



Massachusetts Cannabis Control Commission

Marijuana Retailer

General Information:

License Number: MR281571
Original Issued Date: 08/21/2019
Issued Date: 09/10/2020
Expiration Date: 10/21/2021

ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: FFD Enterprises MA

Phone Number: 860-490-0359
Email Address: bzachs@finefettle.com

Business Address 1: 116 Newburyport Turnpike
Business City: Rowley
Business State: MA
Business Zip Code: 01969

Business Address 2:
Mailing Address 2:

Mailing Address 1: 116 Newburyport Tpk
Mailing City: Rowley
Mailing State: MA
Mailing Zip Code: 01969

CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Disability-Owned Business, Veteran-Owned Business

PRIORITY APPLICANT

Priority Applicant: yes
Priority Applicant Type: RMD Priority
Economic Empowerment Applicant Certification Number:
RMD Priority Certification Number: RPA201928

RMD INFORMATION

Name of RMD: Ipswich Pharmaceutical Associates, Inc.
Department of Public Health RMD Registration Number: RPA201928
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: Percentage Of Control: 1
Role: Board Member Other Role:
First Name: Henry Last Name: Zachs Suffix:
Gender: Male User Defined Gender: M

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: Percentage Of Control: 10

Role: Board Member Other Role:

First Name: Benjamin Last Name: Zachs Suffix:

Gender: Male User Defined Gender: M

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: Percentage Of Control: 29

Role: Owner / Partner Other Role:

First Name: Eric Last Name: Zachs Suffix:

Gender: Male User Defined Gender: M

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: 100

Entity Legal Name: Zafa XXV, LLC Entity DBA: DBA City:

Entity Description: Closely held manager-managed LLC family investment vehicle managed by Henry Zachs

Foreign Subsidiary Narrative:

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: ZAFAXXV is the sole shareholder of IPA.

Entity with Direct or Indirect Authority 2

Percentage of Control: 60 Percentage of Ownership:

Entity Legal Name: ZAFAXII LLC Entity DBA: DBA City:

Entity Description: Closely held manager-managed LLC family investment vehicle managed by Henry Zachs

Foreign Subsidiary Narrative:

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: ZAFAXII, LLC owns 60% of ZAFAXXV, LLC, which will be the sole shareholder of IPA. ZAFAXII, LLC is a closely held manager-managed LLC family investment vehicle managed by Henry Zachs

CLOSE ASSOCIATES AND MEMBERS

No records found

CAPITAL RESOURCES - INDIVIDUALS

No records found

CAPITAL RESOURCES - ENTITIES

Entity Contributing Capital 1

Entity Legal Name: Zafa XXV, LLC **Entity DBA:**

Email: hzachs@mcmgt.com **Phone:** 860-777-5702

Address 1: 40 Woodland Drive **Address 2:**

City: Hartford **State:** CT **Zip Code:** 06105

Types of Capital: Other **Other Type of Capital:** convertible note **Total Value of Capital Provided:** \$220000 **Percentage of Initial Capital:** 100

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: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD Central, LLC **Entity DBA:** Fine Fettle Dispensary - Willimantic

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone: 860-717-9333 **Entity Email:** hello@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 40 Woodland Street **Entity Address 2:**

Entity City: Hartford **Entity State:** CT **Entity Zip Code:** 06105 **Entity Country:** USA

Entity Mailing Address 1: 1548 West Main St **Entity Mailing Address 2:**

Entity Mailing City: Willimantic **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06226 **Entity Mailing Country:** United States

Business Interest in Other State 2

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

Owner First Name: Eric **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD Newington, LLC **Entity DBA:** Fine Fettle Dispensary

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone: 860-333-9032 **Entity Email:** newington@finefettle.com **Entity Website:** www.finefettle.com

Entity Address 1: 40 Woodland Street **Entity Address 2:**

Entity City: Hartford **Entity State:** CT **Entity Zip Code:** 06105 **Entity Country:** USA

Entity Mailing Address 1: 2280 Berlin Tpk **Entity Mailing Address 2:**

Entity Mailing City: Newington **Entity Mailing State:** CT **Entity Mailing Zip Code:** 06111 **Entity Mailing Country:** USA

Business Interest in Other State 3

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

Owner First Name: Benjamin **Owner Last Name:** Zachs **Owner Suffix:**

Entity Legal Name: FFD Newington, LLC **Entity DBA:** Fine Fettle Dispensary - Newington

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone: 860-333-9032 **Entity Email:**
newington@finefettle.com

Entity Website: www.finefettle.com

Entity Address 1: 40 Woodland Street

Entity Address 2:

Entity City: Hartford **Entity State:** CT

Entity Zip Code: 06105 **Entity Country:** USA

Entity Mailing Address 1: 2280 Berlin Tpk

Entity Mailing Address 2:

Entity Mailing City: **Entity Mailing State:** CT
Newington

Entity Mailing Zip Code: **Entity Mailing Country:**
06111 USA

Business Interest in Other State 4

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

Owner First Name: Benjamin **Owner Last Name:** Zachs

Owner Suffix:

Entity Legal Name: FFD Central, LLC

Entity DBA: Fine Fettle Dispensary - Willimantic

Entity Description: Connecticut Medical Marijuana Dispensary

Entity Phone: 860-717-9333 **Entity Email:**
hello@finefettle.com

Entity Website: www.finefettle.com

Entity Address 1: 40 Woodland Street

Entity Address 2:

Entity City: Hartford **Entity State:** CT

Entity Zip Code: 06105 **Entity Country:** United States

Entity Mailing Address 1: 1548 West Main St

Entity Mailing Address 2:

Entity Mailing City: **Entity Mailing State:** CT
Willimantic

Entity Mailing Zip Code: **Entity Mailing Country:** USA
06226

Business Interest in Other State 5

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

Owner First Name: Eric **Owner Last Name:** Zachs

Owner Suffix:

Entity Legal Name: New Leaf, LLC

Entity DBA:

Entity Description: Class B Marijuana Cultivator

Entity Phone: 401-241-2740 **Entity Email:** tom@riextracts.com

Entity Website:

Entity Address 1: 24 Stafford Court

Entity Address 2:

