



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR281337
Original Issued Date: 04/12/2019
Issued Date: 06/04/2020
Expiration Date: 06/08/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Cresco HHH, LLC

Phone Number: 774-226-7749 Email Address: jonah.bates@crescolabs.com

Business Address 1: 100 Summer Street

Business Address 2:

Business City: Boston

Business State: MA

Business Zip Code: 02110

Mailing Address 1: 1 West St

Mailing Address 2:

Mailing City: Fall River

Mailing State: MA

Mailing Zip Code: 02720

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

PRIORITY APPLICANT

Priority Applicant: yes

Priority Applicant Type: RMD Priority

Economic Empowerment Applicant Certification Number:

RMD Priority Certification Number: RPA201894

RMD INFORMATION

Name of RMD: Cresco HHH, LLC

Department of Public Health RMD Registration Number: PCR Only

Operational and Registration Status: Obtained Provisional Certificate of Registration only

To your knowledge, is the existing RMD certificate of registration in good standing?: yes

If no, describe the circumstances below:

PERSONS WITH DIRECT OR INDIRECT AUTHORITY

Person with Direct or Indirect Authority 1

Percentage Of Ownership: 4.47

Percentage Of Control: 11.11

Role: Owner / Partner

Other Role: CEO, Co-Founder, Board Member

First Name: Charles

Last Name: Bachtell

Suffix:

Gender: Male	User Defined Gender:
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)	
Specify Race or Ethnicity:	

Person with Direct or Indirect Authority 2

Percentage Of Ownership: 4.73	Percentage Of Control: 11.11	
Role: Board Member	Other Role: Co-Founder, Board Member	
First Name: Joseph	Last Name: Caltabiano	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 3

Percentage Of Ownership: 3.23	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: Dominic	Last Name: Sergi	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 4

Percentage Of Ownership: 7.95	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: Brian	Last Name: McCormack	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 5

Percentage Of Ownership: 3.73	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: Robert	Last Name: Sampson	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 6

Percentage Of Ownership: 0.07	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: John	Last Name: Walter	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 7

Percentage Of Ownership: 0.22	Percentage Of Control: 11.11
Role: Board Member	Other Role:
Date generated: 12/03/2020	

First Name: Gerald	Last Name: Corcoran	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 8

Percentage Of Ownership: 0.03	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: Thomas	Last Name: Manning	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

Person with Direct or Indirect Authority 9

Percentage Of Ownership: 0.29	Percentage Of Control: 11.11	
Role: Board Member	Other Role:	
First Name: Randy	Last Name: Podolsky	Suffix:
Gender: Male	User Defined Gender:	
What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)		
Specify Race or Ethnicity:		

ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

Entity with Direct or Indirect Authority 1

Percentage of Control: 100	Percentage of Ownership: 59.6	
Entity Legal Name: Cresco U.S. Corp.	Entity DBA:	DBA City:
Entity Description: Holding Company for U.S. Operations of Cresco Labs, Inc.		
Foreign Subsidiary Narrative: Cresco U.S. Corp. is a holding company for U.S. Operations of Cresco Labs, Inc., which is a Canadian corporation publicly traded on the Canadian Stock Exchange. It is wholly-owned by Cresco Labs, Inc.		
Entity Phone:	Entity Email:	Entity Website:
Entity Address 1:	Entity Address 2:	
Entity City:	Entity State:	Entity Zip Code:
Entity Mailing Address 1:	Entity Mailing Address 2:	
Entity Mailing City:	Entity Mailing State:	Entity Mailing Zip Code:
Relationship Description: Cresco U.S. Corp. is a holding company for U.S. Operations of Cresco Labs, Inc.		

Entity with Direct or Indirect Authority 2

Percentage of Control: 100	Percentage of Ownership: 59.6	
Entity Legal Name: Cresco Labs, Inc.	Entity DBA:	DBA City:
Entity Description: Publicly-traded parent company of Cresco HHH, LLC		
Foreign Subsidiary Narrative: Cresco Labs, Inc. is a Canadian-based corporation that is publicly-traded on the Canadian Stock Exchange. Cresco Labs, Inc. is the parent company of Cresco HHH, LLC.		
Entity Phone:	Entity Email:	Entity Website: https://www.crescolabs.com/
Entity Address 1:	Entity Address 2:	
Entity City:	Entity State:	Entity Zip Code:

Entity Mailing Address 1:	Entity Mailing Address 2:
Entity Mailing City:	Entity Mailing State:
	Entity Mailing Zip Code:
Relationship Description: Publicly-traded parent company of Cresco HHH, LLC	

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Cresco 1880 West, LLC	Entity DBA:
Email: john.schetz@crescolabs.com	Phone: 312-410-8226
Address 1: 100 Summer Street	Address 2:
City: Boston	State: MA
	Zip Code: 02110
Types of Capital: Debt	Other Type of Capital:
	Total Value of Capital Provided: \$1417757
	Percentage of Initial Capital: 41.5
Capital Attestation: Yes	

BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

Business Interest in Other State 1

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner			
Owner First Name: Charles	Owner Last Name: Bachtell	Owner Suffix:	
Entity Legal Name: Cresco Labs, LLC	Entity DBA:		
Entity Description: Cultivation – Medical and Adult-Use			
Entity Phone: 312-929-0993	Entity Email: CBIL@crescolabs.com	Entity Website:	
Entity Address 1: 400 W. Erie	Entity Address 2: Suite 110		
Entity City: Chicago	Entity State: IL	Entity Zip Code: 60654	Entity Country: US
Entity Mailing Address 1: 400 W. Erie	Entity Mailing Address 2: Suite 110		
Entity Mailing City: Chicago	Entity Mailing State: IL	Entity Mailing Zip Code: 60654	Entity Mailing Country: US

Business Interest in Other State 2

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner			
Owner First Name: Charles	Owner Last Name: Bachtell	Owner Suffix:	
Entity Legal Name: Cresco Labs Arizona, LLC	Entity DBA:		
Entity Description: Dispensing, Processing and Cultivation – Medical			
Entity Phone: 312-929-0993	Entity Email: CBIL@crescolabs.com	Entity Website:	
Entity Address 1: 2 N. Central Avenue	Entity Address 2: 15th Floor		
Entity City: Phoenix	Entity State: AZ	Entity Zip Code: 85004	Entity Country: US
Entity Mailing Address 1: 400 W. Erie	Entity Mailing Address 2: Suite 110		
Entity Mailing City: Chicago	Entity Mailing State: IL	Entity Mailing Zip Code: 60654	Entity Mailing Country: US

Business Interest in Other State 3

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner		
Owner First Name: Charles	Owner Last Name: Bachtell	Owner Suffix:

Entity Legal Name: Cresco Labs SLO, LLC **Entity DBA:** Cresco California
Entity Description: Dispensing, Processing and Cultivation – Medical and Adult-Use
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 3889 Foothill Road **Entity Address 2:** Suite 240
Entity City: Carpinteria **Entity State:** CA **Entity Zip Code:** 93013 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 4

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: Cresco Yeltrah, LLC **Entity DBA:**
Entity Description: Dispensing, Processing and Cultivation – Medical
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 2595 Interstate Drive **Entity Address 2:** Suite 103
Entity City: Harrisburg **Entity State:** PA **Entity Zip Code:** 17119 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 5

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: Cresco Labs Ohio, LLC **Entity DBA:**
Entity Description: Dispensing, Processing and Cultivation – Medical
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 200 Public Square **Entity Address 2:** Suite 2300
Entity City: Cleveland **Entity State:** OH **Entity Zip Code:** 44114 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 6

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: Cresco Labs Nevada, LLC **Entity DBA:**
Entity Description: Dispensing, Processing and Cultivation – Medical
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 100 City Parkway **Entity Address 2:** Suite 1750
Entity City: Las Vegas **Entity State:** NV **Entity Zip Code:** 85004 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 7

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: CannaRoyalty Corp. **Entity DBA:** Origin House

Entity Description: Processing, Cultivation and Distribution

Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 400 W. Erie **Entity Address 2:** Suite 110
Entity City: Chicago **Entity State:** IL **Entity Zip Code:** 60654 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 8

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: Valley Agriceuticals, LLC **Entity DBA:**
Entity Description: Processing, Retail - Medical
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:**
Entity Address 1: 400 W. Erie **Entity Address 2:** Suite 110
Entity City: Chicago **Entity State:** IL **Entity Zip Code:** 60654 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 9

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: FloraMedex, LLC **Entity DBA:** Sunnyside*
Entity Description: Retail
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:** <https://www.sunnyside.shop/>
Entity Address 1: 400 W. Erie **Entity Address 2:** Suite 110
Entity City: Chicago **Entity State:** IL **Entity Zip Code:** 60654 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 10

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: MedMar Lakeview, LLC **Entity DBA:** Sunnyside*
Entity Description: Retail
Entity Phone: 312-929-0993 **Entity Email:** CBIL@crescolabs.com **Entity Website:** <https://www.sunnyside.shop/>
Entity Address 1: 400 W. Erie **Entity Address 2:** Suite 110
Entity City: Chicago **Entity State:** IL **Entity Zip Code:** 60654 **Entity Country:** US
Entity Mailing Address 1: 400 W. Erie **Entity Mailing Address 2:** Suite 110
Entity Mailing City: Chicago **Entity Mailing State:** IL **Entity Mailing Zip Code:** 60654 **Entity Mailing Country:** US

Business Interest in Other State 11

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles **Owner Last Name:** Bachtell **Owner Suffix:**
Entity Legal Name: MedMar Rockford, LLC **Entity DBA:** Sunnyside*
Entity Description: Retail

Entity Phone: 312-929-0993 Entity Email: CBIL@crescolabs.com Entity Website: https://www.sunnyside.shop/
Entity Address 1: 400 W. Erie Entity Address 2: Suite 110
Entity City: Chicago Entity State: IL Entity Zip Code: 60654 Entity Country: US
Entity Mailing Address 1: 400 W. Erie Entity Mailing Address 2: Suite 110
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60654 Entity Mailing Country: US

Business Interest in Other State 12

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles Owner Last Name: Bachtell Owner Suffix:
Entity Legal Name: PDI Medical III, LLC Entity DBA: Sunnyside*
Entity Description: Retail
Entity Phone: 312-929-0993 Entity Email: CBIL@crescolabs.com Entity Website: https://www.sunnyside.shop/
Entity Address 1: 400 W. Erie Entity Address 2: Suite 110
Entity City: Chicago Entity State: IL Entity Zip Code: 60654 Entity Country: US
Entity Mailing Address 1: 400 W. Erie Entity Mailing Address 2: Suite 110
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60654 Entity Mailing Country: US

Business Interest in Other State 13

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles Owner Last Name: Bachtell Owner Suffix:
Entity Legal Name: Phoenix Farms of Illinois, LLC Entity DBA: Sunnyside*
Entity Description: Retail
Entity Phone: 312-929-0993 Entity Email: CBIL@crescolabs.com Entity Website: https://www.sunnyside.shop/
Entity Address 1: 400 W. Erie Entity Address 2: Suite 110
Entity City: Chicago Entity State: IL Entity Zip Code: 60654 Entity Country: US
Entity Mailing Address 1: 400 W. Erie Entity Mailing Address 2: Suite 110
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60654 Entity Mailing Country: US

