

**Notice of Meeting & Agenda for the  
Board of Directors for the Portland Fish Exchange  
July 21<sup>th</sup>, 2022  
4 pm Via Zoom**

- 1) Call the Meeting to order and declare a Quorum**
- 2) Motion & Vote June 16th, 2022 Minutes**
- 3) Management Report**
- 4) Motion & Vote Amended Fee Schedule**
- 5) Motion & Vote Request for Information**
  - *Sample motion: I make a Motion to approve distribution of The Request for Qualifications and Expression of Interest for Providing Management and Operations for the Portland Fish Exchange in substantially the same form as the attached draft..."*
- 6) Executive Session**
- 7) Other Business**
- 8) Adjourn**

**List of Documents:**

**Agenda  
Meeting Minutes June 16<sup>th</sup>, 2022  
Management Report  
Summary Financial Results  
Fee Schedule  
Request for Information  
Executive Session – to be sent under Confidential Cover from Corporation  
Council**

**Call in number: 1 929 205-6099  
Zoom Meeting ID: 895 7067 2261  
Password: 823447**

**<https://us02web.zoom.us/j/89570672261?pwd=NEYxeHI6cjArS3ZzK3h4WHFHb1NGZz09>**

**Meeting Minutes**  
**Board of Directors for the Portland Fish Exchange June 16, 2022**  
**3 pm via Zoom**

**Board:** Rob Odlin (President), Bill Needleman (Vice President), Avis Leavitt, Nick Alfiero, Tom Valleau, Tim Merrill, John Arnold (Quorum of Members)

**Staff:** Bert Jongerden, Temporary General Manager

**Public:** Mary Hudson, Mike Foster, Peter Handy, Edward Murphy (PPH), Ben Mertens, Jen Levin, Geoffrey Smith, Alan Tracy, Aaron Lewis

- 1) **President Odlin Call the Meeting to order AT 3:04 pm and declared a Quorum**
- 2) **Approval of Minutes:** *Board Action: June 9, 2022, Minutes Approved: Motion by Bill, Second by John, Vote: 6-0-0*
- 3) **Management Report:** *Board Action: Motion by Rob: Acquire equipment and set up for hybrid meeting at Fish Exchange, cost about \$1500. Seconded by John. Vote: 6-0-0*
- 4) **Pallet Fee Increase Proposal:** *Bert review a fee increases for several items. While Board members and public spoke generally in favor of the increases, the Board felt that approval should await an opportunity to publicize the increases.*
- 5) **Financial Overview Options for FY 2022:** *Board Action: Motion by Bill: That Bert hire a firm to provide a Compilation Review of the FY 2022 financial information at a cost of about \$4000. Seconded by Rob. Vote: 7-0-0*
- 6) **Update on Refrigeration Repairs and Camel Installation:** *Bert and the Board discussed the need for refrigeration repairs and updates to the camels. It is hoped that CARES Act funds will enable these projects to move forward.*
- 7) **Motion & Vote for John Arnold as Secretary and Tom Valleau as Treasurer:** *Board Action: Motion by Bill. Second by Avis. Vote: 7-0-0*
- 8) **Presentation of First draft Request for Interest:** *Bill discussed the draft Request for Interest to determine management options for the Portland Fish Exchange.*
- 9) **Executive Session:** *Board Action: Motion: Consistent with Executive Session Statute 1 MRS 405(6)(A)(C) &(E), the Board go into Executive Session for discussion of real estate and personnel issues. Motion made by Bill and seconded by Rob. Vote: 7-0-0*
- 9) **Other Business:** *Board Action: Motion by Tom: Send Letter of request for rent forgiveness to the Portland Fish Pier Authority. Seconded by Rob. Vote: 7-0-0. Motion: Approve Business Manager agreement with Mike Foster, Motion by Tom, Second by Nick, Vote: 7-0-0*
- 10) **Adjourn:** *Adjourned at 5 PM: Motion by Bill, Seconded by Nick, Vote: 7-0-0*



## PORTLAND FISH EXCHANGE

### Management/Financial Report for July 21<sup>th</sup>, 2022

<b>Groundfish Landings</b>	<u>Actual</u>	<u>Budgeted</u>	<u>Variance</u>	<u>Avg Fish \$/lb.</u>
May	5K lbs.	22K lbs.	(-17K lbs.)	\$2.63
June	33K lbs.	63K lbs.	(-30K lbs.)	\$2.20
July (to date)	130K lbs.	75K lbs.	+55 lbs.	\$2.48

Total Landings FY YTD (05/01/22) 168K lbs. 1.2M lbs.