Entity City: Cranston **Entity State:** RI

Entity Zip Code: 02920 **Entity Country:** USA

Entity Mailing Address 1: 24 Stafford Court

Entity Mailing Address 2:

Entity Mailing City: Cranston **Entity Mailing State:** RI

Entity Mailing Zip Code: 02920 **Entity Mailing Country:** USA

Business Interest in Other State 6

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

Owner First Name: Benjamin **Owner Last Name:** Zachs

Owner Suffix:

Entity Legal Name: RI Extracts, LLC

Entity DBA:

Entity Description: 401-241-2740

Entity Phone: 401-241-2740 **Entity Email:** tom@riextracts.com

Entity Website:

Entity Address 1: 24 Stafford Court

Entity Address 2:

Entity City: Cranston **Entity State:** RI

Entity Zip Code: 02920 **Entity Country:** USA

Entity Mailing Address 1: 24 Stafford Court

Entity Mailing Address 2:

Entity Mailing City: Cranston **Entity Mailing State:** RI

Entity Mailing Zip Code: 02920 **Entity Mailing Country:** USA

DISCLOSURE OF INDIVIDUAL INTERESTS

Date generated: 12/03/2020

Individual 1

First Name: Eric **Last Name:** Zachs **Suffix:**
Marijuana Establishment Name: Ipswich Pharmaceutical Associates, Inc **Business Type:** Marijuana Cultivator
Marijuana Establishment City: Hinsdale **Marijuana Establishment State:** MA

Individual 2

First Name: Henry **Last Name:** Zachs **Suffix:**
Marijuana Establishment Name: Ipswich Pharmaceutical Associates, Inc **Business Type:** Marijuana Cultivator
Marijuana Establishment City: Hinsdale **Marijuana Establishment State:** MA

Individual 3

First Name: Benjamin **Last Name:** Zachs **Suffix:**
Marijuana Establishment Name: Ipswich Pharmaceutical Associates, Inc **Business Type:** Marijuana Cultivator
Marijuana Establishment City: Hinsdale **Marijuana Establishment State:** MA

MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 116 Newburyport Turnpike
Establishment Address 2:
Establishment City: Rowley **Establishment Zip Code:** 01969
Approximate square footage of the establishment: 2100 **How many abutters does this property have?:** 11
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	Single-page Host Community Agr Certification Form-Rowley.pdf	pdf	5c3e156dedbb73122a612466	01/15/2019
Plan to Remain Compliant with Local Zoning	Plan to Remain Compliant with Local Zoning.pdf	pdf	5c54818ceadf341230f64e7f	02/01/2019
Community Outreach Meeting Documentation	2019-04-10 Abutters list parcel 14-27.pdf	pdf	5cb38be2cee9f84c3436466f	04/14/2019
Community Outreach Meeting Documentation	community outreach meeting documentation REV.pdf	pdf	5cb621feb10c2044c5596eac	04/16/2019

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.: \$1

PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	5.16.19 Positive Impact Plan REV 2 + letter.pdf	pdf	5ce83d55624ce5135e923f50	05/24/2019

ADDITIONAL INFORMATION NOTIFICATION

Notification: I understand

INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Other Role:
First Name: Henry Last Name: Zachs Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 2

Role: Other Role:
First Name: Benjamin Last Name: Zachs Suffix:
RMD Association: RMD Owner
Background Question: no

Individual Background Information 3

Role: Other Role:
First Name: Eric Last Name: Zachs Suffix:
RMD Association: RMD Owner
Background Question: no

ENTITY BACKGROUND CHECK INFORMATION

Entity Background Check Information 1

Role: Investor/Contributor Other Role:
Entity Legal Name: Zafa XXV, LLC Entity DBA:
Entity Description: Closely held LLC investment vehicle managed by Henry Zachs
Phone: 860-727-5702 Email: hzachs@mcmgmt.com
Primary Business Address 1: 40 Woodland Street Primary Business Address 2:
Primary Business City: Hartford Primary Business State: CT Principal Business Zip Code: 06105
Additional Information:

Entity Background Check Information 2

Role: Parent Company Other Role:
Entity Legal Name: Zafa II LLC Entity DBA:
Entity Description: Closely held LLC investment vehicle managed by Henry Zachs and Eric Zachs
Phone: 860-727-5734 Email: ezachs@bbvllc.com
Primary Business Address 1: 40 Woodland Street Primary Business Address 2:
Primary Business City: Hartford Primary Business State: CT Principal Business Zip Code:
06105
Additional Information:

MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	9.5.18 Good Standing DOR.pdf	pdf	5c3e18355d4b0b1b3ebbaef	01/15/2019
Secretary of Commonwealth -	9.5.18 Good Standing SOC.pdf	pdf	5c3e18429ff0081b48215e6e	01/15/2019

Certificate of Good Standing					
Articles of Organization	2013 IPA Articles of Organization.pdf	pdf	5c548c761e71bd1262328a95	02/01/2019	
Articles of Organization	01.2019 Certificate of Change of Directors or Officers.pdf	pdf	5c548c8deadf341230f64edc	02/01/2019	
Bylaws	Bylaws.pdf	pdf	5c77e4b63183181258e1b913	02/28/2019	

Certificates of Good Standing:

Document Category	Document Name	Type	ID	Upload Date
Department of Revenue - Certificate of Good standing	Exhibit B - DOR Certificate of Good Standing.pdf	pdf	5f3c1efd3a4447086ca96f05	08/18/2020
Secretary of Commonwealth - Certificate of Good Standing	Exhibit C - Secretary of State Certificate of Good Standing.pdf	pdf	5f3c1f03b18f5e08358c6506	08/18/2020
Department of Unemployment Assistance - Certificate of Good standing	Exhibit D - DUA Certificate of Good Standing.pdf	pdf	5f3c1f059fd04f085a976ad8	08/18/2020

Massachusetts Business Identification Number: 001111562

Doing-Business-As Name: Fine Fettle

DBA Registration City: Ipswich

BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
Business Plan	02.28.19 IPA_Business Plan.pdf	pdf	5c77ddec1e71bd126232be11	02/28/2019
Plan for Liability Insurance	Plan to Obtain Liability Insurance.pdf	pdf	5cb0b50af25dae4c6c3f0be9	04/12/2019
Proposed Timeline	Proposed Timeline for Operation REV.pdf	pdf	5cb0b5c336e3e844f3b50cc2	04/12/2019

OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Separating recreational from medical operations, if applicable	2 Separating recreational from medical operations.pdf	pdf	5c59c085d7a931124ee00dd5	02/05/2019
Restricting Access to age 21 and older	3 Restricting Access to age 21 or older.pdf	pdf	5c59c08d293a5312448e6dcd	02/05/2019
Security plan	4 Security Plan.pdf	pdf	5c59c0963183181258e18b2d	02/05/2019
Prevention of diversion	5 Prevention of Diversion Plan.pdf	pdf	5c59c0a4c4b7a71b66d106eb	02/05/2019
Storage of marijuana	6 Storage of Marijuana Plan.pdf	pdf	5c59c0ac5fd63c1b24eb2ec5	02/05/2019
Inventory procedures	8 Inventory Procedures.pdf	pdf	5c59c0c1635d511b3474d822	02/05/2019
Personnel policies including background checks	11 Personnel Policies.pdf	pdf	5c59c0e2b411c1126cf007a7	02/05/2019
Record Keeping procedures	12 Record-keeping Procedures.pdf	pdf	5c59c0ecedbb73122a61461f	02/05/2019
Qualifications and training	15 Detailed Description of Qualification and Intended Training for Agents.pdf	pdf	5c59c102293a5312448e6dd1	02/05/2019

Plan for obtaining marijuana or marijuana products	1 Plan for Obtaining Marijuana.pdf	pdf	5c77e2ac8d16491b5c0f8aaf	02/28/2019
Transportation of marijuana	7 Transportation Plan copy.pdf	pdf	5cb0b62173349d44fd62939b	04/12/2019
Quality control and testing	9 Quality Control and Testing Procedures rev.pdf	pdf	5cb0b63eb10c2044c5596780	04/12/2019
Dispensing procedures	10 Dispensing Procedures.pdf	pdf	5cb0b661cee9f84c3436439e	04/12/2019
Maintaining of financial records	13 Maintenance of Financial Records.pdf	pdf	5cb0b6990a957444d5907b22	04/12/2019
Diversity plan	05.14.19 Diversity Plan REVISED.pdf	pdf	5ce84875fe6a8617e208c55f	05/24/2019

MARIJUANA RETAILER SPECIFIC REQUIREMENTS

Adequate Patient Supply Documentation:

Document Category	Document Name	Type	ID	Upload Date
	IPA Adequate Patient Supply.pdf	pdf	5f3c205c971c7c07c0434db5	08/18/2020

Reasonable Substitutions of Marijuana Types and Strains Documentation:

Document Category	Document Name	Type	ID	Upload Date
	Reasonable Substitutions IPA.pdf	pdf	5f3c20327116b407de65345e	08/18/2020

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: IPA has made substantial progress towards achieving its positive impact goals in the past year. With respect to Program I, in February 2020, IPA completed job postings on job boards in Pittsfield, MA and Hinsdale, MA. In turn, IPA also hosted a job fair/open house on August 17, 2019 and August 24, 2019 at its facility in Rowley. The open house was publicized in the Eagle Tribune (please see attached).

In addition, every member of IPA's management team registered for the Commission's "Equity Services Program" and has committed to being a resource for social equity applicants. This commitment extends to sharing cultivation techniques, providing forms of capital and, potentially, providing job opportunities for such applicants.

Finally, it is important to note that IPA has not yet commenced operations in earnest and remains "pre-revenue." Once IPA receives final authorization from the Commission to begin wholesaling and retailing operations, it will work diligently towards meeting the above-described donation commitments.

COMPLIANCE WITH DIVERSITY PLAN

Diversity Progress or Success 1

Description of Progress or Success: IPA has made substantial progress toward its diversity goals in the past year. Most notably, IPA is well on its way to achieving its long-term diversity hiring goals. As of June 2020, IPA's staff consists of 42% female employees, 12% veterans, 11% LGBTQA+ employees and 18% minority employees. Please see Exhibit F to IPA's license renewal application addendum, which is IPA's current employment roster, for further detail.

With respect to advertising and publicizing job opportunities for diverse candidates for employment, in February 2020, IPA completed job postings on job boards in Pittsfield, MA and Hinsdale, MA. In turn, IPA also hosted a job fair/open house on August 17, 2019 and August 24, 2019 at its facility in Rowley. The open house was publicized in the Eagle Tribune (please see attached) and the advertisement stated specifically that IPA was "looking for a diverse staff" and that IPA "encourage[d] Minorities, Women, Veterans, People with Disabilities and People with Diverse Gender Identity to apply."

In addition, every member of IPA's management team registered for the Commission's "Equity Services Program" and has committed to being a resource for social equity applicants. This commitment extends to sharing cultivation techniques, providing forms of capital and, potentially, providing job opportunities for such applicants.

Finally, it is important to note that IPA has just recently commenced operations. We have already begun working diligently toward implementing the cultural trainings described above and deepening its engagement with diverse individuals and businesses in the surrounding community.

HOURS OF OPERATION

Monday From: 10:00 AM	Monday To: 8:00 PM
Tuesday From: 10:00 AM	Tuesday To: 8:00 PM
Wednesday From: 10:00 AM	Wednesday To: 8:00 PM
Thursday From: 10:00 AM	Thursday To: 8:00 PM
Friday From: 10:00 AM	Friday To: 8:00 PM
Saturday From: 10:00 AM	Saturday To: 8:00 PM
Sunday From: 10:00 AM	Sunday To: 8:00 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, JOSEPH F. MCCARTHY, (*insert name*) certify as an authorized representative of IPSWICH PHARMACEUTICAL ASSOC. (*insert name of applicant*) that the applicant has executed a host community agreement with ROWLEY (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on 10 APRIL 2018 (*insert date*).


Signature of Authorized Representative of Applicant

Host Community

I, Clifford Picrize, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Rowley (*insert name of host community*) to certify that the applicant and Town of Rowley (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on April 10, 2018 (*insert date*).