Business Interest in Other State 14

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Charles Owner Last Name: Bachtell Owner Suffix:
Entity Legal Name: Cresco Labs Michigan, LLC Entity DBA:
Entity Description: Processor
Entity Phone: 312-929-0993 Entity Email: CBIL@crescolabs.com Entity Website:
Entity Address 1: 210 Oliver Drive Entity Address 2:
Entity City: Marshall Entity State: MI Entity Zip Code: 49068 Entity Country: US
Entity Mailing Address 1: 400 W. Erie Entity Mailing Address 2: Suite 110
Entity Mailing City: Chicago Entity Mailing State: IL Entity Mailing Zip Code: 60654 Entity Mailing Country: US

Business Interest in Other State 15

Business Interest of an Owner or the Marijuana Establishment: Business Interest of an Owner

Owner First Name: Dominic Owner Last Name: Sergi Owner Suffix:
Entity Legal Name: Cresco Labs Michigan, LLC Entity DBA:

Entity Description: Processor

Entity Phone: 312-929-0993 Entity Email: CBIL@crescolabs.com Entity Website:

Entity Address 1: 210 Oliver Drive

Entity Address 2:

Entity City: Marshall Entity State: MI

Entity Zip Code: 49068 Entity Country: US

Entity Mailing Address 1: 400 W. Erie

Entity Mailing Address 2: Suite 110

Entity Mailing City: Chicago Entity Mailing State: IL

Entity Mailing Zip Code: 60654 Entity Mailing Country: US

DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 1 West Street

Establishment Address 2:

Establishment City: Fall River Establishment Zip Code: 02720

Approximate square footage of the establishment: 135763 How many abutters does this property have?: 9

Have all property abutters been notified of the intent to open a Marijuana Establishment at this address?: Yes

HOST COMMUNITY INFORMATION

Host Community Documentation:

Document Category	Document Name	Type	ID	Upload Date
Certification of Host Community Agreement	HHH_HCA Cert.pdf	pdf	5bdcafed6906170d8793848a	11/02/2018
Community Outreach Meeting Documentation	HHH_Community Outreach Documentation.pdf	pdf	5bdcaff8813a010d917ac18e	11/02/2018
Plan to Remain Compliant with Local Zoning	HHH_Plan to Remain Compliant with Local Zoning.pdf	pdf	5bdc0044287b10d4f36e9d3	11/02/2018

Total amount of financial benefits accruing to the municipality as a result of the host community agreement. If the total amount is zero, please enter zero and provide documentation explaining this number.: \$239241.35

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	HHH_Plan for Positive Impact.pdf	pdf	5bdc0184088250d697fcb13	11/02/2018

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:

First Name: Charles Last Name: Bachtell Suffix:

RMD Association: RMD Owner

Background Question: no

Individual Background Information 2

Role: Other Role:
First Name: Joseph Last Name: Caltabiano Suffix:
RMD Association: RMD Owner
Background Question: yes

Individual Background Information 3

Role: Other Role:
First Name: Dominic Last Name: Sergi Suffix:
RMD Association: RMD Owner
Background Question: yes

Individual Background Information 4

Role: Other Role:
First Name: Brian Last Name: McCormack Suffix:
RMD Association: RMD Owner
Background Question: yes

Individual Background Information 5

Role: Other Role:
First Name: Robert Last Name: Sampson Suffix:
RMD Association: RMD Owner
Background Question: yes

Individual Background Information 6

Role: Other Role:
First Name: John Last Name: Walter Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 7

Role: Other Role:
First Name: Gerald Last Name: Corcoran Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 8

Role: Other Role:
First Name: Thomas Last Name: Manning Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 9

Role: Other Role:
First Name: Randy Last Name: Podolsky Suffix:
RMD Association: RMD Owner
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

No records found

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	DOR Cert of Good Standing_Cresco HHH.pdf	pdf	5e46d456bf2be208382aadcb	02/14/2020
Bylaws	Operating Agreement_Cresco HHH.pdf	pdf	5e46d45785019a084ae61fc8	02/14/2020
Secretary of Commonwealth - Certificate of Good Standing	Sec of Comm Cert_Cresco HHH.pdf	pdf	5e46d45a6d3c060855abc34e	02/14/2020
Articles of Organization	Cert. of Organization_Cresco HHH.pdf	pdf	5e46d45cae455d08299bea49	02/14/2020

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	HHH Cert of Good Standing - Dept of Revenue_052120.pdf	pdf	5ec6c0c2504715348b1e324b	05/21/2020
Department of Unemployment Assistance - Certificate of Good standing	UI Cert of Good Standing 052120.pdf	pdf	5ec6c0cb502f482d489911fe	05/21/2020
Secretary of Commonwealth - Certificate of Good Standing	CRESCO HHH LLC - MA SOC Good Standing dated 5-18-20.pdf	pdf	5ec6c101504715348b1e3251	05/21/2020

Massachusetts Business Identification Number: 001350877

Doing-Business-As Name: Sunnyside

DBA Registration City: Fall River

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	Massachusetts Business Plan 04.24.pdf	pdf	5ea9bd7b5fa02a2d3651b469	04/29/2020

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Plan for obtaining marijuana or marijuana products	S-02-014 Plan for Obtaining Marijuana or Marijuana Products.pdf	pdf	5eb3227c504715348b1e0fa9	05/06/2020
Separating recreational from medical operations, if applicable	Q-14 Plan for Separating Adult-Use and Medical Operations.pdf	pdf	5eb3228c7dc04134928158ea	05/06/2020
Restricting Access to age 21 and older	R-14 Retail Sales Policy.pdf	pdf	5eb3229f5f1314349d5f7cd7	05/06/2020
Security plan	R-02 Employee Security Policies.pdf	pdf	5eb322a78caba634a8438471	05/06/2020

Security plan	S-01-001 Facility Security SOP NEW 71819.pdf	pdf	5eb322b11cd17834bad61a85	05/06/2020
Prevention of diversion	s-05 diversion prevention.pdf	pdf	5eb322bccb1edf34af2dd1e2	05/06/2020
Storage of marijuana	R-01-030 Receiving Inventory and Storage.pdf	pdf	5eb322c6f16b5934c5919e2f	05/06/2020
Storage of marijuana	Q-04-004 Product Handling and Storage NEW.pdf	pdf	5eb322d00f6f0d34840b287d	05/06/2020
Transportation of marijuana	S-02-008 Product Transport and Delivery SOP.pdf	pdf	5eb322e60e32c52d2bdd0a59	05/06/2020
Inventory procedures	Q-04-005 Inventory Control.pdf	pdf	5eb323015fa02a2d3651c500	05/06/2020
Quality control and testing	Q-07-002 Quality Control and Testing NEW.pdf	pdf	5eb323135c6c422d41afa943	05/06/2020
Dispensing procedures	R-14 Retail Sales Policy.pdf	pdf	5eb3231c502f482d4898eee4	05/06/2020
Personnel policies including background checks	H-01-001 Staffing SOP.pdf	pdf	5eb3232dcb1edf34af2dd1e6	05/06/2020
Record Keeping procedures	R-09 Retail Records Retention Policy.pdf	pdf	5eb323707d78332d19fc6c51	05/06/2020
Diversity plan	H-03-002 Diversity Plan Measures.pdf	pdf	5eb323977dc04134928158ee	05/06/2020
Qualifications and training	H-01-001 Staffing SOP.pdf	pdf	5eb323a45fa02a2d3651c504	05/06/2020

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	patient supply.pdf	pdf	5e98be3a1cdd2e3910a55393	04/16/2020

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Policies and Procedures for Reasonable Substitutions of Marijuana Types and Strains.pdf	pdf	5e98be9c9a385038d9d8cf0a	04/16/2020

ATTESTATIONS

I certify that no additional entities or individuals meeting the requirement set forth in 935 CMR 500.101(1)(b)(1) or 935 CMR 500.101(2)(c)(1) have been omitted by the applicant from any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

I understand that the regulations stated above require an applicant for licensure to list all executives, managers, persons or entities having direct or indirect authority over the management, policies, security operations or cultivation operations of the Marijuana Establishment; close associates and members of the applicant, if any; and a list of all persons or entities contributing 10% or more of the initial capital to operate the Marijuana Establishment including capital that is in the form of land or buildings.: I Agree

I certify that any entities who are required to be listed by the regulations above do not include any omitted individuals, who by themselves, would be required to be listed individually in any marijuana establishment application(s) for licensure submitted to the Cannabis Control Commission.: I Agree

Notification: I Understand

I certify that any changes in ownership or control, location, or name will be made pursuant to a separate process, as required under 935 CMR 500.104(1), and none of those changes have occurred in this application.: I Agree

I certify that to the best knowledge of any of the individuals listed within this application, there are no background events that have arisen since the issuance of the establishment's final license that would raise suitability issues in accordance with 935 CMR 500.801.: I Agree

I certify that all information contained within this renewal application is complete and true.: I Agree

ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

COMPLIANCE WITH POSITIVE IMPACT PLAN

Progress or Success Goal 1

Description of Progress or Success: Cresco HHH, LLC ("HHH") has been successful at reducing barriers of entry in the commercial adult-use cannabis industry. On 09/28/2019, HHH sponsored the National Expungement Week. HHH had (9) employee volunteers who attended and helped curate the event. HHH employees passed out flyers, informational packets, and participated in the expungement training class. HHH is also developing specific programs to effectuate its stated goals to positively impact past or present residents of Fall River, Massachusetts residents that have drug-related CORIs, and those individuals residing in Commission designated areas of disproportionate impact (collectively the "Identified Communities"). HHH has prioritized the hiring of individuals from the Identified Communities. HHH's current staff is comprised of 30% of present residents of Fall River and 7% of New Bedford residents. HHH's continuing efforts towards this goal include the partnership with the One SouthCoast Chamber of Commerce ("One SouthCoast") for workforce development, specifically targeting individuals from the Identified Communities, for employment with HHH. One SouthCoast has previously sponsored legal sessions and HHH is coordinating with One SouthCoast to put together an expungement event in Fall River.

Progress or Success Goal 2

Description of Progress or Success: HHH has successfully and will continue to provide business assets towards endeavors in Fall River that have had a positive impact on members of the community. HHH is requiring all executives, managers, and employees to participate in a quarterly community service day for community initiatives in Fall River. On 12/21/2019, HHH donated paper products, including holiday themed plates, napkins, cups, serving trays, and utensils, to the Hearts of Hope in Fall River, to be used for their annual Holiday Dinner that benefits the homeless community of Fall River. On 01/04/2020, HHH employees volunteered to help make about 45 bagged lunches for the Hearts of Hope volunteer lunch. HHH provided food and recyclable lunch supplies to pack the lunches. Two HHH employees went out into the community with Hearts of Hope to distribute the lunches to the homeless. HHH will continue to work with Hearts of Hope to coordinate different community service events to benefit the homeless population of Fall River. HHH has already been in contact with Hearts of Hope to set up another bagged lunch event again for the spring.