#### **Off-auction landings.**

May	0 lbs.	0 lbs.	0 lbs.
June	6K lbs.	30K lbs.	(-24K lbs.)
July	55K lbs.	41K lbs.	+14K lbs.

Total Off-auction FY YTD (05/01/22) 61K lbs. 100K lbs. +39K lbs.

#### **Pumping**

May	0 lbs.	0 lbs.	0 lbs.
June	0 lbs.	0 lbs.	0 lbs.

Total Pumping FY YTD (05/01/22) 0K lbs. 500K lbs.

#### **Financial Report**

	<u>Net Income</u>	<u>Budgeted</u>	<u>Variance</u>
May	\$18K	(-\$19K)	\$1K
June	\$179K	(-\$16K)	\$195K

#### **Financial Notes:**

- Revenues for July reflect \$50K in Cares Act funds for seller rebates, \$67K in reimbursement funding for refrigeration repairs and \$80K from the FPA
- Receivables are \$246K – checkbook is \$20K - \$167K LOC Funds in use
- Receivables are mostly current – working with 2 slow-pay customers
- Total net cash & receivables are \$266K
- The City of Portland is strongly recommended that an Audit of FY22 be completed – per the By-Laws PFE is obligated to have an audit completed – have contacted the auditor
- Have rebated \$28 since June 1<sup>st</sup> – on 239K lbs. of fish
- An audit will cost roughly \$13K – suggest the board request an additional \$80K from the FPA to cover the audit expense and pay-down the LOC

#### **Operations Notes:**

- At capacity for bait storage, 300 pallets
- Staffing is rather thin – looking to hire operations people

#### **Landings Notes:**

- On & off auction landings are increasing, Cares Act rebates certainly are ‘priming the pump’ along with no Rolling Closures

**Portland Fish Exchange**  
**Summary Financial Results**  
*Fiscal Month June 2023*

	Current Month		YTD Budget	YTD Variance	Total Budget to Actual		Prior YTD Actual	Variance from Prior Year
	Actual	Budget			FY23 Budget	% Actual		
Landings in Lbs								
Groundfish	32,625	62,500	115,000	(77,176)	1,200,000	3.2%	107,297	(69,473)
Off-Auction	5,882	30,000	33,000	(27,118)	100,000	5.9%	0	5,882
Pumping	0	0	125,000	(125,000)	500,000	0.0%	1,338,900	(1,338,900)
<b>Net Revenue</b>	<b>\$ 244,455</b>	<b>\$ 56,649</b>	<b>\$ 106,448</b>	<b>\$ 214,397</b>	<b>\$ 784,200</b>	<b>40.9%</b>	<b>\$ 223,793</b>	<b>\$ 97,112</b>
COGS	1,454	3,765	6,708	(3,406)	61,400	5.4%	7,115	(3,813)
<b>Gross Profit</b>	<b>\$ 243,001</b>	<b>\$ 52,884</b>	<b>\$ 99,740</b>	<b>\$ 217,803</b>	<b>\$ 722,800</b>	<b>43.9%</b>	<b>\$ 216,618</b>	<b>\$ 100,925</b>
<b>Operations Labor</b>	<b>\$ 40,000</b>	<b>\$ 31,085</b>	<b>\$ 62,058</b>	<b>\$ 14,924</b>	<b>\$ 414,500</b>	<b>18.6%</b>	<b>\$ 64,979</b>	<b>\$ 12,003</b>
Operations Expense	1,975	963	1,926	1,208	11,550	27.1%	3,979	(845)
Administration Expense	22,026	36,570	73,140	(32,707)	469,676	8.6%	73,489	(33,056)
<b>Total Expenses</b>	<b>\$ 64,001</b>	<b>\$ 68,618</b>	<b>\$ 137,124</b>	<b>\$ (16,575)</b>	<b>\$ 895,726</b>	<b>13.5%</b>	<b>\$ 142,447</b>	<b>\$ (21,898)</b>
<b>Net Income</b>	<b>\$ 179,000</b>	<b>\$ (15,734)</b>	<b>\$ 194,734</b>	<b>\$ 234,378</b>	<b>\$ (172,926)</b>	<b>-113.9%</b>	<b>\$ 74,171</b>	<b>\$ 122,823</b>