Signature of Contracting Authority or
Authorized Representative of Host Community

Plan to Remain Compliant with Local Zoning

The applicant will remain compliant with local zoning rules by engaging in the requisite processes with the Planning Board. On October 10, 2018, the Rowley Planning Board voted to approve the Special Permit and Site Plan Review for the property where the applicant's Marijuana Establishment will be located by a 4-0 vote. On November 14, 2018, the Town Clerk filed a Certificate of Vote certifying that the twenty (20) day appeal period had expired and no appeal had been filed regarding the Planning Board's vote.

The applicant will continue to ensure compliance with local zoning requirements by meeting any reporting requirements or other obligations owed to the Rowley Planning Board, including responding to informational and inspection requests from the Planning Board, the Town Building Inspector, and any other relevant local governmental authorities. Furthermore, the applicant will keep abreast of changes in local bylaws and ordinances by monitoring the results of town meetings, special elections and ballot initiatives.

CERTIFIED ABUTTERS' LIST

Parcel ID	Location	Owner Name/Address
014-027	116 NEWBURYPORT TNPK	TRS ULMAN FAMILY INVESTMENT TRUS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921

A B U T T E R S		
=====		
007-014	67 FOREST RIDGE DR	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
007-014-01	90 NEWBURYPORT TNPK	FOSSA JOSEPH S FOSSA WENDY A 7 ESSEX PARK RD ESSEX, MA 01929
014-014-02	104 NEWBURYPORT TNPK	L'ABBE CLARK L'ABBE HEATHER 34 ELLIOTT ST DANVERS, MA 01923
014-016	125-141 NEWBURYPORT TNPK	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
014-017	111 NEWBURYPORT TNPK	ARTISTIC LANDSCAPES LLC 1 SAWMILL WAY GEORGETOWN, MA 01833
014-018	NEWBURYPORT TNPK	NEW ENGLAND COUNTRY CLUB MGT C/O SCOTT B RETZLOFF & ASSOC PO BOX 790830 SAN ANTONIO, TX 78279-0830
014-022-01	NEWBURYPORT TNPK	TOWN OF ROWLEY LIGHT DEPARTMENT PO BOX 355 ROWLEY, MA 01969
014-028	120 NEWBURYPORT TNPK	TRS ULMAN FAMILY INVESTMENT TRS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921
014-029	124 NEWBURYPORT TNPK	KOTSIPOULOS DIMOSTHENIS 46 FOREST AVE EVERETT, MA 02149

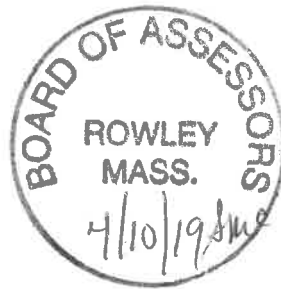
CERTIFIED ABUTTERS' LIST

Parcel ID	Location	Owner Name/Address
014-027	116 NEWBURYPORT TNPK	TRS ULMAN FAMILY INVESTMENT TRUS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921

A B U T T E R S

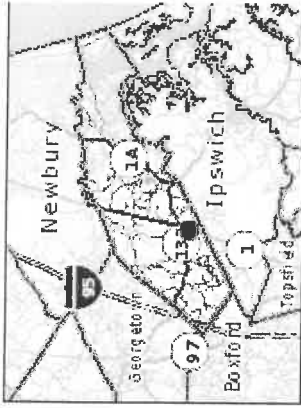
014-030	HUNSLow HILL	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
014-031	144-150 NEWBURYPORT TNPK	TRS SPIRIT REALTY TRUST ANNIS RUPERT E III ET AL TRUSTEE 144 NEWBURYPORT TNPK ROWLEY, MA 01969