Progress or Success Goal 3

Description of Progress or Success: HHH will be conducting at least two (2) one-hour industry-specific educational seminars, annually, for residents of the Identified Communities across one or more of the following topics: marijuana cultivation, marijuana product manufacturing, marijuana retailing, or marijuana business training. HHH has also been in contact with UMASS Dartmouth to conduct industry specific educational seminars and has also partnered with Alden Court Wellness Fair at a senior community in Fairhaven, MA. HHH will be providing educational materials and a Q&A for the senior community.

Progress or Success Goal 4

Description of Progress or Success: HHH has successfully held quarterly in-store food and clothing drives that benefit residents of Fall River. From 10/01/2019 through 10/31/2019, HHH collected non-perishable food items and hygiene products. HHH provided two (2) large containers of non-perishable food items and hygiene products to Rosie's Place, which is located in Census Tract 804.01. HHH patients contributed items to the drive throughout the month of October and matched the amount of food and hygiene items contributed by customers.

Progress or Success Goal 5

Description of Progress or Success: Between 12/01/2019 and 12/31/2019 HHH and Hearts of Hope Fall River teamed up to host a winter item drive. From 12/1/2019 through 1/31/2020 HHH collected spare change from customers and at the end of January matched the money that was totaled. HHH used the total amount to purchase 33 McDonald's gift cards for Hearts of Hope to be distributed to those in need.

Progress or Success Goal 6

Description of Progress or Success: On 11/26/2019, HHH donated five (5) turkeys to Simply Simons, a locally owned restaurant in Swansea, MA, to help with their Thanksgiving Meal Program. This program helps provide Thanksgiving meals to between 300 and 500 families in need each year during the holiday season.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: Cresco HHH, LLC("HHH") has successfully established a Diversity Committee (the "Committee") to assist the executive management team and the Director of Human Resources and Compliance with the implementation and growth of the Diversity Plan. The Committee has been responsible for developing Equal Employment Opportunity (EEO) statements, policies, programs, and internal and external communication procedures in support of the goals of the Diversity Plan. The Committee has also audited HHH's internal and external job postings, in diverse publications, to ensure all information is in compliance with HHH's diversity policies and procedures and documented the total numbers and frequency of such postings.

Diversity Progress or Success 2

Description of Progress or Success: HHH has successfully partnered with Diversityjobs.com to ensure that job openings and postings reach those diverse individuals seeking employment with HHH. Currently, HHH has 153 jobs live on Diversityjobs.com. From July 5, 2019 through January 1, 2020, job seekers viewed 9,745 full time job description pages that contain the same requirements that HHH utilizes in the job advertisements posted on their website. From there, 2,808 individuals clicked the "apply now" button and were redirected to submit full job applications.

Diversity Progress or Success 3

Description of Progress or Success: HHH plans to host and participate in many career fairs within the Fall River community. HHH has reached out to One SouthCoast Chamber to inquire as to how HHH can begin participating in local job fairs and workforce development events, in order to better reach the diverse population of Fall River. To date, 56% of HHH's current employees identify as minorities, women, veterans, people with disabilities, or identify as LGBTQ+. HHH hopes that its partnership with One SouthCoast will help HHH expand diversity within our employment practices.

Diversity Progress or Success 4

Description of Progress or Success: HHH has successfully provided training on cultural sensitivity and ways to recognize unconscious bias to our employees. Awareness of our Diversity Plan goals and our efforts to create an open culture with zero tolerance for discrimination, harassment, or retaliation, is crucial to HHH's success. Employees have been and will continue to be made aware of HHH's strict adherence to take corrective action should any issues, concerns, or complaints, arise. All of HHH's employees are required to complete the diversity awareness training program during employee orientation.

Diversity Progress or Success 5

Description of Progress or Success: HHH successfully utilizes suppliers who are committed to diversity and inclusion. HHH's goal is to maintain a diverse organization while utilizing diverse vendors and contractors. HHH has been using People, Inc. of Fall River to do janitorial work. People, Inc. helps individuals who face mental or physical challenges with job skill training. HHH looks forward to working with other diverse vendors and contracts as needs present themselves.

Diversity Progress or Success 6

Description of Progress or Success: HHH has developed relationships with different organizations serving minorities, women, people who identify as LGBTQ+, veterans, and persons with disabilities. HHH has partnered with the Bristol County Veterans Association, which operates a food pantry in Fall River for Veterans in need. On 11/12/2019, HHH provided twenty (20) Turkey's and a case of stuffing to the Bristol County Veterans Association Food Pantry located in Fall River. HHH has also coordinated with The Heron Studio, a yoga and meditation studio in Fall River, to host a free Veterans education and yoga class.

HOURS OF OPERATION

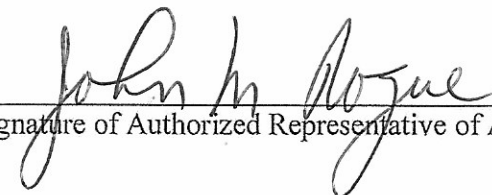
Monday From: 10:00 AM	Monday To: 7:00 PM
Tuesday From: 10:00 AM	Tuesday To: 7:00 PM
Wednesday From: 10:00 AM	Wednesday To: 7:00 PM
Thursday From: 10:00 AM	Thursday To: 7:00 PM
Friday From: 10:00 AM	Friday To: 7:00 PM
Saturday From: 10:00 AM	Saturday To: 7:00 PM
Sunday From: 10:00 AM	Sunday To: 7:00 PM

Host Community Agreement Certification Form

The applicant and contracting authority for the host community must complete each section of this form before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant and/or municipality appear in italics. Please note that submission of information that is "misleading, incorrect, false, or fraudulent" is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

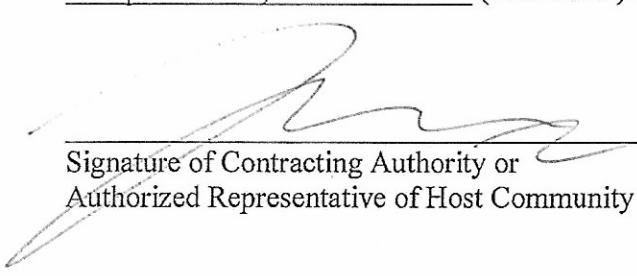
Applicant

I, John M. Rogue, (*insert name*) certify as an authorized representative of Hope Heal Health, Inc. (*insert name of applicant*) that the applicant has executed a host community agreement with the City of Fall River (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on September 12, 2018 (*insert date*).


Signature of Authorized Representative of Applicant

Host Community

I, Jasiel F. Correia II, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for the City of Fall River (*insert name of host community*) to certify that the applicant and the City of Fall River (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on September 12, 2018 (*insert date*).


Signature of Contracting Authority or
Authorized Representative of Host Community

Community Outreach Meeting Attestation Form

The applicant must complete each section of this form and initial each page before uploading it to the application. Failure to complete a section will result in the application being deemed incomplete. Instructions to the applicant appear in italics. Please note that submission of information that is “misleading, incorrect, false, or fraudulent” is grounds for denial of an application for a license pursuant to 935 CMR 500.400(1).

I, John M. Rogue, (*insert name*) attest as an authorized representative of Hope Heal Health, Inc. (*insert name of applicant*) that the applicant has complied with the requirements of 935 CMR 500 and the guidance for licensed applicants on community outreach, as detailed below.

1. The Community Outreach Meeting was held on Thursday, April 26, 2018 (*insert date*).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on Wednesday, April 18, 2018 (*insert date*), which was at least seven calendar days prior to the meeting. A copy of the newspaper notice is attached as Attachment A (*please clearly label the newspaper notice in the upper right hand corner as Attachment A and upload it as part of this document*).
3. A copy of the meeting notice was also filed on Tuesday, May 8, 2018 (*insert date*) with the city or town clerk, the planning board, the contracting authority for the municipality, and local licensing authority for the adult use of marijuana, if applicable. A copy of the municipal notice is attached as Attachment B (*please clearly label the municipal notice in the upper right-hand corner as Attachment B and upload it as part of this document*).
4. Notice of the time, place and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was mailed on Monday, April 9, 2018 (*insert date*), which was at least seven calendar days prior to the community outreach meeting to abutters of the proposed address of the Marijuana Establishment, and residents within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list, notwithstanding that the land of any such owner is located in another city or town. A copy of one of the notices sent to abutters and parties of interest as described in this section is attached as Attachment C (*please clearly label the municipal notice in the upper right hand corner as Attachment C and upload it as part of this document; please only include a copy of one notice and please black out the name and the address of the addressee*).

5. Information was presented at the community outreach meeting including:
 - a. The type(s) of Marijuana Establishment to be located at the proposed address;
 - b. Information adequate to demonstrate that the location will be maintained securely;
 - c. Steps to be taken by the Marijuana Establishment to prevent diversion to minors;
 - d. A plan by the Marijuana Establishment to positively impact the community; and
 - e. Information adequate to demonstrate that the location will not constitute a nuisance as defined by law.
6. Community members were permitted to ask questions and receive answers from representatives of the Marijuana Establishment.

[Home](#)

Thursday, April 26, 2018

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notice headings

[Go](#)**1 WEST STREET, FALL RVER LEGAL NOTICE COMMUNIT...**

1 WEST STREET, FALL RVER LEGAL NOTICE COMMUNITY OUTREACH PUBLIC NOTICE Notice is hereby given that a Community Outreach Meeting for an Adult Use Marijuana [More](#)

Appeared in: **The Herald News** on Wednesday, 04/18/2018

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1 WEST STREET, FALL RVER LEGAL NOTICE COMMUNIT...

1 WEST STREET, FALL RVER

LEGAL NOTICE

COMMUNITY OUTREACH PUBLIC NOTICE

Notice is hereby given that a Community Outreach Meeting for an Adult Use Marijuana Establishment is scheduled for Thursday, April 26, 2018 at 6:00PM at Hope Heal Health, Inc., 1 West Street, Fall River, Massachusetts. This establishment will cultivate, manufacture, sell and transport and is located at 1 West Street, Fall River, Massachusetts. There will be an opportunity for the public to ask questions.

AD#13678264

FRHN 4/18/18

Appeared in: **The Herald News** on Wednesday, 04/18/2018

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COMMUNITY OUTREACH PUBLIC MEETING SIGN-IN SHEET

Date/Time: Thursday, April 26, 2018

Place: 1 West Street, Fall River



	Name	Home Address	Email
01	ALAN SERVANT	793 BROADWAY	MISSY 793 BYANTHOOD.COM
02	ED REZENDES	19 OWEN AVE ^{Som} 02724	ED19676TOD@gmail.com
03	FRED SILVA	2 WEAKER ST, Apt 407	SILVAFREDX@gmail.com
04	DIANE OLIVEIRA	538 BRADFORD AVE	d.OLIVEIRA@comcast.net
05	Rebecca Carreiro	82 Hartwell St. FR.	rebecca@cannacaredocs.com
06	Michelle Perez	82 Hartwell St FR.	michelle@cannacaredocs.com
07	Doug Benscott	73 Fisher Way Somerset	comp9704@gmail.com
08	Brad Dean	189 Plymouth Ave FR	bedean74@gmail.com
09	Jeremy M. Pereira	507 PRESIDENT AVE. FALL RIVER, MA 02720	irish1209jp@gmail.com
10	Deb Correia	276 HOMESTEAD ST	
11	Jonathan Daby	443 Eldridge St FR 02720	jdaby@ymail.com
12			
13			
14			
15			



ATTACHMENT B

RECEIVED

36 Grasshopper Lane
Scituate, MA. 02066

2018 MAY -8 P 2: 30

CITY CLERK
FALL RIVER, MA

May 8, 2018

City of Fall River Massachusetts
City Clerk
One Government Center
Fall River, MA. 02722

RE: Community Outreach Meeting Notice

Enclosed please find the Community Outreach Meeting Notice used by Hope Heal Health, Inc. for an Adult Use Marijuana Establishment. This notice was used to inform property abutters and the community about a meeting that was held on Thursday, April 26, 2018 at 6:00PM at 1 West Street, Fall River. I have included a copy of the sign-in sheet we used for the meeting as well as the Legal Notice posted in the Fall River Herald and the notice sent to property abutters.

