

RESOLUTION R-18-090

A RESOLUTION OF THE MANATEE COUNTY BOARD OF COUNTY COMMISSIONERS PROVIDING FOR THE DELEGATION OF ITS AUTHORITY TO THE DIRECTOR OF THE PUBLIC WORKS DEPARTMENT OR HIS DESIGNEE FOR THE PURPOSE OF EXECUTING AN AGREEMENT FOR THE WAZE CONNECTED CITIZENS PROGRAM; AND PROVIDING FOR AN EFFECTIVE DATE.

WHEREAS, Manatee County, a political subdivision of the State of Florida, doing business through its Public Works Department (the "County"), is empowered pursuant to Section 125.01, Florida Statutes, and Chapter 336, Florida Statutes to exercise general control and maintenance of county roads; and

WHEREAS, the County desires to become a member of the Waze Connected Citizens Program in order to participate in two-way data exchange of real-time, anonymous traffic incident information; and

WHEREAS, to become a member of the Waze Connected Citizens Program, the County needs to complete an online application, which requires, in part, execution of the Waze Connected Citizens Program Data Upload Tool and Waze Traffic Data API Additional Terms Agreement ("Agreement"), a copy of which is attached hereto as Exhibit "A"; and

WHEREAS, in order to execute the Agreement, the Director of the Public Works Department must have full legal authority to bind the County to the Agreement; and

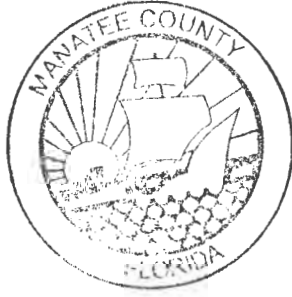
WHEREAS, the Board of County Commissioners finds that it is in the best interest of the County to delegate its authority, within adequate safeguards, for the review, completion and execution of the Agreement.

NOW, THEREFORE, BE IT RESOLVED by the Board of County Commissioners of Manatee County, Florida, that:

This Resolution is enacted pursuant to Section 125.01, Florida Statutes and Chapter 336, Florida Statutes, for the purpose of delegating the authority of the Board of County Commissioners to the Director of the Public Works Department, or his designee, to apply for and enter into an Agreement for the Waze Connected Citizens Program, attached hereto as Exhibit "A."

BE IT FURTHER RESOLVED that this Resolution shall take effect immediately upon its adoption.

DULY ADOPTED with a quorum present and voting, this 12th day of June, 2018.



**BOARD OF COUNTY COMMISSIONERS
OF MANATEE COUNTY, FLORIDA**

By: *Dr. Bill W.*
Chairperson

ATTEST: ANGELINA COLONNESO
CLERK OF THE CIRCUIT COURT AND COMPTROLLER

By: *Uebi Lessner*
Deputy Clerk

APPROVED in Open Session
06/12/2018
Manatee County Board of County
Commissioners

Manatee County Government Administrative Center
Commission Chambers, First Floor
9:00 a.m. - June 12, 2018

June 12, 2018 - Regular Meeting
Agenda Item #63

Subject

Waze Connected Citizens Program (CCP) Agreement

Briefings

None

Contact and/or Presenter Information

Vishal S. Kakkad, PE, PTOE, Traffic Design Division Manager
vishal.kakkad@mymanatee.org, Ext. 7812

Action Requested

Adopt Resolution R-18-090 providing for the delegation of Board of County Commissioner's (BCC's) authority to the Director of the Public Works Department or his designee for the purpose of executing an agreement for the Waze Connected Citizens Program (CCP) and providing for an effective date.

Enabling/Regulating Authority

Section 125.01 of Florida Statutes, and Chapter 336 of Florida Statutes.

Background Discussion

- County staff desires to become a member of the Waze Connected Citizens Program (CCP). This is a partnership between Waze (a service offered by Google) and a government agency to share publicly available incident and road closure data. Staff proposes to enter into a two-way data sharing agreement where Waze will provide real-time, anonymous traffic incident and congestion information directly from the source (such as drivers using the Waze app) and, in exchange, County will provide any known and available data about upcoming construction, road closures, and traffic incidents. This partnership will provide staff with valuable, real-time traffic data that can be used at the Regional Traffic Management Center for traffic incident management.
- To become a member of the CCP, the County will need to complete an online application and agree to the Waze Traffic Data API Additional Terms. The membership application will be reviewed by Google and, if approved, the County will be granted access to Waze's API (live feed).
- The membership application is an online application along with the affirmation that the individual completing the application is authorized to enter into such an agreement with Google, thereby agreeing to the Waze Traffic Data API Additional Terms.
- Several jurisdictions around the nation are taking advantage of this partnership. Locally, Hillsborough County and the City of Tampa have entered into this partnership.
- There is no cost associated with this agreement.
- Through Resolution R-18-090, staff is seeking a delegation of authority for the Public Works Director or his designee to electronically sign the online application and thereby enter into a two-way data sharing agreement.