11 parcels listed

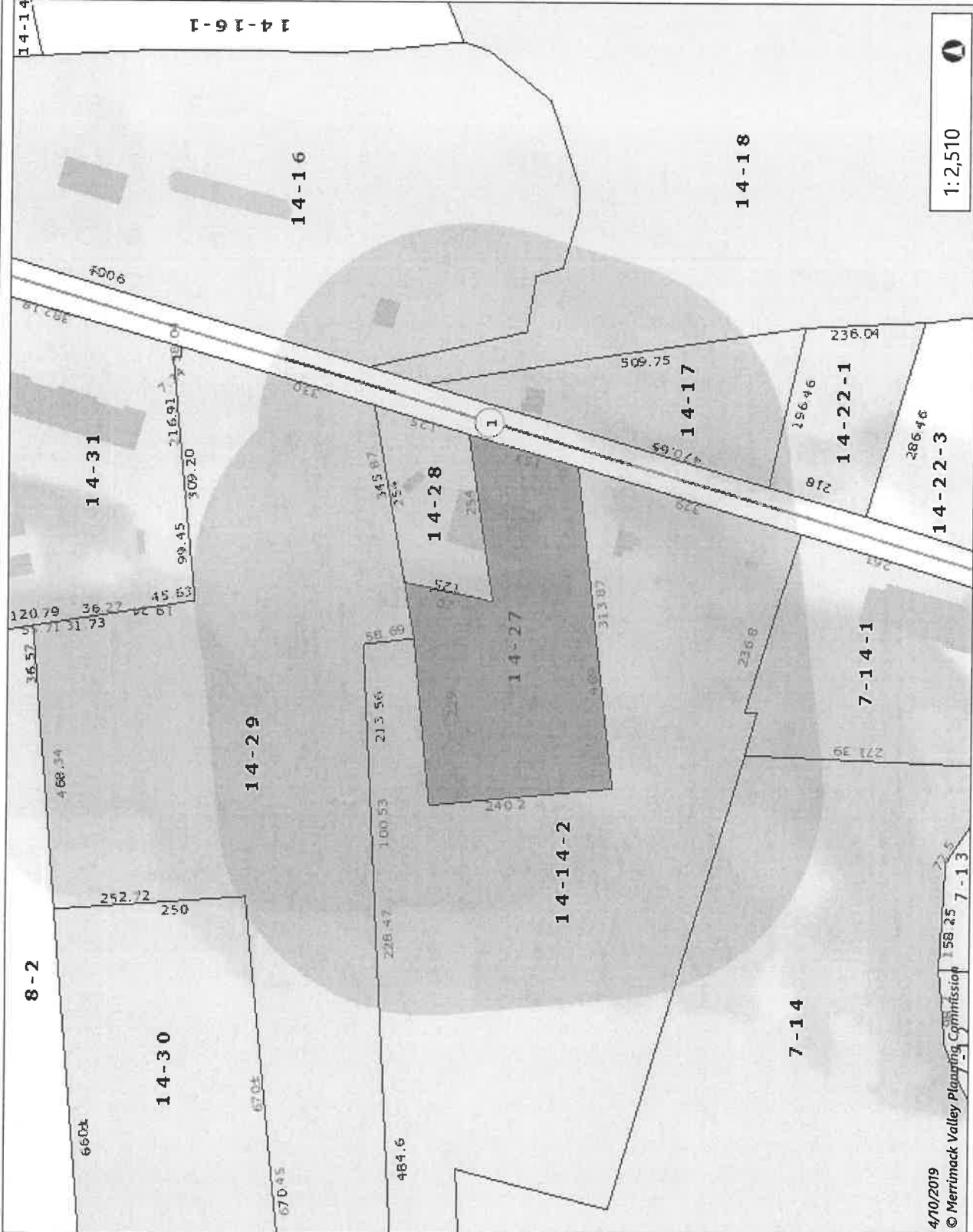


Sean MCFadden
Principal Assessor

Town of Rowley



- Legend**
- Municipal Boundary
 - Roads
 - Interstate
 - Major Road
 - Local Road
 - MA Roads
 - Interstate
 - Major Road
 - Local Road
 - Parcels
 - Hydrographic Features
 - Streams



1:2,510

Data Sources: Produced by Merrimack Valley Planning Commission (MVPC) using data provided by the Town of Rowley & MassGIS. MVPC AND THE TOWN OF ROWLEY MAKES NO WARRANTIES, EXPRESSED OR IMPLIED, CONCERNING THE ACCURACY, COMPLETENESS, RELIABILITY, OR SUITABILITY OF THESE DATA. THE TOWN OF ROWLEY AND MVPC DOES NOT ASSUME ANY LIABILITY ASSOCIATED WITH THE USE OR MISUSE OF THIS INFORMATION.

418 Feet

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4/10/2019
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Projection: NAD_1983_StatePlane_Massachusetts_Mainland_FIPS_2001

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, Joseph F. McCarthy, (insert name) attest as an authorized representative of Townsh PHARMACEUTICAL ASSOCIATION (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 17 DECEMBER 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 8 DECEMBER 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 7 DEC 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 7 DEC 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.

REACH MORE THAN 350,000 READERS.

classified marketplace.

The Eagle-Tribune THE SALEM NEWS Gloucester Daily Times DAILY NEWS

CALL 800.927.9200
MON.-FRI. 8AM-5PM

ONLINE: ClassifiedsNorth.com
FAX: 978.685.1588

POLICIES/ADJUSTMENTS: Advertisers must check insertions and report errors immediately. Billing adjustments are made for only one incorrect insertion and then only for the incorrect portion. We are not responsible for failure to publish and reserve the right to reject, edit or cancel any ad. Ads are subject to credit approval unless paid for prior to publication.



Attachment A

line ad publication deadlines:

dailies:

The Eagle-Tribune, Gloucester Daily Times,
The Salem News, Daily News of Newburyport
Monday.....5pm Friday
Tuesday-Saturday.....5pm day prior
Sunday paper.....5pm Friday (auto only)
Sunday paper.....5pm Friday

weeklies:

Carriage Towne News: 12pm Friday
Andover Townsman, Derry News &
Haverhill Gazette: 5pm Tuesday

Cancellation/change deadlines:
same as publication deadlines



Announcements

HAPPY ADS

Place a happy ad in this section to wish a special someone a Happy Birthday, Anniversary, Retirement, Thinking of You, Love You or Just Wish Them a Nice Day. Only \$5.00 for 3 lines (\$1.00 each additional line. Call today The Classified Connection 800-927-9200

INSTRUCTIONAL

G/C BUILDER'S LICENSE COURSE Register by Jan 4th, for Danvers, Lowell, Haverhill, MA 1-888-833-5207 www.StateCertification.com

LOST & FOUND

FOUND CAT - GATO ENCONTRADO Long haired Calico / Tortie. Has chip, not locally registered. Found off Rte 125 between Longhorn and Taco Bell in Haverhill/Plaisitow line. Call 978-885-6697



LOST CAT (Tuxedo) male, name Johnny Missing since July 6th, Tewksbury St., Andover. \$500 REWARD!! Call Debbie (978) 566-5626; Rick (781)789-2241

LOST - Ladies platinum wedding band, back in April, Rowley, Boxford Rd area - Marblehead, Name and date inscribed inside band. Call 978-948-2938

Real Estate

HOMES

Gloucester- Stunning Back Shore custom designed colonial built by well-known contractor. Perfectly sited on a spacious private manicured lot with granite hardscapes, mature plantings and landscape lighting. perched on an elevated knoll. This high quality home invites you through iron gates to a home with pristine hardwood floors, polished tile, marble and solid oak doors and trim throughout. The spacious rooms take full advantage of an open airy feel filled with sunlight. Highlighting the home, an updated kitchen that opens to a two story vaulted-ceiling family room w/ full-height granite fireplace opening to an expansive game room w/bar. The home also features a finished basement, two-car tiled garage, multiple decks and patio. A tranquil sanctuary setting! Near beaches. \$1,085,000

Rick Petralia
J Barrett & Company
978-239-6207

HOMES

AMESBURY - Get in now before the interest rate increase! Merrimack River views and Powwow River frontage for this character-filled 1800 home in Point Shore. 4 fireplaces, 4 bedrooms, 2 acres, new gas high-efficiency heating system. New clapboards/new paint, new wood double glaze Marvin windows, full insulation, wide pine floors - this is a beautiful home in a great spot!