Please feel free to contact me if you have any questions or if you are in need of any additional information.

Sincerely,

John M. Rogue
President and CEO

Email: rogue.john6@gmail.com
Cell: 401-374-3862

ATTACHMENT: Sign-In Sheet
Legal Notice – Fall River Herald
Abutter's Notice

1 WEST STREET, FALL RVER LEGAL NOTICE COMMUNIT...

1 WEST STREET, FALL RVER

LEGAL NOTICE

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AD#13678264

FRHN 4/18/18

Appeared in: **The Herald News** on Wednesday, 04/18/2018Powered by myPublicNotices.com



Community Outreach Public Notice

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SUBJECT PROPERTY:
T-03-0011
1880 WEST LLC
P O BOX 161
NORTH SCITUATE, MA 02060

T-03-0017



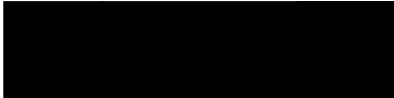
T-03-0024



T-03-0014



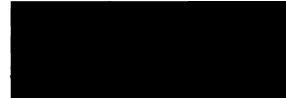
T-03-0015



T-04-0026



T-04-0018



T-04-0001



T-03-0020



T-03-0010



Community Outreach Public Notice

Notice is hereby given that a Community Outreach Meeting for an Adult Use Marijuana Establishment is scheduled for Thursday, April 26, 2018 at 6:00PM at 1 West Street, Fall River, Massachusetts. The Adult Use Marijuana Establishment will cultivate, manufacture, sell and transport and is located at 1 West Street, Fall River, Massachusetts. There will be an opportunity for the public to ask questions.

Plan to Remain Compliant with Local Zoning

Hope Heal Health, Inc. (“HHH”) will remain compliant at all times with the local zoning requirements set forth by Fall River. In compliance with 935 CMR 500.110(3), the property is not located within 500 feet of an existing public or private school providing education to children in kindergarten or grades 1 through 12. HHH already has a provisionally-licensed, co-located RMD facility at its proposed Marijuana Establishment address and has obtained local approval for that facility.

HHH has already attended several meetings with various municipal officials and boards to discuss HHH’s plans for a proposed co-located Marijuana Cultivator, Marijuana Product Manufacturer, and Marijuana Retailer Establishment and has executed a Host Community Agreement with Fall River. HHH will continue to work cooperatively with various municipal departments, boards, and officials to ensure that HHH’s marijuana establishment remains compliant with all local laws, regulations, rules, and codes with respect to design, construction, operation, and security.

Plan to Positively Impact Areas of Disproportionate Impact

Overview

Hope Heal Health, Inc. (“HHH”) is dedicated to serving and supporting the areas around it, particularly those that are classified as areas of disproportionate impact. Marijuana businesses have an obligation to the health and well-being of their customers as well as the communities that have had historically high rates of arrest, conviction, and incarceration related to marijuana crimes. It is HHH's intention to be a contributing, positive force in areas of disproportionate impact and to assist in changing the perception of those associated with marijuana use.

HHH will take a proactive approach to informing the community about who we are, our proposed business operations, the safety and security of our facility and our accountability for the products we produce. HHH wants the community to feel comfortable and secure in knowing who we are and what we do. HHH understands this process begins with listening to concerns and issues, answering questions, offering solutions, and soliciting input. Furthermore, a significant goal of HHH is to assist populations in areas of disproportionate impact in any way possible. Therefore, engaging local officials, community groups, organizations and businesses is a key component of HHH's community outreach strategy.

HHH's Team

As HHH expands, HHH's goal will be to employ individuals that currently reside in an area of disproportionate impact (primarily Fall River) or have lived for five of the preceding ten years in an area of disproportionate impact. HHH will also strive to maintain a staff comprised of individuals that have a drug-related CORI but are otherwise legally employable in a cannabis-related enterprise. In alignment with HHH's Diversity Plan, HHH will focus hiring and education efforts on diverse populations including individuals from Black, African American, Hispanic or Latino descent.

Plan Administration

The Director of Human Resources and Compliance will administer the Plan to Positively Impact Areas of Disproportionate Impact (the “Plan”). The Director will be responsible for developing measurable outcomes and ensure HHH continues to meet its commitment to the community. The Director will also be responsible for forming philanthropic partnerships in the community to implement and enhance the Plan.

Continuing Efforts

To provide continuing service and reinvestment into areas of disproportionate impact, HHH is committed to programming, restorative justice, jail diversion, workforce development, industry-specific technical assistance, and mentoring services in areas of disproportionate impact, particularly Fall River. HHH is committed to hosting and participating in events that will support Fall River and other areas of disproportionate impact such as community service days, charity events, and educational seminars. HHH will require all executives, managers, and employees to participate quarterly in a community service day. Each community service day will be organized with a charitable or local organization in an area of disproportionate impact. Further plans to positively affect areas of disproportionate impact may include the following:

- Conducting at least two (2) one-hour industry-specific educational seminars annually across one or more of the following topics: marijuana cultivation, marijuana product manufacturing, marijuana retailing, or marijuana business training;
- Placing donation jars in HHH's facilities where customers can donate directly to the Social Equity Training and Technical Assistance Fund.
- Providing financial mentoring services or hosting organizations that provide such services;
- Holding semi-annual informational sessions regarding the process for sealing and expunging criminal records;
- Partnering with and supporting organizations that provide jail diversion and restorative justice programs;
- Providing transportation support for employees in these areas;
- Instituting hiring practices, in alignment with HHH's Diversity Plan, that prioritize the hiring of individuals from these areas;
- Having quarterly in-store donation drives, including direct giving and ongoing food and clothing drives.



Commonwealth of Massachusetts
Department of Revenue
Christopher C. Harding, Commissioner

mass.gov/dor

Letter ID: L0484377472
Notice Date: April 10, 2019
Case ID: 0-000-618-684



CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



HOPE HEAL HEALTH, INC.
1 WEST ST
FALL RIVER MA 02720-1336

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, HOPE HEAL HEALTH, INC. is in compliance with its tax obligations under Chapter 62C of the Massachusetts General Laws.

This certificate doesn't certify that the taxpayer is compliant in taxes such as unemployment insurance administered by agencies other than the Department of Revenue, or taxes under any other provisions of law.

This is not a waiver of lien issued under Chapter 62C, section 52 of the Massachusetts General Laws.

What if I have questions?

If you have questions, call us at (617) 887-6400 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

Visit us online!

Visit mass.gov/dor to learn more about Massachusetts tax laws and DOR policies and procedures, including your Taxpayer Bill of Rights, and MassTaxConnect for easy access to your account:

- Review or update your account
- Contact us using e-message
- Sign up for e-billing to save paper
- Make payments or set up autopay

Edward W. Coyle, Jr., Chief
Collections Bureau

CONFIDENTIAL

**OPERATING AGREEMENT
OF
CRESCO HHH, LLC**

A MASSACHUSETTS LIMITED LIABILITY COMPANY

This Operating Agreement (this "**Agreement**") of Cresco HHH, LLC (the "**Company**"), effective as of the date hereof, is entered into by and between the Company and Cresco Labs, LLC, as the single member of the Company (the "**Member**").

WHEREAS, the Company was formed as a limited liability company on November 13, 2018 by filing a certificate of organization with the Secretary of the Commonwealth of Massachusetts pursuant to and in accordance with the Massachusetts Limited Liability Company Act, as amended from time to time (the "**Act**"); and

WHEREAS, the Member and the Company agree that the membership in and management of the Company shall be governed by the terms set forth herein.

NOW, THEREFORE, the Member and the Company agree as follows:

1. **Name.** The name of the limited liability company is Cresco HHH, LLC (the "**Company**").

2. **Purposes.** The general character of the Company's business is (a) the cultivation, manufacturing and processing of medical ingredients and the operation of related facilities, but only in accordance with the laws of the Commonwealth of Massachusetts; (b) such activities as are related or incidental to the above; and (c) such other businesses, trades and activities as are permitted for a limited liability company under the laws of the Commonwealth of Massachusetts.

3. **Records Office.** The address of the office in the Commonwealth of Massachusetts at which the Company will maintain its records as required by the Act shall be as set forth in the Certificate of Organization or subsequent filing with the Secretary of the Commonwealth. The Company may at any time change this address by making the appropriate filing with the Secretary of the Commonwealth.

4. **Resident Agent.** The name and street address of the Company's resident agent in the Commonwealth of Massachusetts shall be as set forth in the Certificate of Organization or subsequent filing with the Secretary of the Commonwealth. The Company may at any time change this information by making the appropriate filing with the Secretary of the Commonwealth.

5. **Members.** The name and the business, residence or mailing address of the Member is as follows:

Cresco Labs, LLC
400 W. Erie, Suite 110



Chicago, IL 60654

6. Capital Contributions. The Member agrees to make capital contributions to the Company (its "*Capital Contribution*") in exchange for a 100% Membership Interest in the Company (the "*Membership Interest*"). Such capital contribution shall consist of such cash, property, or services as determined by the Member from time to time, or loan funds to the Company, as the Member may determine in its sole and absolute discretion; provided, that absent such determination, the Member is under no obligation whatsoever, either express or implied, to make any such Capital Contribution or loan to the Company. The Company will not issue any certificates to evidence ownership of the Membership Interest.

7. Management. The business and affairs of the Company shall be managed by the Member. The Member shall have the complete discretion, power and authority in the management and control of the business of the Company, shall make all decisions affecting the business of the Company and shall manage and control the affairs of the Company to carry out the business and purposes of the Company.

8. Allocation of Profits and Losses. The Company's profits and losses shall be allocated on equal shares to the Members, in the event that additional members are added in the future.

9. Distributions. The Company shall make distributions to the Member at the times and in the aggregate amounts determined by the Members.

10. Assignments. The Member may assign all or any part of its Membership Interest at any time, and, unless the Member otherwise provides, any transferee shall become a substituted member automatically. In such event, this Agreement shall be amended in accordance with Section 16 hereof to reflect the new member(s).

11. Dissolution. The Company shall dissolve, and its affairs shall be wound up, upon the earliest to occur of (a) the written consent of the Member, (b) the entry of a decree of judicial dissolution, or (c) an event of dissolution of the Company under the Act. Upon the completion of the winding up of the Company, the Member shall file a certificate of cancellation in accordance with the Act.