County Attorney Review

Formal Written Review (Opinion memo must be attached)

Explanation of Other

Reviewing Attorney

Nicodemi

Emailed 06/13/2018

Instructions to Board Records

Please email the signed resolution to Vishal Kakkad at vishal.kakkad@mymanatee.org.

Cost and Funds Source Account Number and Name

\$0

Amount and Frequency of Recurring Costs

N/A

Attachment: [Attorney Response Memorandum.pdf](#)

Attachment: [Resolution R-18-090 Waze CCP.pdf](#)



OFFICE OF THE COUNTY ATTORNEY

MITCHELL O. PALMER, COUNTY ATTORNEY*
William E. Clague, Assistant County Attorney
Sarah A. Schenk, Assistant County Attorney**
Christopher De Carlo, Assistant County Attorney
Geoffrey K. Nichols, Assistant County Attorney
Pamela J. D'Agostino, Assistant County Attorney
Anne M. Morris, Assistant County Attorney
Katharine M. Zamboni, Assistant County Attorney
Alexandria C. Nicodemi, Assistant County Attorney

MEMORANDUM

Date: May 24, 2018
To: Sage Kamiya, Deputy Director of Traffic Management, Public Works Department
Through: Mitchell O. Palmer, County Attorney *MOP 5-24-18*
From: Alexandria C. Nicodemi, Assistant County Attorney *acn*
RE: **Waze Connected Citizens Program Agreement; Matter No. 2018-227**

This memorandum is in response to the above referenced Request for Legal Services in which you expressed the County staff's desire to become a member of the Waze Connected Citizens Program ("CCP"). In effort to become a partner of the CCP, you have asked this office to review the following documents that will collectively be referred to as the "Agreement": Waze Connected Citizens Program Data Upload Tool and Waze Traffic Data API; the Google APIs Terms of Service; and the Google Terms of Service.

Additionally, the RLS indicates staff wishes to seek from the Board of County Commissioners, a delegation of authority for the Interim Public Works Director, or his designee, to complete and execute the online application along with the corresponding Agreement for the Waze CCP. Per the Agreement, the signatory must have full legal authority to bind the County to the Agreement. Therefore, I have drafted Resolution No. R-18-090 for the Board to delegate such authority. (See Attached)

The RLS indicates "Google is not willing to modify any part of their agreement." The County Attorney's Office understands that this is a free two-way data exchange program and that failure to consent to the terms of the Agreement, simply will result in the County's inability to participate in the Waze CCP. Nevertheless, the following commentary will center upon potential legal risk associated with entering into such an Agreement:

1. Under the Agreement, the parties agree to remain silent regarding governing law and venue. The standard practice of this County requires venue for any action or proceeding be

* Board Certified in Construction Law

** Board Certified in City, County, & Local Government Law

brought in Manatee County, Florida or if in federal court, the United States District Court for the Middle District of Florida, Tampa Division. There is an inherent risk under contract law by choosing to remain silent on jurisdiction. When it comes to contract disputes that need to be resolved by a third party, such as a court, a future determination will be made as to where the matter will be heard and the governing law that will apply to the Agreement.

2. The Agreement indicates that the County may sublicense its rights under Section 2.2 of the Waze CCP Data Additional Terms, but the County will remain liable for any of the sublicensees' acts and omissions that violate the Agreement.
3. Please be aware of the public records obligation imposed on the County to provide notice in Section 4.3 of the Agreement.

I express no opinion as to the business judgement of entering into this Agreement. This completes the response to your Request for Legal Services. If you have any further questions, comments, or concerns, please feel free to contact me.

Copies to: Ed Hunzeker, County Administrator
 Dan Schlandt, Deputy County Administrator
 Cheri Coryea, Deputy County Administrator
 Chad Butzow, Interim Director, Public Works Department.