NEW PRICE! \$475,000
RIVER VALLEY RE
Call Pat Skibbee for appointment
978-502-4782, or office 800-773-9990

HAMILTON - Top Hamilton location/cul de sac with pond for this handsome 4 bedroom Colonial reproduction set up on knoll- very easy to HW High School / Miles River Middle School. Excellent room sizes, huge vaulted ceiling FP family room opens to roomy eat-in kitchen, beautiful in-ground gunite pool, 5-burner gas range, + finished room in lower level, new carpeting, new paint, some finishing touches needed. two-car garage, very private rear yard. \$746,000

RIVER VALLEY RE
Call Pat Skibbee for appointment
978-502-4782, or office 800-773-9990

Newburyport~High Street

THE MERRILL HOUSE - 1781 elegance and space with period features. 4 fireplaces, raised field paneled mantel walls; double staircases, cornice moldings. Formal dining room, library, private second floor deck, heated sunroom looking out on 1/2 acre of lawn and gardens. All systems updated, SS kitchen, Master Bath, two story carriage barn. Kept meticulously by caring owners. \$799,000

RIVER VALLEY RE
Call Joanie Purinton 978-462-6898
or office, 978-363-8851 for more information or to arrange a showing

NEWBURYPORT One of Newburyport earliest! 1657 Saltbox with direct views out across the expansive Mouth of the River. Two bedrooms, giant fireplaces, flower garden. Country kitchen with picturesque pantry room. Upgrades are left for the new owners; the period character remains. The other side of this duplex is also for sale, enabling a new owner to possess a single family residence. Sunrises are your daily excitement. \$419,000

RIVER VALLEY R.E.
Call Joanie Purinton for appt 978-462-6898

SOUTHPORT ISLAND, MAINE - Unique opportunity, 2 bedroom 1 bath home, some water views. Great location with abutting building lot. Many possibilities. \$339k. 207-633-7577

Swamscott- OPEN HOUSE! Sunday, December 2nd, 11:30am-12:30pm, 4 Merrymount Dr. Luxurious & updated throughout, 3 bedroom home close to Vinnin Sq plaza, shops and restaurants. \$779,000

Armstrong Field RE
(978) 740-8700
armstrongfield.com

Wakefield- Beautiful 5 bedroom Colonial located on a quiet cul-de-sac in a desirable Wakefield neighborhood. This home boasts two distinct living spaces. \$695,900

Armstrong Field RE
(978) 740-8700
armstrongfield.com

Wakefield- OPEN HOUSE! Saturday, December 1st 11:30am-12:30pm, 148 Parker Rd. Brand New and completely updated, 4 bedroom colonial on an oversized corner lot. \$799,900

Armstrong Field RE
(978) 740-8700
armstrongfield.com

HOMES

BETTER PRICE WEST NEWBURY Spacious and sturdy Colonial home with three living levels - needs rehab - new heating system, 1998 huge country kitchen, never hot water heater and newer roof, passed Title V/septic inspection. High ceilings, fireplace, fine moldings, two bays of huge windows, 3,000+ square feet on 4.5 acres. This can be a magnificent home! Legal third-floor apartment, \$1000/mo rental income \$415,000

RIVER VALLEY RE
Call Pat Skibbee for appointment
978-502-4782, or office 800-773-9990

TOWNHOMES/CONDOS

Beverly - Centered between Cabot and Rantoul Streets, this new condominium association with first-floor updated two-bedroom unit offering many amenities. Unit features stainless-steel eat-in kitchen, new wood floors, wide trim moldings, laundry in unit, updated bath, exclusive use porch, storage, and two-car parking. Easy access to highway and Train. Near Danes Beach. Enjoy all that downtown Beverly has to offer! \$275,000

Rick Petralia
J Barrett & Company
978-239-6207

Salem- Beautifully maintained, 2 bedroom condo close to Downtown Salem and Salem State University. Features include high ceilings, crown molding, hardwood floors in living room and both bedrooms. \$233,000

Armstrong Field RE
(978) 740-8700
armstrongfield.com

Salem- OPEN HOUSE! Sunday, December 2nd, 12:00-2:00pm, 11 Andrew St. Updated, 3 bedroom, 3 level townhouse in Downtown Salem, just steps away from Salem Commons. \$515,000

Armstrong Field RE
(978) 740-8700
armstrongfield.com

PUBLIC NOTICES

PUBLIC NOTICES

Notice of Community Outreach Meeting Ipswich Pharmaceutical Associates, Inc.

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Joseph F McCarthy
CEO-Ipswich
Pharmaceutical Associates
NT - 12/8/18

Jobs-General

HAMILTON-WENHAM REGIONAL SCHOOL DISTRICT

Part-time Food Service Workers (18.75 hours) and Food Service - On-Call Substitutes

The successful candidate will assist in providing nutritious, attractive meals in accordance with established menus, recipes and guidelines set forth by the food service director and the government regulations of the National School Lunch Program. Performs other duties related to the lunch program as assigned by the kitchen manager.

Qualifications and Requirements

- Any combination of experience and training which demonstrates the knowledge and experience to perform the work.
- Working knowledge of food products, materials, supplies methods and techniques used in food preparation and cooking.
- Ability to perform simple math functions.
- Ability to perform physical work efficiently with long periods of standing, twisting, bending and moving about. Lifting of food and supply components up to 40 pounds may be necessary.
- Ability to work with chemical cleaning products.
- Environment may be hot and noisy.

Catherine A. Donovan, Director of Nutrition Services
978-468-0398 • c.donovan@hwschools.net

To apply go to www.schoolspring.com
Part-time: ID# 3027967 • On-call Substitutes: ID #3024620

LEWIS BUILDERS 60 YEARS
DEVELOPMENT, INC.

sales@lewisbuilders.com or 603-489-9449

SAWMILL RIDGE
CONDOMINIUM

at Cowbell Crossing - Atkinson, NH

Starting at \$384,900
2 bedrooms
2 bathrooms

OPEN HOUSE
Mon. to Fri.
11 AM - 4 PM
Weekends
Noon - 4 PM

127 Cowbell Crossing
Atkinson, NH



THE PROPERTY

Settled on 110+ acres of woodlands abutting conservation property. Amenities include a Clubhouse, RV Parking Area, Community Garden, Walking Trails.

NEW CONSTRUCTION

KEY FACTS

- ✓ 2 bedrooms
- ✓ 2 bathrooms
- ✓ 2 car garage
- ✓ Single floor living
- ✓ Open concept
- ✓ Choice of floor plans

www.sawmillridge.com

LEWIS BUILDERS DEVELOPMENT
54 SAWYER AVE ATKINSON, NH
603-362-5333

Some Condominium Units have not yet been registered by the New Hampshire Consumer Protection and Antitrust Bureau of the Attorney General's Office, Department of Justice. Until such time as registration has been issued, only non-binding reservation agreements may be accepted for those units.