Labor	Direct	\$ lb	%	Revenue	% to Total	Fish fee/lb.	Avg fish /lb.
Direct	\$ 40,000	\$1.23	100%	Fish Fees \$ 9,052	4%	0.28	2.20
Temp	\$ -	\$0.00	0%	Pumping \$ -	0%		
Taxes	\$ -	\$0.00	0%	Tote/Pallets \$ 609	0%		
Benefits	\$ -	\$0.00	0%	Boxes \$ 487	0%		
Work Comp	\$ -	\$0.00	0%	Misc \$ 207	0%		
Overtime	\$ -	\$0.00	0%	Warehousing \$ 14,357	6%		
Net Operations Labor	\$ 40,000	\$1.23	100%	Weighing \$ 177	0%		
Lumpers	\$ -	\$0.00	0%	Berthing \$ 4,321	2%		
<b>Total</b>	<b>\$ 40,000</b>	<b>\$1.23</b>	<b>100%</b>	Rental \$ 18,000	7%		
				Lumping \$ -	0%		
				Other \$ 197,245	81%		
				<b>Total</b> \$ 244,455			





# PORTLAND FISH EXCHANGE

## Service Fees

Effective: TBD 2022

### Standard Product Handling Fees

<u>Bid Price</u>	<u>Seller Fee</u>	<u>Buyer Fee</u>	<u>Scratch Fee</u>	<u>No Bid Fee</u>
0 ¢ - 35 ¢	5 ¢/lb.	5 ¢/lb.	10 ¢/lb.	9.0 ¢/lb.
36 ¢ - 75 ¢	8 ¢/lb.	8 ¢/lb.	16 ¢/lb.	
76 ¢ - 99 ¢	10 ¢/lb.	10 ¢/lb.	20 ¢/lb.	
\$1.00 - \$1.49	13 ¢/lb.	13 ¢/lb.	26 ¢/lb.	
\$1.50 and over	14 ¢/lb.	14 ¢/lb.	28 ¢/lb.	

### Special Product Handling Fees

<u>Item</u>	<u>Seller Fee</u>	<u>Buyer Fee</u>	<u>Scratch Fee</u>	<u>No Bid Fee</u>
Shrimp & Shellfish	10 ¢/lb.	10 ¢/lb.	20 ¢/lb.	9.0 ¢/lb.
Dogfish	5 ¢/lb.	5 ¢/lb.	10 ¢/lb.	
Herring Pumping	\$10/ton	N/A	N/A	

### Berthing

<u>Daily Berthing Rate</u>		<u>Monthly Berthing Rate</u>
56¢/foot	Length measured as LWL	\$9.50/foot
Shore power as available		Includes 1 parking space

### Warehousing/Cold Storage/Misc. Unloading

Truck to Truck Pallet Transfers *Includes 24 hours cold storage	\$10/each active PFE auction participants \$20/each non-auction participants
Seaweed (in-out) **including cold storage	\$2/bag + \$20/pallet handling fee into building
Vessel (In-Out) Pallet Transfers	\$30/pallet
Off-Auction Unloading	18¢/lb.
Weekly Cold Storage	\$15/pallet plus pallet handling fee
Monthly Cold Storage	\$20/pallet plus pallet handling fee
Daily Cold Storage (over 24 hrs.)	\$20/pallet/day

**Lumping Fees**

Effective: TBD 2022

<u>Lbs. Hailed</u>	<u>PFE Crew</u>	<u>Minimum Fee</u>
0-5,000	1	\$50
5,001 - 10,000	2	\$100
10,001 - 50,000	3	\$150
50,001 +	4	\$200
<b><u>Surcharge after Minimum</u></b>		
	<u>Crew</u>	
0-5,000	1	2.0 ¢/lb.
5,001 - 10,000	2	2.0 ¢/lb.
10,001 - 50,000	3	3.0 ¢/lb.
50,001+	4	3.5 ¢/lb.