12. Distributions upon Dissolution. Upon the occurrence of an event set forth in Section 11 hereof, the Member shall be entitled to receive, after paying or making reasonable provision for all of the Company's creditors to the extent required by the Act, the remaining funds of the Company.

13. Withdrawal. The Member may withdraw from the Company at any time.

14. Limited Liability. Except as otherwise required in the Act, the debts, obligations, and liabilities of the Company, whether arising in contract, tort, or otherwise, shall be solely the debts, obligations, and liabilities of the Company, and the Member shall not be personally liable for any such debt, obligation, or liability of the Company solely by reason of being or acting as a member of the Company.



15. Officers. The Company shall have those officers, and holding those titles and duties, as determined by the Member.

16. Indemnification. To the fullest extent permitted by applicable law, the Member, any affiliate of the Member, any officers, directors, shareholders, members, partners or employees of the affiliate of the Member, and any officer, employee or expressly authorized agent of the Company or its affiliates (collectively "***Covered Person***"), shall be entitled to indemnification from the Company for any loss, damage, claim or liability incurred by such Covered Person by reason of any act or omission performed, or omitted to be performed, or alleged to be performed or omitted to be performed, by such Covered Person in good faith on behalf of the Company and in a manner reasonably believed to be within the scope of authority conferred on such Covered Person by this Operating Agreement, except that no Covered Person shall be entitled to be indemnified in respect of any loss, damage, claim or liability incurred by such Covered Person by reason of his gross negligence, actual fraud or willful misconduct with respect to such acts or omissions.

17. Amendment. This Agreement may be amended only in a writing signed by the Member.

18. Governing Law. This Agreement shall be governed by and construed under the laws of the Commonwealth of Massachusetts, excluding any conflicts of laws rule or principle that might refer the governance or construction of this Agreement to the law of another jurisdiction.

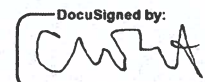
[Signature Page Follows]



IN WITNESS WHEREOF, the undersigned have executed this Agreement to be effective as April 16, 2019.

Member:

CRESCO LABS, LLC

DocuSigned by:

6B3C7B9658D2433...

By:

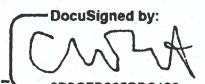
Name: Charles Bachtell

Title: CEO

Company:

CRESCO HHH, LLC

By: Cresco Labs, LLC, sole member

DocuSigned by:

6B3C7B9658D2433...

By:

Name: Charles Bachtell

Title: CEO



THE COMMONWEALTH OF MASSACHUSETTS

I hereby certify that, upon examination of this document, duly submitted to me, it appears that the provisions of the General Laws relative to corporations have been complied with, and I hereby approve said articles; and the filing fee having been paid, said articles are deemed to have been filed with me on:

November 13, 2018 01:25 PM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, stylized "G" at the end.

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



CONFIDENTIAL

CERTIFICATE OF ORGANIZATION**OF****CRESCO HHH, LLC**

Pursuant to the Massachusetts Limited Liability Company Act, the undersigned hereby forms a limited liability company with the following terms:


1. Name. The name of the limited liability company is Cresco HHH, LLC (the "LLC").
2. Business Address in the Commonwealth. The LLC's principal office in the Commonwealth of Massachusetts and the office where its records shall be kept is 100 Summer Street, Boston, MA 02110-2131.
3. Business of LLC. The general character of the LLC's business is (a) the cultivation, manufacturing and processing of medical ingredients and the operation of related facilities, but only in accordance with the laws of the Commonwealth of Massachusetts; (b) such activities as are related or incidental to the above; and (c) such other businesses, trades and activities as are permitted for a limited liability company under the laws of the Commonwealth of Massachusetts.
4. Date of Dissolution. There is no date of dissolution for the LLC.
5. Name and Address of Resident Agent. The resident agent of the LLC in the Commonwealth of Massachusetts for service of process is CT Corporation System, having an address at 155 Federal Street, Suite 700, Boston, MA 02110.
6. Manager. The LLC shall have no managers.
7. Person Authorized to Execute Documents. Charles Bachtell, having an address at 520 W. Erie Street, Suite 220, Chicago, IL 60654, is authorized to execute documents filed with the Corporations Division of the Massachusetts Secretary of State.
8. Person Authorized to Execute Recordable Instruments. Charles Bachtell, having an address at 520 W. Erie Street, Suite 220, Chicago, IL 60654, is authorized to execute, acknowledge, deliver and record any recordable instrument purporting to affect an interest in real property, whether to be recorded in the Registry of Deeds or a district office of the land court.

**CONFIDENTIAL**

IN WITNESS WHEREOF, the undersigned hereby affirms under the penalties of perjury that the facts stated herein are true as of the 31st day of October, 2018.


CRESO HHH, LLC

By: Cresco Labs, LLC, sole member

By: 
Print Name: John Schetz
Title: General Counsel

CT CORPORATION SYSTEM hereby accepts appointment as resident agent of the LLC, effective as of the filing of the Certificate of Organization with the Massachusetts Corporations Division.

CT CORPORATION SYSTEM

By: 
Print Name: Darlene K. Mitchell
Title: Assistant Secretary



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C R E S C O L A B S[®]

CRESKO HHH, LLC BUSINESS PLAN

Company Description/Objective

Cresco HHH, LLC (“Cresco”), a Massachusetts approved Registered Marijuana Dispensary (“RMD”) is authorized to cultivate, dispense, and produce medical marijuana, recreational marijuana, and marijuana-infused products. Cresco currently has one operational co-located cultivation, manufacturing and retail facility located at 1 West Street in Fall River. Cresco recently signed a sale-leaseback agreement with IIP Operating Partnership, LP, whereby IIP will own the property at 1 West Street, Fall River and lease it to Cresco for its use as a marijuana retailer, cultivator and manufacturer. Cresco’s lease on 1 West Street runs through 2040, with options to extend as needed. The property at 1 West Street is a 132,692 square foot mill building in compliance with all Fall River Zoning Ordinances.

On November 8, 2016, Massachusetts voters approved, effective January 1, 2018, the sale of adult-use (“recreational”) marijuana and as an approved RMD, Cresco is licensed to sell both medical marijuana as well as adult-use marijuana. Cresco’s cultivation center will supply its co-located dispensary in Fall River, as well as other licensed dispensaries throughout the Commonwealth, with high quality marijuana and marijuana-infused products. Cresco intends to utilize its opportunity to obtain two additional licenses to open two (2) additional retail facilities by the end of 2020.

Cresco’s objective is to maximize available cultivation and production space in its Fall River facility for medical and adult-use marijuana cultivation and production in anticipation of the tremendous growth forecast in marijuana sales.

Target Audience

Cresco services three (3) Massachusetts marijuana markets, outlined below:

1. *Medical Marijuana Patients:* Approved physical and psychological conditions for the use of medical marijuana include a wide range of diseases, including: severe pain, insomnia, anxiety, glaucoma, HIV/AIDS, epilepsy, nausea, cancer, and PTSD. Pricing for medical marijuana may differ from adult-use marijuana and may include discounts for veterans, low-income patients, and others.
2. *Adult-Use Marijuana:* This includes adults over the age of 21 purchasing marijuana for recreational use. Cresco has stress-free access from Route 195 (interstate), Route 79 (local), and Route 24 (local) with ample parking for over one hundred (100) customers. These major thoroughfares provide convenient access from seven (7) Massachusetts cities and towns as well as access for Rhode Island customers.
3. *Massachusetts-Approved RMDs:* Approved Massachusetts dispensaries are allowed to purchase up to thirty percent (30%) of their marijuana inventory from approved growers. Cresco anticipates maximizing cultivation and production in the Fall River building to maximize sales to every approved dispensary in the state.

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Grow Facility

Cresco is the lessee of the building located at 1 West Street, Fall River, Massachusetts, a 132,692 square foot mill building zoned for the cultivation and dispensing of marijuana.

Building Details – 1 West Street

- Built in approximately 1880
- Five (5) stories: 132,692 square feet, stand alone building
- Brick exterior with new thermoplastic polyolefin (“TPO”) roof installed August 2019.
- Located on 3.15 acres, including the building and 144 parking spaces.
- High voltage electric – 3,500 amps
- City sewer connection
- One (1) freight elevator
- One (1) passenger elevator
- Natural Gas
- Twelve (12)-foot ceilings
- Zoned for marijuana cultivation and dispensary
- City sewer and water supply – 125 PSI sprinkler system
- Freight docks/ramp
- Fire alarms
- 60% occupation
- Located at intersections of Interstate Route 195, State Route 24, and Route 79.

Facility Finances

The property located at 1 West Street, Fall River, Massachusetts was purchased by Cresco 1880 West from the sellers, the former license holders, Hope Heal Health, Inc., for \$1.3 million in February 2020. As stated above, a sale-leaseback agreement was signed between Cresco and IIP Operating Partnership, LP, whereby Cresco sold the building to IIP in exchange for a lease that allows Cresco to continue to use the building at 1 West Street. Cresco’s lease on the property goes through 2040, at which point Cresco has options to extend. Cresco’s mortgage on the property will be paid in full by the time the sale-leaseback agreement is executed.

Infrastructure Renovations

The building has a total of 86,875 square feet of marijuana cultivation. Permits to begin demolition will be pulled within two (2) weeks of planned renovation. Cresco’s architectural team has been identified and retained. Cresco has completed two (2) phases of renovations, outlined below, and intends to complete the final third phase of renovations in 2020.

- Phase I renovations – Included the Level 2 cultivation space and Level 1 dispensary, and received its Certificate of Occupancy on January 31, 2019.
- Phase II renovations – Included the Level 2 temporary laboratory and kitchen space, and received its Certificate of Occupancy on June 4, 2019.

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- Phase III renovations – Will include the buildout of Level 3 and Level 4 for additional cultivation space, and is planned to be completed and functional by Q4 2020.

Massachusetts vs. Colorado Sales

There are many obvious differences in the markets, populations, and square miles between Colorado and Massachusetts, which must be considered while evaluating marijuana business opportunities in Massachusetts. Given the timeline with Massachusetts voting to legalize medical marijuana in 2012 and adult-use marijuana in 2016, Colorado is an appropriate comparison. These differences at the time of legalization are outlined below:

Recreational Sales	Colorado	Massachusetts
Population	5.46 million	6.79 million
Dispensaries – Adult-Use and Medical	300 (Day 1 Adult-Use) ¹	68 (maximum) ²
Square Miles	104,185	10,554
Population – 400 mile radius	10.3 million	67.8 million
Average sales per day (Day 1)		\$50,000 – \$60,000
Average store sales (3-5 years)		Drop 30 – 50 percent
Rhode Island ³ population (13 miles away)		1.06 million

¹ As of April 1, 2020, Colorado has 1,042 dispensary licenses (not necessarily operational). Of those licenses, the dispensaries that are currently operational have, collectively, approximately \$10-20 million medical sales per month, and \$100-\$130 million adult-use sales per month.

² Cresco anticipated a maximum of 40 dispensaries open on January 1, 2018 for adult-use marijuana.

³ Rhode Island approved medical marijuana in 2006 and has not currently legalized adult-use marijuana.

Massachusetts Competition

Cresco's in-progress renovation to expand its current cultivation center makes it uniquely positioned to supply other approved marijuana dispensaries with up to 30 percent of their marijuana needs. Cresco's location is in a 132,692 square foot historic mill building.