Jobs-Medical

Join Us!

Open Interviews
CDL Drivers & EMS Officers

Hiring everyday heroes.

Apply online today at jobs.ericksonliving.com. Brooksby Village

Tuesday, December 11, 2018
1:00PM - 4:00PM • Building 300
300 Brooksby Village Drive, Peabody, MA

Walk-in for an on-the-spot interview!
NOW HIRING Full & Part-Time and Per Diem positions-All Shifts:

- | | |
|-------------------------|----------------|
| CDL Drivers | EMS Assistant |
| EMS / Security Officers | Supervisor |
| | EMS Supervisor |

Come and see what we have to offer!
Please apply online prior to the event
<https://jobs.ericksonliving.com/>

The DAILY NEWS

Sign up for

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today

customerservice@northofboston.com or 800-836-7800

Save Time
Save Money

Start a home delivery subscription paying by **EZ-Pay** today or, convert your existing subscription to **EZ-Pay**.

Call or email customer service for additional information.



2nd Community Outreach Meeting Notification

1 message

Jodie Mccarthy <jodiem1955@gmail.com>

Fri, Dec 7, 2018 at 10:04 AM


To: planning@townofrowley.org, Debbie Eagan <debbie@townofrowley.org>, townclerk@townofrowley.org

Good Morning,
The Cannabis Control Commission is requiring us to hold another Community Outreach Meeting.

Please see attached, and file with the special permits. The state may ask for proof that we held a 2nd hearing.

Please confirm receipt of this.

Thanks,
Liz McCarthy

 CCC rowley abuters notice.docx
16K

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Topics to be discussed at the meeting will include, but not be limited to:

1. The type(s) of Medical and Adult-Use Marijuana Establishment(s) to be located at the proposed address;
2. Plans for maintaining a secure facility;
3. Plans to prevent diversion to minors;
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5. Plans to ensure the establishment will not constitute a nuisance to the community by noise, odor, dust, glare, fumes, vibration, heat, glare or other conditions.

Interested member of the community are encouraged to ask question and receive answers from Ipswich Pharmaceutical Associates representative, Joseph McCarthy. Mr. McCarthy will take questions and provide answers about the proposed medical and adult-use proposed facility operations.

A copy of this notice has been published in a local newspaper at least seven (7) calendar days prior to the meeting and filed with the Town Clerk, the Planning Board, and Town Administrator of the Town of Rowley. This notice was also mailed at least seven (7) calendar days prior to the meeting to abutters of the proposed address of the Marijuana Establishment, owners of land directly opposite on any public or private street or way, and abutters to the abutters within 300 feet of the property line of the petitioner as they appear on the most recent applicable tax list.

Joseph F McCarthy
CEO-Ipswich Pharmaceutical Associates



Confirmation of Receipt

Rowley Town Clerk <townclerk@townofrowley.org>

Thu, Apr 11, 2019 at 9:19 AM

To: "adrienne@deanandray.com" <adrienne@deanandray.com>

Be advised that this Meeting Notice was received by us and posted on December 13, 2018 at 8:13AM


Susan Hazen, Town Clerk, Rowley

From: townhallcopier@townofrowley.org [mailto:townhallcopier@townofrowley.org]

Sent: Thursday, April 11, 2019 10:37 AM

To: Rowley Town Clerk <townclerk@townofrowley.org>

Subject: Message from KM_368

 [SKM_36819041109360.pdf](#)
61K

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RECEIVED
TOWN OF ROWLEY
TOWN CLERK
2018 DEC 13 PM 8:13

Topics to be discussed at the meeting will include, but not be limited to:

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Joseph F McCarthy
CEO-Ipswich Pharmaceutical Associates



Fwd: CCC rowley abuters notice

2 messages

Jodie Mccarthy <jodiem1955@gmail.com>

Tue, Apr 16, 2019 at 11:26 AM

To: jodiem1955@gmail.com, adrienne@deanandray.com, lntele1@comcast.net

Sent from my iPhone

Begin forwarded message:

From: Kirk Baker <kirk.baker@townofrowley.org>

Date: April 16, 2019 at 11:15:48 AM EDT

To: Jodie Mccarthy <jodiem1955@gmail.com>

Subject: CCC rowley abuters notice

Mr. McCarthy,

This is to acknowledge that the Planning Board received the attached Community Outreach hearing notice on December 7, 2018. The notice announced a community outreach hearing that was subsequently held on December 17th, 2018 at [116 Newburyport Turnpike, Rowley, MA 01969](#) at 8 AM. The purposed of the meeting was to discuss with citizens and parties-in-interest the proposed siting of a Medical and Adult Use Marijuana Establishment in the Town of Rowley at the site/

Let me know if you have any further concerns.

Thanks

Kirk Baker

Rowley Town Planner

Email: kirk.baker@townofrowley.org

Phone: 978-948-5549

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Joseph F McCarthy



Please confirm receipt - 2nd Community Outreach Meeting Notification

Debbie Eagan <debbie@townofrowley.org>

Tue, Apr 16, 2019 at 9:39 AM

To: Adrienne Dean <adrienne@deanandray.com>

Cc: Jodie Mccarthy <jodiem1955@gmail.com>, "lmtele1@comcast.net" <lmtele1@comcast.net>

Dear Ms. Dean:

In response to your email message below, the Board of Selectmen received the attached notice from Ipswich Pharmaceutical Associates, Inc. regarding the December 17 Community Outreach Meeting.