**Production Services**

100 lb. / 125 lb. box – filled, marked & iced	\$15.00/box
50 lb. / 60 lb. carton – filled, marked & iced	\$10/carton (re-weigh fee may apply)
Bulk Bin / 1500 lb. – marked & iced	\$40/bin – pallet extra
Steaking lg. fish (gross weight)	4.5¢/lb.
Steak med. fish or blend (gross weight)	5.5¢/lb.
Repack & ice into box, carton, bulk bin	4.5¢/lb.
Cull/weigh check (no chg. <95% accurate)	4.5¢/lb.
Re-ice only	1.0¢/lb.

**Supplies**

Totes: Purchase	\$12.00 each
Bin rental	\$40/month
Pallet purchase	\$8.00 each
Ice resale: Tote   Bin (approximately ½ ton)	\$10.00/ tote   \$100.00/ bin
Shrink wrap	\$25/roll
Marking crayons	\$15/box

Parking	\$50/month
Research fee	\$30/hour <i>For account information 60 days or older</i>
Use of Net Yard for Gear Repairs (vessels not landing at the PFE)	\$50/day <i>**After 48 hours of gear being placed in Net Yard</i>

## **CITY of PORTLAND, MAINE**

### **Request for Qualifications**

#### **Expression of Interest For Providing Management and Operations for the Portland Fish Exchange**

The Portland Fish Exchange seeks responses to provide expression of interest and evidence of qualification to provide the Portland Fish Exchange with management and operational oversight. Responses addressed to the Purchasing Office, Room 103, City Hall, 389 Congress Street, Portland, Maine 04101, shall be submitted electronically to [bidsubmit@portlandmaine.gov](mailto:bidsubmit@portlandmaine.gov) with the name of the Proposer and RFQ number in the subject line will be received until **TIME;DAY;DATE** at which time they will be opened and read. Proposals can also be submitted via USPS, UPS or FedEx to the address listed above. In-person submission is not currently allowed due to City Hall being closed to the public

Copies of the above documents will be available by contacting the City of Portland Purchasing Office either via e-mail at [jrl@portlandmaine.gov](mailto:jrl@portlandmaine.gov), or phone (207) 874-8654. Each prospective bidder will be required to obtain from the City each copy of the proposal forms.

Proposals from vendors not registered with the Purchasing Office may be rejected; receipt of this document directly from the City of Portland indicates registration. Should a vendor receive this Request from a source other than the City, please contact 207-874-8654 to ensure that your firm is listed as a vendor for this RFQ.

#### **QUESTIONS**

All questions shall be made in writing only, can be hand delivered, mailed to the Purchasing Office, faxed to 207-874-8652 or e-mailed to [slchapin@portlandmaine.gov](mailto:slchapin@portlandmaine.gov), being received no later than DAY/DATE. A written response, if provided, will be in the form of an Addendum. Corrections or changes to this document will be made only by written addendum; any oral explanation or interpretation shall not be binding.

#### **RESERVATION OF RIGHTS**

The Portland Fish Exchange reserves the right to waive any informalities in submissions, to accept any submission or portions thereof, and to reject any or all submissions for any reason.

The Portland Fish Exchange reserves the right to substantiate the Proposer's qualifications, capability to perform, availability, past performance record and to verify that the proposer is current in its obligations to the Portland Fish Exchange and the City.