- *Cultivation Experience:* Cresco HHH, LLC is owned by Cresco Labs, Inc. ("Cresco Labs"), which operates nine (9) cultivation facilities across California, Arizona, Illinois, Pennsylvania, Ohio, and Massachusetts. With its suite of brands, including Cresco, Remedi, and Mindy's, Cresco Labs is well-suited to provide excellent cultivation strategy along with quality product. Cresco plans on expanding its other two brands, Reserve and High Supply, into Massachusetts as well.
- *Quality of Cannabis:* Marijuana supplied by Cresco exceeds all Massachusetts testing requirements. Cresco uses a suite of standard operating procedures ("SOPs") along with Good Agricultural Practices ("GAPs") and Good Manufacturing Practices ("GMPs") to ensure the highest quality product.
- *Branding:* Cresco Labs rolled out its new dispensary branding in July 2019, Sunnyside*, which focuses on wellness and high-quality cannabis products. The goal of Sunnyside* is to normalize cannabis by reframing the conversation around wellness.

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- *Customer service and competitive dynamics:* Cresco offers top-notch customer service and is aware of its need to exceed its competitors in providing service, products, and pricing.
- *Well-positioned and visible:* Cresco is located at the intersection of Interstate Route 195 as well as several state roads. The dispensary is visible from Route 79 and offers easy-on/easy-off access.
- *Ample parking:* The dispensary has 144 available parking spaces.
- *Highly trained staff:* The dispensary's staff is well-managed, knowledgeable of the products they sell, and trained to assist patients and customers in the selection of their products.
- *Hours of operation:* The dispensary's hours of operation are Sunday – Saturday 9 a.m. to 10 p.m.
- *Wide range of products:* The dispensary's "one stop shop" shopping philosophy will offer its customers a wide range of products including the newest and most popular products.

Marijuana Business Expansion Plans

In the future, Cresco plans on adding more services, as the Department approves, to enhance the customer's purchasing experience. Cresco plans on eventually having all five (5) of its in-house brands, including High Supply and Reserve, available in Massachusetts.


In addition, Cresco plans on adding home delivery services, as the Department approves and in accordance with all rules and regulations. Currently, Cresco intends to start with medical home delivery and add adult use delivery after the medical home delivery process has been successful. Cresco Labs has succeeded in home delivery efforts in other states, and will take the safety procedures and precautions it has learned from its previous experience to apply to the Massachusetts home delivery program.

Current status of Massachusetts Marijuana Dispensaries: <https://www.mass.gov/doc/current-status-of-all-registered-marijuana-dispensaries-and-applicants-through-august-22-2019/download>

Massachusetts RMD Dashboard: <https://www.mass.gov/lists/medical-use-of-marijuana-program-monthly-dashboards>

Conclusions

Given Cresco's nationwide presence and brand recognition, Cresco has an opportunity in Massachusetts to further its mission to normalize, professionalize, and revolutionize cannabis. Marijuana sales in 2021 are forecasted to be \$8.7 billion nationwide (Marijuana Business Daily, 2016) and by 2025, it is predicted that legal marijuana sales will earn as much as \$23 billion nationwide (New Frontier Data, 2018). Cresco is in the perfect place at the perfect time to capture this amazing growth spurt. With one already successful dispensary and cultivation facility, Cresco's expected growth will be a valuable asset to Massachusetts' cannabis market. Cresco believes it could not be better positioned to take advantage of the upcoming surge in marijuana market sales.

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	Document Title	Plan for Separating Adult-Use and Medical Operations
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1.0 Scope

1.1 This SOP applies to all employees.


2.0 Governing Documents

2.1 Massachusetts General Laws Ch. 94G; 935 CMR 500.000

2.2 Massachusetts General Laws Ch. 94I; 935 CMR 501.000

3.0 Procedure

- 3.1 Through the ADP/POS, the Company will virtually separate medical and adult-use operations by designating at the point of sale whether a particular marijuana product is intended for sale to a registered patient/caregiver or a verified consumer 21 years of age or older. All inventory and sales transactions will be carefully tracked and documented in the ADP/POS.
- 3.2 The Company will ensure that registered patients have access to a sufficient quantity and variety of marijuana and marijuana products to meet their medical needs. For the first 6 months of operations, 35% of the Company's marijuana product inventory will be marked for medical use and reserved for registered patients. Thereafter, a quantity and variety of marijuana products for patients that is sufficient to meet the demand indicated by an analysis of sales data collected during the preceding 6 months will be marked and reserved for registered patients.
- 3.3 Marijuana products reserved for registered patients will be either: (1) maintained on site in an area separate from marijuana products intended for adult use, or (2) easily accessible at another Company location and transferable to the Company's retailer location within 48 hours. The Company may transfer a marijuana product reserved for medical use to adult use within a reasonable period of time prior to the product's date of expiration.
- 3.4 In addition to virtual separation, the Company will provide for physical separation between the area designated for sales of medical marijuana products to patients/caregivers, and the area designated for sales of adult-use marijuana products to individuals 21 years of age or older. Within the sales area, a temporary or semi-permanent barrier, such as a stanchion or other divider, will be installed to create separate, clearly marked lines for patients/caregivers and adult-use consumers.
- 3.5 Trained agents will verify the age of all individuals, as well the validity of any Medical Use of Marijuana Program ID Cards, upon entry to the facility and direct them to the appropriate queue.
- 3.6 Access to the adult-use marijuana queue will be limited to individuals 21 years of age or older, regardless if the individual is registered as a patient/caregiver. Registered patients under the age of 21 will only have access to the medical marijuana queue. Registered patients/caregivers 21 years of age or older will be

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permitted to access either queue and will not be limited only to the medical marijuana queue.

- 3.7 The Company will have a private area separate from the sales floor to allow a registered patient/caregiver to meet with a trained agent for confidential consultations about the medical use of marijuana.


4.0 **Reference Documents**

NA

5.0 **Summary of Changes**

Version	Summary of Changes
1.0	New SOP

End of document

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1.0 Scope


- 1.1 This Policy applies to all retail operations of the Company.

2.0 Governing Documents


- Massachusetts General Laws Ch. 94G; 935 CMR 500.000
- Massachusetts General Laws Ch. 94I; 935 CMR 501.000

3.0 Procedure

- 3.1 In addition to the general operational requirements for Marijuana Establishments required under 935 CMR 500.105, the Company will comply with additional operational requirements for Marijuana Retailers under 935 CMR 500.140.
- 3.2 The Company will perform on-premises verification of identification for consumers and patients.
- 3.2.1 Upon an individual's entry into the Company's retailer operations, an employee will immediately inspect the individual's proof of identification and determine that the individual is 21 years of age or older.
- 3.2.2 If the individual is younger than 21 years old but 18 years of age or older, he or she will not be admitted unless they produce an active medical registration card issued by the Medical Use of Marijuana Program.
- 3.2.3 If the individual is younger than 18 years old, he or she will not be admitted unless they produce an active medical registration card and they are accompanied by a personal caregiver with an active medical registration card.
- 3.2.4 In addition to the medical registration card, registered qualifying patients 18 years of age and older and personal caregivers must also produce proof of identification.
- 3.3 The Company will refuse to sell marijuana to any consumer who is unable to produce valid proof of identification.
- 3.4 The Company may refuse to sell marijuana products to a consumer if, in the opinion of an employee based on the information available to the employee at that time, the consumer or the public would be placed at risk.
- 3.5 In accordance with M.G.L. c. 94G, § 7, the Company will not sell more than one ounce of marijuana or five grams of marijuana concentrate to a consumer per transaction (except as otherwise allowed for registered qualifying patients).
- 3.6 The Company will not sell marijuana products containing nicotine.
- 3.7 The Company will not sell marijuana products containing alcohol, if sales of such alcohol would require licensure pursuant to M.G.L. c. 138.


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- 3.8 The Company's ADP/POS system will be approved by the Commission, in consultation with the DOR, and the Company may utilize a sales recording module approved by the DOR.
- 3.9 The Company will not utilize software or other methods to manipulate or alter sales data and will undergo best efforts to prevent the manipulation of such data.
- 3.9.1 The Company will conduct a monthly analysis of its equipment and sales data to determine that no software has been installed that could be utilized to manipulate or alter sales data and that no other methodology has been employed to manipulate or alter sales data.
- 3.9.2 The Company will maintain records that it has performed the monthly analysis and produce it upon request to the Commission.
- 3.9.3 If the Company determines that software has been installed for the purpose of manipulation or alteration of sales data or other methods have been utilized to manipulate or alter sales data:
- 3.9.3.1 The Company will immediately disclose the information to the Commission;
- 3.9.3.2 The Company will cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and
- 3.9.3.3 The Company will take such other action directed by the Commission to comply with 935 CMR 500.105.
- 3.9.4 The Company will comply with 830 CMR 62C.25.1: Record Retention and DOR Directive 16-1 regarding recordkeeping requirements.
- 3.9.5 The Company will adopt separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales.
- 3.9.6 The Commission and the DOR may audit and examine the point-of-sale system used by the Company in order to ensure compliance with Massachusetts tax laws and 935 CMR 500.000.
- 3.9.7 The Company will maintain and provide to the Commission on a biannual basis accurate sales data collected by the Company during the six months immediately preceding this application for the purpose of ensuring an adequate supply of marijuana and marijuana products under 935 CMR 500.140(10).
- 3.10 The Company will provide for physical separation between medical and adult-use sales areas.
- 3.10.1 Separation may be provided by a temporary or semi-permanent physical barrier, such as a stanchion, that, in the opinion of the Commission, adequately separates sales areas of marijuana products for medical use

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from sales areas of marijuana products for adult use.

- 3.10.2 The Company will provide for separate lines for sales of marijuana products for medical use from marijuana products for adult use within the sales area, provided, however, that the holder of a medical registration card may use either line and will not be limited only to the medical use line.
- 3.10.3 The Company will also provide an area that is separate from the sales floor to allow for confidential consultation.
- 3.10.4 The Company will make available educational materials about marijuana products to consumers in accordance with the Company's Consumer Education Policy and all regulatory requirements.
- 3.11 No marijuana product, including marijuana, may be sold or otherwise marketed for adult use that is not capable of being tested by Independent Testing Laboratories, except as allowed under 935 CMR 500.000.
 - 3.11.1 The product must be deemed to comply with the standards required under 935 CMR 500.160.
- 3.12 The Company will ensure access to a sufficient quantity and variety of marijuana products, including marijuana, for patients registered under 105 CMR 725.000: Implementation of an Act for the Humanitarian Medical Use of Marijuana.
 - 3.12.1 Where the Company has been open and dispensing for a period of six months or longer, the Company will maintain a quantity and variety of marijuana products for patients registered under 105 CMR 725.000, that is sufficient to meet the demand indicated by an analysis of sales data collected by the Company during the preceding six months in accordance with 935 CMR 500.140(6).
 - 3.12.2 Where the Company has been open and dispensing for a period of less than six months, the Company will reserve 35% of the RMD's marijuana products.
 - 3.12.3 Marijuana products reserved for patient supply will, unless unreasonably impracticable, reflect the actual types and strains of marijuana products documented during the previous six months.
 - 3.12.4 In the event that a substitution must be made, the substitution will reflect the type and strain no longer available at the Company as closely as possible.
 - 3.12.5 On a quarterly basis, the Company will submit to the Commission an inventory plan to reserve a sufficient quantity and variety of marijuana products for registered patients, based on reasonably anticipated patient needs as documented by sales records over the preceding six months. On

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each occasion that the supply of any product within the reserved patient supply is exhausted and a reasonable substitution cannot be made, the Company will submit a report to the Commission in a form determined by the Commission.

