

IN THE CIRCUIT COURT OF THE
11th JUDICIAL CIRCUIT IN AND FOR
MIAMI-DADE COUNTY, FLORIDA

GENERAL JURISDICTION DIVISION

CASE NO.:

NEUTRON HOLDINGS, INC.
d/b/a LIME

Plaintiff,

v.

CITY OF MIAMI,
a Florida municipal corporation,

Defendant.

**EMERGENCY COMPLAINT FOR INJUNCTIVE RELIEF, DECLARATORY JUDGMENT,
AND EXPEDITED CHAPTER 119 HEARING WITH *IN CAMERA* REVIEW**

Neutron Holdings d/b/a Lime ("Lime") submitted a Proposal for Services to the City of Miami ("City") containing protected confidential and proprietary trade secret information; the confidential information was designated as such. The confidential information is clearly of the type excepted from disclosure under Chapter 119. On November 17, 2021, the City advised Lime that the Proposal, including the trade secret information, would be disclosed in response to a public records request. The City disregarded Lime's request to redact the confidential information prior to disclosure and arbitrarily decided that the material is not a protected trade secret. The City informed Lime the only way to stop the disclosure of the protected trade secret information would be to obtain a protective order from the Court **within five (5) business days** of November 17,

2021, making November 24, 2021 the City's imposed deadline for the issuance of a Protective Order. As a result, Lime files this *Emergency Complaint for Injunctive Relief, Declaratory Judgment, and Expedited Chapter 119 Hearing with In Camera Review* and states the following in support:

The Parties

1. Neutron Holdings, Inc. d/b/a Lime is a foreign corporation authorized to do business in the State of Florida and Miami-Dade County.
2. Defendant, City of Miami is a municipality in Miami-Dade County, Florida, organized under the laws of the State of Florida, and is therefore, subject to this Court's jurisdiction.

Jurisdiction and Venue

3. This is an action for declaratory judgment, and permanent injunctive relief. This Court has jurisdiction over this action pursuant to §§ 119.11, 86.011, 26.012, *Florida Statutes* (2021).
4. Venue is proper because the Defendant's headquarters is in Miami-Dade County and the dispute involves confidential documents that were submitted with the City in Miami-Dade County. *See* § 47.011, Fla. Stat. (2021).

General Allegations

5. Lime is an environmentally friendly micro-mobility company that provides dockless bicycle and electric scooter ("e-scooter") rentals to metropolitan areas and universities around the world.
6. Lime has participated in the City's Scooter Pilot Program offering motorized scooter rentals in Miami's urban core and surrounding neighborhoods for the past four years.

7. Following the successful completion of the City's Pilot Program, on June 18, 2021, the City issued its Request for Proposal No. 1170387 (the "RFP") regarding submissions for proposals relating to Shared Motorized Scooter Services. *See RFP #1170387, Attached as Exhibit 1.*
8. From the proposal, the City intends to enter into an agreement with up to three (3) firms that provide "turn-key" services to implement and operate a successful automated on-demand electric scooter sharing system.
9. Throughout the RFP process, the City made multiple requests for information that required Lime, and the other bidders, to provide confidential, proprietary and trade secret information. **Exhibit 1**, pp. 52-57. The following is a non-exhaustive sampling of the requested information:
 - a. Customer lists
 - b. Explanations of internal processes, operating procedures, logistics, and protocols
 - c. Marketing plans and financial information
 - d. Internal device specifications and safety specifications
 - e. Internal audits of payment and data security processes
10. On or about October 15, 2021, Lime submitted its Proposal for Services to the City's RFP (the "Proposal") and clearly marked multiple areas of the Proposal as Confidential, Proprietary, and Trade Secret Information ("Confidential Information").
11. Despite Lime's designation of the Confidential Information, by letter November 17, 2021 the City informed Lime that the City would release the Proposal, including the Confidential Information, pursuant to a recent public records request—unless Lime filed this lawsuit and obtained a Protective Order barring such disclosure within five (5) business days. *See City of Miami Letter*, attached as **Exhibit 2**. The City's stated reason for not redacting the material were:

"In consultation with the Office of the City Attorney, Procurement has determined the aforementioned sections of Lime's proposals were not adequately protected from release to the public because the information is not a trade secret and/or Lime did not take the required measures necessary to protect the information from public release."

12. Trade secret information is expressly exempt from disclosure under the public records law.

§119.0715(2); *see also* § 815.045 (noting it is a felony to disclose trade secrets). The

Confidential Information clearly falls within the statutory definition of exempt trade secrets:

(f) "Trade secret" means the whole or any portion or phase of any formula, pattern, device, combination of devices, or **compilation of information** which is for use, or is used, in the operation of a business and which provides the business an advantage, or an opportunity to obtain an advantage, over those who do not know or use it. The term includes any scientific, technical, or commercial information, including **financial information**, and includes any **design, process, procedure**, list of suppliers, **list of customers**, business code, or improvement thereof, whether tangible or intangible, and regardless of whether or how it is stored, compiled, or memorialized physically, electronically, graphically, photographically, or in writing.

§ 812.081(f) (emphasis added).

13. In its letter, the City contends that the following materials are not protected trade

secrets:

1. **Page 105¹ (Hardware)**: This section provides a compilation of proprietary design and internal testing procedures developed exclusively by Lime in the operation of its business providing Lime a business advantage.
2. **Page 129 & 130 (Safety Statistics)**: This section provides a unique compilation of information utilized by Lime in the development of its internal process and operating procedures.
3. **Page 165 & 166 (Appendix B: Hardware Certifications)**: This section provides technical specifications and commercial information regarding the proprietary design and certification of Lime's micro mobility solutions.

¹ The City references the Page Number of the PDF document, rather than the page number of the submission as marked, Lime utilizes the same numbering convention as the City.

4. **Page 167-169 (Fleet Numbers and Cities of Operation):** This information is tantamount to an internal customer list and directly reflects internal business operations and staffing decisions for competitive fulfillment of contracts.
 5. **Page 176-179 (Appendix F: Maintenance and Inspection SOP):** This section contains internal operational, logistical, and procedural information developed exclusively by Lime in the operation of its business that provides a competitive workflow advantage to any other company who gains access to this information.
 6. **Page 183-185 (Appendix G: Extreme Weather and Civil Unrest SOP):**² This section contains internal operational, logistical, and procedural information developed exclusively by Lime in the operation of its business that provides a competitive workflow advantage to any other company who gains access to this information.
 7. **Page 193 (Detailed Specs on E-Bike):** This section contains information detailing the proprietary design, operation, and development of Lime's e-bikes.
 8. **Page 194-199 (Appendix K: Marketing Plan):** This section contains Commercial and Financial information used for improving and growing Lime's business in target markets and would be detrimental to Lime's marketing strategy if released and would allow other companies to mimic Lime's marketing strategies to Lime's detriment.
 9. **Pages 202-209 (PCI Audit):** This section contains information regarding Lime's internal assessment of financial payment security, processes, and data security that Lime has developed.
14. Upon receipt of the letter, Lime promptly e-mailed the City offering to make the redactions for the previously listed Confidential Information and to provide a copy of the redacted Proposal to the City for release pursuant to the public records request. *See Lime E-mail*, attached as **Exhibit 3**.

² This section is referenced twice in the City's letter.

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