



## Attachment F - Trade Secret/Confidential Data Notice

Responder Name

It is the position of the above-named Responder that certain data contained in the following page(s) of the attached Proposal have been submitted in confidence and contain trade secret and/or privileged or confidential information (list pages – if no protected information has been submitted, state "NONE"):

The justification for the Trade Secret/Confidential data designation is (be specific, do not make general statements of confidentiality. Include reference to specific facts, licenses, trademarks, etc., and any relevant statutes or other law, such as how the data meets the requirements of Minnesota Statutes, section 13.37, subdivision 1(b). Add additional pages if necessary):

Responder acknowledges that, in accordance with Minnesota Statutes, sections 13.591 and 16C.06, subdivision 3, upon completion of contract negotiations, all materials submitted in response to this Request for Proposal (RFP) will become the property of the STATE and will become public record, with the exception of any portion(s) of an RFP or supporting data that are determined to be nonpublic "trade secret information."

Responder asserts that it has clearly marked every page of trade secret or confidential materials in the attached Proposal at the time the Proposal was submitted with the words "TRADE SECRET" or "CONFIDENTIAL" in capitalized, underlined and bolded type that is at least 20-point font. Responder acknowledges that the STATE is not liable for the use or disclosure of trade secret data or confidential data that Responder has failed to clearly mark as such.

Responder agrees to defend any action seeking release of the materials it believes to be trade secret or confidential, and indemnify and hold harmless the STATE, its agents and employees, from any judgments awarded against the STATE in favor of the party requesting the materials, and any and all reasonable costs connected with that defense. This indemnification survives the STATE's award of a contract and remains as long as the trade secret and/or confidential materials are in the possession of the STATE.

Responder acknowledges that the STATE is required to keep all the basic documents related to its grant contracts, including selected responses to RFPs, for a minimum of six years after the end of the grant contract. Nonselected RFP Proposals will be kept by the STATE for a minimum of one year after the award of a grant contract, and may be kept for much longer. Responder acknowledges that prices or costs submitted by the Responder will not be considered trade secret materials.

Responder acknowledges that the STATE reserves the right to reject Responder's claim of trade secret/confidential data if the STATE determines that the Responder has not met the legal burden of establishing that the information constitutes a trade secret or is confidential. In order for a trade secret claim to be considered by STATE, detailed justification that satisfies the statutory elements of Minnesota Statutes section 13.37, and the factors discussed in *Prairie Island Indian Community v. Minnesota Dept. of Public Safety*, 658 N.W.2d 876, 884-89 (Minn. Ct. App. 2003) must be provided. Use of generic trade secret language encompassing substantial portions of the Proposal or simple assertions of trade secret interest without substantive explanation of the basis will be regarded as nonresponsive requests for trade secret exception and will not be considered by STATE in the event that a data request is received for Proposal information. Any decision by STATE to disclose information designated by the Responder as trade secret/ confidential will be made consistent with the Minnesota Government Data Practices Act and other relevant laws and regulations.

Responder also acknowledges that if certain information is found to constitute a trade secret or is confidential, the remainder of the Proposal will become public; only the protected information will be removed and remain nonpublic.

STATE also retains the right to use any or all system ideas presented in any Proposal received in response to this RFP unless the Responder presents a positive statement of objection in the Proposal. Exceptions to such Responder objections include: (1) public data, (2) ideas which were known to STATE before submission of such Proposal, or (3) ideas which properly became known to STATE thereafter through other sources or through acceptance of the Responder's Proposal.

Authorized Signature	Printed Name	
Title	Date	

\* Whether or not protected information is provided, the Responder must sign and date this form and submit it with the "Required Statements."

MNsure's Accessibility & Equal Opportunity (AEO) office can provide this information in accessible formats for individuals with disabilities. Additionally, the AEO office can provide information on disability rights and protections to access MNsure programs. The AEO office can be reached at 651-539-2099 or 855-366-7873 or [AEO@MNsure.org](mailto:AEO@MNsure.org).