3.12.6 Marijuana products reserved by the Company for patient supply will be either maintained on site at the retailer or easily accessible at another location operated by the Company and transferable to the retailer location within 48 hours of notification that the onsite supply has been exhausted. The Company will perform audits of patient supply available at the Company on a weekly basis and retain those records for a period of six months.

3.12.7 The Company acknowledges that the Commission shall, consistent with 935 CMR. 500.300, inspect and audit its co-located facility to ensure compliance with this section. The Commission may, in addition to the issuance of a deficiency statement under 935 CMR 500.310 and a plan of correction under 935 CMR 500.320, demand that the Company take immediate steps to replenish its reserved patient supply to reflect the amounts required under 935 CMR 500.140(10)(a). Failure to adequately address a deficiency statement or follow a plan of correction shall result in administrative action by the Commission pursuant to 935 CMR 500.450 and 500.500.

3.12.8 The Company may transfer marijuana products reserved for medical use to adult use within a reasonable period of time prior to the date of expiration provided that the product does not pose a risk to health or safety.


4.0 Reference Documents

- N/A

5.0 Summary of Changes

Version	Summary of Changes
1.0	New SOP

End of document

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1.0 Scope

- 1.1 This Policy applies to all areas where employees handle marijuana and marijuana products and also to the Company's testing of its marijuana and marijuana products.

2.0 Governing Documents


- Massachusetts General Laws Ch. 94G; 935 CMR 500.000
- Massachusetts General Laws Ch. 94I; 935 CMR 501.000

3.0 Procedure

3.1 Quality Control

- 3.1.1 The Company will comply with the following sanitary requirements:

- 3.1.1.1 Any employee whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers, and all edible marijuana products will be prepared, handled, and stored in compliance with sanitation requirements and with the requirements for food handlers.
- 3.1.1.2 Any Company agent working in direct contact with preparation of marijuana or nonedible marijuana products will conform to sanitary practices while on duty, including:
- 3.1.1.2.1 Maintaining adequate personal cleanliness; and
- 3.1.1.2.2 Washing hands thoroughly in an adequate hand-washing area before starting work, and at any other time when hands may have become soiled or contaminated.
- 3.1.1.3 Company's hand-washing facilities will be adequate and convenient and will be furnished with running water at a suitable temperature. Hand-washing facilities will be located in Company's production areas and where good sanitary practices require employees to wash and sanitize their hands, and will provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices;
- 3.1.1.4 Company's facility will have sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations;
- 3.1.1.5 Company will ensure that litter and waste is properly removed and disposed of so as to minimize the development of odor and minimize the potential for the waste attracting and harboring pests. The operating systems for waste disposal will be maintained in an adequate manner;
- 3.1.1.6 Company's floors, walls, and ceilings will be constructed in such a manner that they may be adequately kept clean and in good repair;


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- 3.1.1.7 Company's facility will have adequate safety lighting in all processing and storage areas, as well as areas where equipment or utensils are cleaned;
- 3.1.1.8 Company's buildings, fixtures, and other physical facilities will be maintained in a sanitary condition;
- 3.1.1.9 Company will ensure that all contact surfaces, including utensils and equipment, will be maintained in a clean and sanitary condition. Such surfaces will be cleaned and sanitized as frequently as necessary to protect against contamination, using a sanitizing agent registered by the US Environmental Protection Agency (EPA), in accordance with labeled instructions. Equipment and utensils will be so designed and of such material and workmanship as to be adequately cleanable;
- 3.1.1.10 All toxic items will be identified, held, and stored in a manner that protects against contamination of marijuana products;
- 3.1.1.11 Company will ensure that its water supply is sufficient for necessary operations, and that such water supply is safe and potable;
- 3.1.1.12 Company's plumbing will be of adequate size and design, and adequately installed and maintained to carry sufficient quantities of water to required locations throughout the marijuana establishment. Plumbing will properly convey sewage and liquid disposable waste from the marijuana establishment. There will be no cross-connections between the potable and waste water lines;
- 3.1.1.13 Company will provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair;
- 3.1.1.14 Company will hold all products that can support the rapid growth of undesirable microorganisms in a manner that prevents the growth of these microorganisms; and
- 3.1.1.15 Company will store and transport finished products under conditions that will protect them against physical, chemical, and microbial contamination, as well as against deterioration of finished products or their containers.
- 3.1.2 Company's vehicles and transportation equipment used in the transportation of marijuana products or edibles requiring temperature control for safety will be designed, maintained, and equipped as necessary to provide adequate temperature control to prevent the marijuana products or edibles from becoming unsafe during transportation, consistent with applicable requirements.
- 3.1.3 Company will ensure that Company's facility is always maintained in a sanitary fashion and will comply with all applicable sanitary requirements.
- 3.1.4 Company will follow established policies and procedures for handling voluntary and mandatory recalls of marijuana products. Such procedures are sufficient to deal with recalls due to any action initiated at the request or order of the

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Commission, and any voluntary action by Company to remove defective or potentially defective marijuana products from the market, as well as any action undertaken to promote public health and safety.

- 3.1.5 Any inventory that becomes outdated, spoiled, damaged, deteriorated, mislabeled, or contaminated will be disposed of in accordance with applicable regulatory provisions, and any such waste will be stored, secured, and managed in accordance with applicable state and local statutes, ordinances, and regulations.
- 3.1.6 Company will process marijuana in a safe and sanitary manner. Company will process the leaves and flowers of the female marijuana plant only, which will be:
 - 3.1.6.1 Well-cured and free of seeds and stems;
 - 3.1.6.2 Free of dirt, sand, debris, and other foreign matter;
 - 3.1.6.3 Free of contamination by mold, rot, other fungus, pests, and bacterial diseases;
 - 3.1.6.4 Prepared and handled on food-grade stainless steel tables with no contact with employees' bare hands; and
 - 3.1.6.5 Packaged in a secure area.
- 3.1.7 All edible products will be prepared, handled, and stored in compliance with sanitation requirements.
- 3.1.8 Any edible, medical marijuana infused product that is made to resemble a typical food or beverage product will be packaged in an opaque package and labeled as required.
- 3.2 Testing (Adult Use)
 - 3.2.1 Company will not sell or otherwise market marijuana or marijuana products that are not capable of being tested by Independent Testing Laboratories, except as otherwise allowed.
 - 3.2.2 No marijuana product will be sold or otherwise marketed for adult use that has not first been tested by an Independent Testing Laboratory and deemed to comply with the standards required.
 - 3.2.3 Testing of Company's marijuana products will be performed by an Independent Testing Laboratory in compliance with any and all requisite regulatory protocols.
 - 3.2.4 Testing of Company's environmental media will be performed in compliance with any and all requisite regulatory protocols.
 - 3.2.5 Company's policy of responding to laboratory results that indicate contaminant levels are above acceptable limits include notifying the Commission within 72 hours of any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. Such notification will describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

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- 3.2.6 Company will maintain testing results in compliance with all regulatory requirements and the Company's recordkeeping policies and will maintain the results of all testing for no less than one year.
- 3.2.7 All transportation of marijuana to and from Independent Testing Laboratories providing marijuana testing services will comply with all regulatory requirements.
- 3.2.8 All storage of Company's marijuana at a laboratory providing marijuana testing services will comply with regulatory requirements.
- 3.2.9 All excess marijuana will be disposed in compliance with regulatory requirements, either by the Independent Testing Laboratory returning excess marijuana to Company for disposal or by the Independent Testing Laboratory disposing of it directly.


3.3 Testing (Medical)

The Company is responsible for having all medical marijuana cultivated by the Company tested in accordance with the following:

- 3.3.1 Marijuana will be tested for the cannabinoid profile and for contaminants as specified by the Commission including, but not limited to, mold, mildew, heavy metals, plant-growth regulators, and the presence of pesticides (as well as any additional testing that may be required by the Commission).
- 3.3.2 The Company will maintain the results of all testing for no less than one year;
- 3.3.3 The Company will follow established policies and procedures for responding to results indicating contamination as well as:
 - 3.3.3.1 Notification within 72 hours by the Company and the independent testing laboratory separately and directly to the Commission on a form prescribed by the Commission of any results indicating contamination that cannot be remediated; and
 - 3.3.3.2 Submission of any information regarding contamination immediately upon request by the Commission.

Such policy will be available to registered qualifying patients and personal caregivers. Any notifications indicating contamination that cannot be remediated will include a proposed plan for destruction of contaminated product and assessment of the source of contamination;

- 3.3.4 All testing will be conducted by an independent laboratory that is:
 - 3.3.4.1 Accredited to International Organization for Standardization (ISO) 17025 (ISO/IEC 17025: 2017) by a third-party accrediting body that is a signatory to the International Laboratory Accreditation Cooperation (ILAC) Mutual Recognition Arrangement; or
 - 3.3.4.2 Certified, registered, or accredited by an organization approved by the Commission.
- 3.3.5 The Company will arrange for testing to be conducted in accordance with the frequency required by the Commission;

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- 3.3.6 The Company will have a contractual arrangement with a laboratory for the purposes of testing marijuana;
- 3.3.7 Any executive or member (if any) of the Company is prohibited from having any financial or other interest in a laboratory providing testing services for the Company;
- 3.3.8 No individual employee of a laboratory providing testing services for the Company may receive direct financial compensation from the Company;
- 3.3.9 All transportation of marijuana to and from laboratories providing marijuana testing services will comply with 935 CMR 501.110(5);
- 3.3.10 All storage of marijuana at a laboratory providing marijuana testing services will comply with 935 CMR 501.105(4); and
- 3.3.11 All excess marijuana must be returned to the Company and be disposed of pursuant to 935 CMR 501.105(10).


4.0 Reference Documents

- N/A

5.0 Summary of Changes

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1.0 **Scope**

This SOP applies to all personnel.

2.0 **Governing Documents**

- Massachusetts General Laws Ch. 94G; 935 CMR 500.000
- Massachusetts General Laws Ch. 94I; 935 CMR 501.000

3.0 **Procedure**

The Company has developed staffing and training guidelines to ensure the Facility will be operated at the highest level of compliance with state rules and regulations.

The plan includes comprehensive processes for three (3) core elements: Planning; Acquisition; and Internal Referrals and Transfers.

3.1 **Planning**


Planning is based on conducting a Job Skills Gap Assessment to determine need, followed by Skill Set Assessment to determine the specific need for each position. Acquisition will focus on identifying individual applicants that will fit the applicable needs – methods will vary based on the specific position but will include:

- Internal posting,
- Local college and other programs focusing on agriculture,
- Temporary staffing agencies and executive search firms.

The Company is committed to training all employees as required and as necessary to perform all job duties, and to function safely and in compliance with all applicable laws and regulations.