DATE

Samantha L. Chapin

Purchasing & Controls Manager



**DRAFT Request for Qualifications DRAFT****Expression of Interest  
For  
Providing Management and Operations for the Portland Fish Exchange****Introduction:**

*Following years of declining landings and persistent budget shortfalls, the Portland Fish Exchange (PFE) Board of Directors (Board) is exploring options for alternative management and requests **expressions of interest** from the Seafood Industry in providing management and operations for the facility at #6 Portland Fish Pier, Commercial Street, Portland, Maine. The goal of the **Request for Qualifications (RFQ)** process is to discover whether there are entities or partnerships interested in negotiating with the PFE Board an alternative management structure, operational framework, and business plan for the facility. Depending on the results of this RFQ, the Board may develop a final Request for Proposals document and forward it to those firms deemed by the Board to be qualified to provide these services. The Board commits to evaluating all submissions objectively against criteria for qualification and goals for the process, as described below; however, all expressions of interests and subsequent proposals shall be assessed against the current model. The Board is not obligated to accept any submissions if it determines that none are an improvement over the current condition or for any other reason.*

**Goals for the Process:**

*The PFE seeks to continue to serve the Northern New England harvesting fleet with services necessary to bring highest quality wild caught seafood and aquaculture products to market with transparency, equity, and sustainability.*

The Board of Directors seeks interest from persons, entities, or partnerships that commit to serve ground fish harvesters, while broadening the reach of the Portland Fish Exchange facility to better serve other species and harvesting methods.

**Background:**

- The PFE has operated a public live auction of wild harvested seafood products since 1986. Located on the Portland Fish Pier on the Portland Waterfront, the PFE was the nation's first live seafood auction at the time of its creation and remains the only public seafood auction in New England.
- The PFE is primarily a live seafood auction of wild caught ground fish. The PFE provides services to the seller (harvester) including lumping, unloading, sorting, grading, boxing, and auctioning – with guarantee of payment.

- The PFE maintains a list of member buyers who are approved for buying on the PFE by the Board and who maintain a minimum letter of credit to ensure payment to the PFE.
- The PFE provides additional services to the seafood economy including: crossdocking, cold storage (refrigerated, not frozen), pallet and box rentals, contract unloading, bait pumping, maintenance of a net yard, transient berthing, access to trucking, and occasional material/equipment transfer (vessel to dock/dock to vessel.)
- Organized as a quasi-municipal, non-profit corporation with the City of Portland being the sole incorporator, the PFE employs professional management overseen by a City-appointed Board of Directors.
- The PFE is a tenant of a City-owned building under a lease from the Portland Fish Pier Authority. The PFE lease is attached.
- The PFE building (Portland Fish Pier Lot #6) contains +/-37,500 sq ft of interior space, with +/- 15,000 sq ft subleased. See below.
- The PFE leasehold includes +/-1600 lin ft of pier edge, with +/-350 lin ft subleased.
- The PFE leasehold includes exterior paved space (Portland Fish Pier Lots # 4, #7, #8, and #9), of which all of Lot #4 and +/- half of Lot # 7 subleased.
- The PFE has two sub-tenants (Cozy Harbor Seafood and Dropping Springs Lobster and Bait.) These two sub-leases will remain in effect until terminated in accordance with their terms, or as may be renegotiated with the mutual consent of all parties (lessor and lessee.) The two PFE sub-leases are attached. *Note: The Cozy Harbor Seafood sublease contains non-compete clauses and a right of first refusal on available space which will constrain options for the operation and sublease of the facility moving forward.*

**Process:**

This Request for Qualifications is the first of a two-step process to identify a potential manager and operator for the PFE. The RFQI will identify who is interested. If the Board finds responding parties with adequate experience and demonstrated commitment to the Maine seafood economy, the Board may issue a **Request for Proposals** (RFP) from qualified responding teams. Only selected respondents to the RFQ will be requested to generate and submit detailed proposals.

The RFQ is intended to be a low barrier process, without an expectation for submission of a detailed business or management plan. The **RFQ process emphasizes identifying who is interested** and whether such parties are **qualified to manage and operate the facility**.

