

PROPOSED

RESOLUTION NO. 2024-

1 A RESOLUTION OF THE BOARD OF COUNTY COMMISSIONERS OF BROWARD
2 COUNTY, FLORIDA, GRANTING A NONEXCLUSIVE, UNRESTRICTED PORT
3 EVERGLADES VESSEL BUNKERING SERVICES FRANCHISE TO SHELL NA
4 LNG, LLC, FOR A ONE-YEAR TERM; PROVIDING FOR FRANCHISE TERMS AND
5 CONDITIONS; AND PROVIDING FOR SEVERABILITY AND AN EFFECTIVE DATE.

6
7 WHEREAS, Chapter 32, Part II, of the Broward County Administrative Code
8 (“Administrative Code”) sets forth criteria for the granting of franchises to businesses to
9 conduct certain operations at Port Everglades, including, but not limited to, vessel
10 bunkering services;

11 WHEREAS, Section 32.15 of the Administrative Code authorizes Broward County
12 (the “County”) to grant different types of franchises: exclusive or nonexclusive; and
13 restricted or unrestricted;

14 WHEREAS, Section 32.22 of the Administrative Code provides that franchises
15 shall be granted by the Broward County Board of County Commissioners (the “Board”)
16 by Resolution after public hearing;

17 WHEREAS, Shell NA LNG, LLC (“Shell”), recently submitted an application for a
18 nonexclusive, unrestricted franchise to provide vessel bunkering services at Port
19 Everglades;

20 WHEREAS, the Board reviewed Shell's application pursuant to the requirements
21 of Chapter 32 of the Administrative Code, and is relying on the representations made by
22 Shell in that application;

23 WHEREAS, on October 8, 2024, a public hearing was held to consider Shell's
24 application; and

25 WHEREAS, based on the representations of Shell, and information presented by
26 Broward County staff and the public, as applicable, the Board does hereby determine and
27 establish that Shell has met each of the factors set forth in applicable provisions of
28 Chapter 32 of the Administrative Code for the granting of a nonexclusive, unrestricted
29 franchise to Shell for vessel bunkering services at Port Everglades, NOW, THEREFORE,

30 BE IT RESOLVED BY THE BOARD OF COUNTY COMMISSIONERS OF
31 BROWARD COUNTY, FLORIDA:

32 Section 1. The foregoing recitals are true and correct and are hereby ratified by
33 the Board.

34 Section 2. Award of Franchise to Franchisee.

35 Shell is hereby granted a nonexclusive, unrestricted franchise to provide vessel
36 bunkering services at Port Everglades (the "Franchise"), subject to the terms and
37 conditions of this Resolution.

38 Section 3. Term.

39 The Franchise shall be for a period of one (1) year, commencing October 8, 2024,
40 and ending October 7, 2025, unless sooner terminated in accordance with Section 32.29
41 of the Administrative Code.

42 Section 4. Franchise Conditions.

43 By its execution of the franchise application, Shell agreed to be bound by and
44 comply with all terms and conditions set forth in Section 32.24 of the Administrative Code.

45 Section 5. Law, Jurisdiction, Venue, and Waiver of Jury Trial.

46 The Franchise shall be interpreted and construed in accordance with and governed
47 by the laws of the State of Florida. Except as provided herein, the exclusive venue for any
48 lawsuit arising from, related to, or in connection with the Franchise shall be in the state
49 courts of the Seventeenth Judicial Circuit in and for Broward County, Florida. For matters
50 that fall within the exclusive subject matter jurisdiction of the federal courts or those to
51 which jurisdiction is confirmed by law upon the Federal Maritime Commission ("FMC"),
52 the exclusive venue for any such lawsuit shall be in the United States District Court, the
53 United States Bankruptcy Court for the Southern District of Florida, or the FMC, as
54 applicable. Shell irrevocably subjects itself to the jurisdiction of said courts. **EACH PARTY**
55 **HEREBY EXPRESSLY WAIVES ANY RIGHTS IT MAY HAVE TO A TRIAL BY JURY**
56 **OF ANY CIVIL LITIGATION RELATED TO THE FRANCHISE.**

57 Section 6. Independent Auditor.

58 If requested by the Broward County Auditor, Shell shall appoint, at its sole cost, an
59 independent auditor approved by the Broward County Auditor to (a) review Shell's
60 ongoing compliance with the terms and conditions of the Franchise; and (b) issue a
61 compliance report to Broward County within thirty (30) calendar days after the
62 appointment of the independent auditor.

63 Section 7. Notices.

64 In order for a notice to a party to be effective under the Franchise, notice must be
65 sent via U.S. first-class mail, hand delivery, or commercial overnight delivery, each with
66 a contemporaneous copy via e-mail, to the addresses stated below and shall be effective
67 upon mailing or hand delivery (provided the contemporaneous e-mail is also sent). The
68 addresses for notice shall remain as set forth in this section unless and until changed by
69 providing notice of such change in accordance with the provisions of this section. Until
70 any change is made, notices to Shell shall be delivered to the person identified in the
71 franchise application as having authority to bind Shell, and notices to Broward County
72 shall be delivered to the following:

73 Broward County, Port Everglades Department

74 ATTN: Chief Executive/Port Director

75 1850 Eller Drive

76 Fort Lauderdale, Florida 33316

77 E-mail: jmmorris@broward.org

78 Section 8. Issuance of Certificate.

79 In accordance with Section 32.27 of the Administrative Code, the Port Everglades
80 Department, Business Development Division, will issue a franchise certificate to Shell
81 setting forth the terms and conditions of the Franchise.

82 Section 9. Severability.

83 If any portion of this Resolution is determined by any court to be invalid, the invalid
84 portion will be stricken, and such striking will not affect the validity of the remainder of this
85 Resolution. If any court determines that this Resolution, in whole or in part, cannot be

86 | legally applied to any individual, group, entity, property, or circumstance, such
87 | determination will not affect the applicability of this Resolution to any other individual,
88 | group, entity, property, or circumstance.

89 | Section 10 Effective Date.

90 | This Resolution is effective upon adoption.

ADOPTED this __ day of _____, 2024.

PROPOSED

Approved as to form and legal sufficiency:
Andrew J. Meyers, County Attorney

By: /s/ Carlos Rodriguez-Cabarrocas 08/26/2024
 Carlos Rodriguez-Cabarrocas (date)
 Senior Assistant County Attorney