3.2 **Acquisition**

Human resources necessary to operate the function of the Facility will be sourced from the local community and trained as detailed below. Simultaneously, our currently operating member will activate a group of management-level employees from their existing workforce (“Mobilization Team”) who will be responsible to execute this initial staffing phase. These temporary, experienced Mobilization Team members will immediately organize and prepare for the start of adult-use operations. SOPs and all necessary logs will be printed, a review of all equipment, supplies, grow medium and nutrients necessary to operate in this initial phase will be reviewed and verified one last time, in preparation for operations. Members of the Mobilization Team will be instrumental in the development of the Facility, ordering/receipt/installation of equipment and instrumentation, and the continual training of the local workforce. Newly-hired Company employees will be brought to one of our established facilities for thorough

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The Company requires that Interested Parties obtain an employee identification card as a condition of employment and prior to entering the facility. The ability for an Interested Party to obtain an employee identification card is dependent upon a successful criminal record check. In locations where identification cards are not used, a potential employee will have to take a training course, pass the training course test and send the Company their certification of completion. Certifications will be kept onsite.

3.3 Internal Referrals and Transfers

In addition to the aforementioned staffing practices, the Company also utilizes current employees when filling open positions.

3.3.1 Internal Referrals

The Company has a referral program to reward current employees who refer a new employee after the new employee is employed with the Company longer than 3 months. Rewards will vary depending on the position of hiring.

3.3.2 Internal Transfers

The Company encourages current employees to apply for open positions in other states to help bring the Company knowledge to new locations.


3.4 Labor and Employment Practices

For information about labor and employment practices, please refer to the Company JRDC Managed Services Employee Handbook.

3.5 Records

The Company will maintain all Interested Party records for at least five (5) years after revocation or expiration of an employee identification card. Following a termination or expiration of an employee identification card, the Human Resources Director must do the following:

- Notify the Commission of the circumstances around the termination or expiration within one (1) business day in a manner determined by the Commission;
- Ensure the employee identification card is returned to the Company; and
- Ensure that the employee's registration is immediately void when the employee is no longer associated with the Company.

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4.0 Reference Documents

- Employee Handbook

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1.0 Scope

1.1 This SOP applies to all dispensary employees.

2.0 Governing Documents

2.1 Massachusetts General Laws Ch. 94G; 935 CMR 500.000

2.2 Massachusetts General Laws Ch. 94I; 935 CMR 501.000

3.0 Procedure

3.1 Records may be maintained on paper or electronically; additionally

3.1.1 Paper records shall be documented in pen to prevent erasures or changes after entry and verification

3.1.2 Paper records will be maintained on-site in a secured storage room to ensure confidentiality.

3.1.2.1 Records must be available for inspection upon request and maintained in accordance with generally accepted accounting principles. In addition to general recordkeeping requirements for all documents, the Company will maintain the following record types for the specified period of time required:

3.1.2.1.1 Waste disposal records will be kept for a period of 3 years.

3.1.2.1.2 Testing results and records will be kept for a period of 1 year.

3.1.2.1.3 Personnel records will be maintained for 1 year after an individual ceases to be affiliated with the Company.

3.1.2.1.4 Transportation manifests will be kept for a period of 1 year.

3.1.2.1.5 Documentation related to incident reports will be maintained for not less than 1 year or the duration of an open investigation (whichever is longer).


3.1.2.1.6 Documentation of Responsible Vendor Training program compliance will be maintained for 4 years.

3.1.2.1.7 Following closure of the Company, all records must be kept for at least 2 years at the expense of the Company and in a form and location acceptable to the Cannabis Control Commission.


3.1.3 Electronic records shall contain an audit trail

3.1.4 All records required by the state shall be made available to state inspectors upon request within 3 business days, except in Massachusetts where such records must be made immediately available upon request.

3.2 Documentation shall be maintained, to include:

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- 3.2.1 Product movement records, to include:
 - 3.2.1.1 Receipt and Incoming Inspection
 - 3.2.1.2 Inventory
 - 3.2.1.3 Dispensing/Sale/Distribution
 - 3.2.1.4 Patient/Consumer Education
 - 3.2.1.5 Return/Recall
 - 3.2.1.6 Destruction
- 3.2.2 Employee records, to include:
 - 3.2.2.1 Staffing plan
 - 3.2.2.2 Human resources records, e.g., background checks, applications, verification of references, date of hire, date of termination
 - 3.2.2.3 Training records
 - 3.2.2.4 Attendance logs
- 3.2.3 Policies, SOPs (Standard Operating Procedures), Forms, Work Instructions and Training Materials
- 3.2.4 Audit records
- 3.2.5 Business records, to include:
 - 3.2.5.1 Annual certified, audited financial statements
 - 3.2.5.1.1 In Ohio, annual financial statements shall be submitted to the Board of Pharmacy at the end of each fiscal year.
 - 3.2.5.2 Assets and liabilities
 - 3.2.5.3 Third party vendor list
 - 3.2.5.4 Monetary transactions
 - 3.2.5.5 Written or electronic accounts that shall include bank statements, journals, ledgers, supporting documents, agreements, checks, invoices and vouchers
 - 3.2.5.6 Any other financial accounts reasonably related to operations
- 3.2.6 Security and Surveillance records
- 3.2.7 Any other records required by the respective state.
- 3.3 The company will ensure the Automated Data Processing/Point of Sale system (ADP/POS) are accurate and capable of maintaining inventory counts, producing reports and recordkeeping for all marijuana inventories via unique identifying tracking numbers, including at a minimum:
 - 3.3.1 Records of each sale, purchase and return of marijuana
 - 3.3.2 The number of marijuana products ready for sale
 - 3.3.3 The marijuana product orders received from a grower/processor

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- 3.3.4 The amount of marijuana dispensed to patient/caregiver/consumer
- 3.3.5 The number of damaged, defective, expired or contaminated marijuana products awaiting disposal
- 3.3.6 Dispensing error reporting
- 3.4 Any secure cloud-based document management system for the electronic storage of required records will be backed up periodically.
- 3.5 In Ohio, a recordkeeping audit will be conducted biannually.
 - 3.5.1 The designated representative will examine the company's Standard Operating Procedures (SOPs) and the records required to evaluate whether records are being maintained in accordance with the SOPs.
 - 3.5.2 All findings may be shared with the Director of Compliance and the Board upon request.
- 3.6 Patient/consumer-specific dispensary transactions are confidential. A person having custody of, or access to, such records shall not divulge its contents or provide copies to anyone except, as applicable:
 - 3.6.1 The patient for whom the recommendation or marijuana order was issued or that patient's designated caregiver
 - 3.6.2 The certified physician who issued the recommendation
 - 3.6.3 Certified and or licensed health care personnel who are responsible for the care of the patient
 - 3.6.4 State inspector or government health authority representative
 - 3.6.5 If applicable, an agent of a medical insurance company who provides insurance coverage for marijuana upon authorization and proof of insurance by the patient or proof by the insurance company for those medications requested;
 - 3.6.6 Where a patient/consumer has given consent for such disclosure in writing.


4.0 Reference Documents

NA

5.0 Summary of Changes

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1.0	New procedure

End of document

	Document Type	Policy
	Document Number	H-03-002
	Document Title	Diversity Plan Measures
	Sites	MA
	Version	1.0
	Effective Date	April 15, 2019
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1.0 Scope

1.1 This Policy applies to all Company operations.

2.0 Governing Documents

- Massachusetts General Laws Ch. 94G; 935 CMR 500.000

3.0 Procedure


3.1 As per 935 CMR 500.101(1)(c)(7)(k), the Company has developed the following diversity plan measures to promote equity among minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientation, in the operation of the Company and to measure the Company's efficacy of all diversity initiatives

3.2 Overview


- The Company believes in creating and sustaining a robust policy of inclusivity and diversity. The Company recognizes that diversity in the workforce is key to the integrity of a company's commitment to its community. The Company is dedicated to creating a diverse culture with a commitment to equal employment opportunity for all individuals. The Company's diversity plan is designed to promote equity among minorities, women, veterans, people with disabilities, and people of all gender identities and sexual orientations. The Company will make every effort to employ and advance in employment qualified and diverse people at all levels within the company.
- The Company's comprehensive diversity empowerment plan is a pillar of its purpose-driven company. To better serve the Company's customers, the Company aims to create an environment where personal identities, race, military service, sexual orientation, and heritage are utilized, celebrated, and valued.

3.3 Measuring Progress

- The Company has established a Diversity Committee (the "Committee") to assist the executive management team and the Director of Human Resources and Compliance with the implementation and growth of the Diversity Plan. The initial members of the Committee were selected based on their diverse status and their personal commitments to diversity. Initial Members of the Committee are John M. Rogue, President and CEO, Roberta Pytlowana, Director of Human Resources and Compliance and Amy Ferrie, Chief Financial Officer. Additional members of the Committee may be added at the discretion of the Company's executive management team.
- The Committee will be responsible for:
 - Developing Equal Employment Opportunity (EEO) statements, policies, programs, and internal and external communication procedures in support of the goals of the Diversity Plan;

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- Assisting in the identification of problematic areas for EEO, including receiving, reviewing, and resolving any complaints of discrimination or other non-compliance with regards to equal opportunity and fair treatment of all employees;
- Assisting management in arriving at effective solutions to problems regarding issues of diversity and inclusion;
- Designing and implementing internal reporting systems that measure the effectiveness of programs designed to support a company culture that fosters diversity;
- Keeping the company informed of equal opportunity progress through quarterly reports;
- Reviewing the Diversity Plan with management at all levels of the Company to ensure that the Diversity Plan is understood; and
- Auditing the Company's internal and external job postings in diverse publications to ensure information is in compliance with The Company's diversity policies and procedures and documentation on the total numbers of and frequency of postings.
- The Director of Human Resources and Compliance at the Company will be responsible for auditing the Diversity Plan. The audit report setting forth the Company's performance in fulfilling the goals of the Plan will contain:
 - Employment data, including information on minority, women, disabled, and veteran representation in the workforce in all job classifications; average salary ranges; recruitment and training information (all job categories); retention and outreach efforts; and the total number of new positions created after initial licensure.
 - The total number and value of all contracts and/or subcontractors awarded for goods and services;
 - An identification of each subcontract actually awarded to a member of a diverse group and the actual value of such subcontract;
 - A comprehensive description of all efforts made by the Company to monitor and enforce the Diversity Plan including:
 - Number of diversity trainings held
 - Subject matter of trainings held
 - Number of individuals in attendance from each category (minorities, women, veterans, service-disabled veterans)
 - Information on diverse group investment, equity ownership, and other ownership or employment opportunities initiated or promoted by The Company;

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- Other information deemed necessary or desirable by the Commission to ensure compliance with the rules and regulations governing marijuana establishments in Massachusetts; and
- When available, a workforce utilization report including the following information for each job category at the Company:
 - The total number of persons employed;
 - The total number of men employed;
 - The total number of women employed;
 - The total number of veterans;
 - The total number of service-disabled veterans; and
 - The total number of members of each racial minority employed.
 - The total number of promotions for all staff with demographic identification


4.0 Reference Documents

- N/A

5.0 Summary of Changes

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4.0 Reference Documents

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