade secrets must actually constitute trade secrets as defined by law.*

Vendor's failure to fully comply with the above instructions shall be considered as an affirmative acknowledgement by the Vendor that none of the Vendor's records submitted to FIU are considered to be a trade secret. Therefore, such Vendor's record(s) shall be subject to immediate production under the Florida Public Records Law.

If FIU receives a public records request for Vendor's record that is marked and certified with an affidavit to be a trade secret as provided herein, FIU will provide the requestor a copy of the Vendor's sworn affidavit. Any challenge to the affidavit and the application of the trade secret exemption shall be rebutted, if at all, only by the Vendor; FIU's only obligation will be to provide you notice that such a challenge has been received. If the Vendor timely files an action after receipt of notice of a challenge to its trade secret certification, FIU will not release the documents at issue pending the outcome of the legal action. The failure to timely file an action constitutes a waiver of any claim of confidentiality, and FIU will release the records as requested.

**AFFIDAVIT OF TRADE SECRET CERTIFICATION**

STATE OF \_\_\_\_\_  
COUNTY OF \_\_\_\_\_

I, the undersigned, being first duly sworn, do hereby state under oath and under penalty of perjury that the following facts are true:

1. I am over the age of eighteen and am a resident of the State of \_\_\_\_\_. I have personal knowledge of the facts herein, and, if called as a witness, could testify competently thereto.
2. I am the \_\_\_\_\_ (position) of \_\_\_\_\_ (name of corporate entity), a \_\_\_\_\_ (state) \_\_\_\_\_ (type of corporate entity), whose principal address is \_\_\_\_\_.
3. [I consider/My company considers] the information contained in the document(s) entitled \_\_\_\_\_ (provide description of the information) marked as Exhibit \_\_\_\_\_ (comprised of a total of \_\_\_\_\_ pages) a trade secret under applicable law for the following reasons: *(Explain in detail the specific element(s) or provision(s) of Florida Statutes that render the document(s) at issue a trade secret).*
4. [I have/My company has] taken measures to prevent the disclosure of the information contained in Exhibit \_\_\_\_\_ to anyone other than those who have been selected to have access for limited purposes, and [I intend/my company intends] to continue to take such measures.
5. [I consider/My company considers] the information contained in Exhibit \_\_\_\_\_ to have value and provides an advantage or an opportunity to obtain an advantage over those who do not know or use it.
6. All of information in Exhibit \_\_\_\_\_ contained is not, and has not been, reasonably obtainable without [my/our] consent by other persons by use of legitimate means.
7. All of information in Exhibit \_\_\_\_\_ is not publicly available elsewhere.
8. I am the person for Florida International University to contact in the event a challenge to any information contained in this Affidavit is received.

Executed on this \_\_\_\_\_ day of \_\_\_\_\_ in \_\_\_\_\_ County, \_\_\_\_\_ (State).

Affiant - Full Name: \_\_\_\_\_

Address: \_\_\_\_\_

Telephone: \_\_\_\_\_

E-mail: \_\_\_\_\_

Affiant Signature: \_\_\_\_\_

STATE OF \_\_\_\_\_

COUNTY OF \_\_\_\_\_

Sworn to or affirmed and signed before me on \_\_\_\_\_ (date) by \_\_\_\_\_ (Affiant).

\_\_\_\_\_  
NOTARY PUBLIC

Personally Known

Produced identification (Type of ID produced \_\_\_\_\_)