The later RFP will require a detailed submission describing the proposed organizational structure, management philosophy, business plan, staffing assumptions, operating commitments, financial information, and any other information requested by the Board.

The process will be administered by the City of Portland Procurement Office with support by the City Corporation Counsel's Office and the Portland Housing and Economic Development Department. The City makes no representations or warranties about any of the information set forth herein, which is provided to proposers for their convenience only.

**Who Can Submit?**

Any credible participant(s) with experience, know how, and demonstrated commitment to the Maine Seafood Economy may submit their expression of interest in managing and operating the Portland Fish Exchange. Individuals, entities, existing partnerships, new partnerships (formed for the expressed purpose of submission), for profit, and not for profit entities are all welcome to submit their interest for consideration.

**Submission Requirements:**

As noted above, the RFQ is intended to be a low barrier process to identify interested qualified potential managers and operators. All submitted material will be publicly available. Please do not submit any confidential or proprietary business information at this time. The City of Portland and the Portland Fish Exchange are subject to Maine’s Freedom Of Access Act, and they will disclose any public records in their possession or custody without liability to any third party.

All responding teams will submit the following for review by the PFE Board of Directors:

1. Name of the responding team or entity.
2. The names of participating partners or entities and their role(s) in the partnership.
3. Brief statement (one or two pages) of goals and expectations for the PFE, including a description of the management approach anticipated (not a detailed plan, but a brief narrative describing how the entity intends to approach the task of transitioning the PFE to sustainability.)
4. Brief corporate/organizational histories of responding teams, including experience with seafood harvesting, distribution, marketing, processing, or other relevant experiences to managing and operating the PFE.
5. Resumes of key participants.
6. Flow chart illustrating the assumed organizational structure of the proposing team(s), key participants, and primary responsibilities (as may be adjusted and refined if selected for full submission to the RFP.)

**Qualification Criteria:**

The Responding Team has relevant experience in the Maine Seafood Industry.

The Responding Team demonstrates financial and management capabilities needed to provide stability to the PFE.

The Responding Team demonstrates commitment to the Maine Seafood Industry through its mission, years of service, and/or articulated approach to managing and operating the PFE.

**Timeline**

The Board plans to inform all submitting teams whether or not they have been selected to submit full proposals within 20 days of the submission deadline

**No Warranties**

The City makes no representations or warranties about any of the information about the property set forth herein, which is provided to proposers for their convenience only. The City, and its agents, make no representations or warranties with respect to the title of the property, the accuracy of any statements as to boundaries or acreage, or as to any other matters contained in any description of the property, or as to the fitness of the property for a particular purpose, or as to development rights, merchantability, habitability, or as to any other matter, including without limitations, land use, zoning and subdivision issues or the environmental, mechanical, or structural condition of the property.

### **Confidentiality**

The City of Portland is subject to Maine's Freedom of Access Act (FOAA). Under this law, the City is required to make public information that we receive in the solicitation of proposals. FOAA does, however, have exceptions applicable to certain confidential information. In the event that you believe that the proposal you submit contains any confidential information, you must submit such information in a separate sealed envelope to the City along with your sealed proposal. The outside of this envelope must clearly be marked "Proprietary information/confidential." Such confidential information will only be reviewed by Portland City officials, and only on a "need to know" basis. The City will not disclose such information to a third party, unless it determines that such disclosure is required by law. Prior to disclosing such information, the City will provide you with a reasonable opportunity to seek an injunction or other court order, at your own expense, to prevent such disclosure. The City will not be liable to any proposer or any third party for any disclosure of confidential information.

### **Attachments:**

- 1. Portland Fish Pier subdivision**
- 2. Portland Fish Exchange Lease with the Portland Fish Pier Authority**
- 3. Cozy Harbor Seafood Sublease**
- 4. Dropping Springs Sublease**
- 5. Portland Fish Exchange Articles of Corporation**
- 6. Portland Fish Exchange Bylaws**
- 7. Portland Fish Exchange Rules**
- 8. Ground Lease Agreement By and Between City of Portland and Portland Fish Pier Authority**
- 9. Governor's Deed for Portland Fish Pier complex**