Sincerely,

Deborah M. Eagan

Town Administrator

Town of Rowley

PO Box 275

Rowley, MA 01969

(t) 978-948-2705

(f) 978-948-8202

debbie@townofrowley.org

www.townofrowley.net

[Quoted text hidden]

 Ipswich Pharmaceutical Assoc Inc Dec 17 Community Hearing Notice.pdf
59K

Notice of Community Outreach Meeting
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Joseph F McCarthy
CEO-Ipswich Pharmaceutical Associates

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Joseph F McCarthy
CEO-Ipswich Pharmaceutical Associates

CERTIFIED ABUTTERS' LIST

Parcel ID	Location	Owner Name/Address
014-027	116 NEWBURYPORT TNP	TRS ULMAN FAMILY INVESTMENT TRUS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921
----- A B U T T E R S -----		
007-014	67 FOREST RIDGE DR	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
007-014-01	90 NEWBURYPORT TNP	FOSSA JOSEPH S FOSSA WENDY A 7 ESSEX PARK RD ESSEX, MA 01929
014-014-02	104 NEWBURYPORT TNP	L'ABBE CLARK L'ABBE HEATHER 34 ELLIOTT ST DANVERS, MA 01923
014-016	125-141 NEWBURYPORT TNP	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
014-017	111 NEWBURYPORT TNP	ARTISTIC LANDSCAPES LLC 1 SAWMILL WAY GEORGETOWN, MA 01833
014-018	NEWBURYPORT TNP	NEW ENGLAND COUNTRY CLUB MGT C/O SCOTT B RETZLOFF & ASSOC PO BOX 790830 SAN ANTONIO, TX 78279-0830
014-022-01	NEWBURYPORT TNP	TOWN OF ROWLEY LIGHT DEPARTMENT PO BOX 355 ROWLEY, MA 01969
014-028	120 NEWBURYPORT TNP	TRS ULMAN FAMILY INVESTMENT TRS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921
014-029	124 NEWBURYPORT TNP	KOTSIPOULOS DIMOSTHENIS 46 FOREST AVE EVERETT, MA 02149

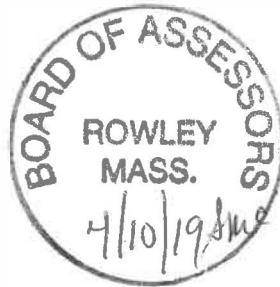
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014-027	116 NEWBURYPORT TNP	TRS ULMAN FAMILY INVESTMENT TRUS ULMAN KATHLEEN J TRUSTEE 17 ELM ST BOXFORD, MA 01921

ABUTTERS

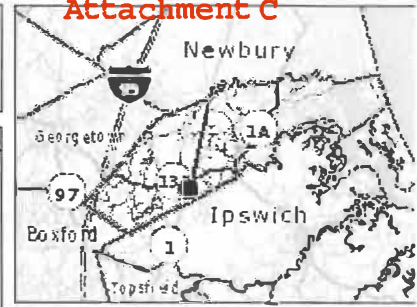
014-030	HUNSLOW HILL	TRS GATEWAY II TRUST OF 1997 COUGHLIN JOHN E ET AL TRUSTEES 239 WESTERN AVE ESSEX, MA 01929
014-031	144-150 NEWBURYPORT TNP	TRS SPIRIT REALTY TRUST ANNIS RUPERT E III ET AL TRUSTEE 144 NEWBURYPORT TNP ROWLEY, MA 01969

11 parcels listed



Sean MCFadden
Principal Assessor

Town of Rowley

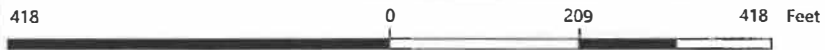


Legend

- Municipal Boundary
- Roads**
 - Interstate
 - Major Road
 - Local Road
- MA Roads**
 - Interstate
 - Major Road
 - Local Road
- Parcels
- Hydrographic Features**
 - Streams

4/10/2019
 © Merrimack Valley Planning Commission

1:2,510



Data Sources: Produced by Merrimack Valley Planning Commission (MVPC) using data provided by the Town of Rowley & MassGIS/MassGIS. MVPC AND THE TOWN OF ROWLEY MAKES NO WARRANTIES, EXPRESSED OR IMPLIED, CONCERNING THE ACCURACY, COMPLETENESS, RELIABILITY, OR SUITABILITY OF THESE DATA. THE TOWN OF ROWLEY AND MVPC DOES NOT ASSUME ANY LIABILITY ASSOCIATED WITH THE USE OR MISUSE OF THIS INFORMATION.

IPA has requested the cost information from both Rowley, MA, but has not yet received a response. If responds, IPA will promptly provide the response to the Commission.

Plan to Positively Affect Areas of Disproportionate Impact

A. Overview

Ipswich Pharmaceutical Associates Inc. (“IPA”) is committed to having a positive impact on areas of disproportionate impact identified by the Commission. The specific goals of IPA’s positive impact plan are to promote sustainable, socially and economically reparative practices in the cannabis industry and to provide business assets towards an endeavor in a geographical location designated as a disproportionately impacted area that will have a positive impact on the members of that community. In service thereof, IPA has adopted the following programs: 1) hosting a job fair once a year in Haverhill and Pittsfield, 2) donating \$5,000 to 24 Hr. Power, Inc., a charitable organization that provides services to Massachusetts residents recovering from opioid addiction and their families, a population that includes many Massachusetts residents with drug convictions as well as Massachusetts residents with parents or spouses who have drug convictions and 3) co-hosting an annual Silent Auction Night with 24 Hr. Power, Inc. to raise funds to provide art supplies and transportation for participants in its programs.

IPA will adhere to the requirements set forth in 935 CMR 500.105(4), which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment. Any actions taken or programs instituted by IPA will not violate the Commission’s regulations with respect to limitations on ownership or control or other applicable state laws.

B. Programs

I. Host a Job Fair Once a Year in Pittsfield and Haverhill

IPA will host a job fair once a year in the disproportionately impacted communities of Pittsfield and Haverhill to recruit residents for job openings and to raise awareness and provide

general information about opportunities available in the cannabis industry. IPA will advertise for its job fairs through local newspapers, local career centers and local colleges in each of those communities. At the job fairs, the hiring managers will be present to meet potential candidates and answer questions about the Company and the industry in general.

II. Donating to a Charity Dedicated to Supporting Massachusetts Residents Recovering from Opioid Addition and their Families

IPA will have a positive impact on the disproportionately impacted groups comprised of Massachusetts residents who have past drug conviction as well as Massachusetts residents with parents and spouses who have drug convictions by donating funds to 24 Hr. Power, Inc., a non-profit agency whose mission is to provide a supportive community to individuals recovering from opioid addiction and their families and to promote recovery through artistic expression. 24 Hr. Power, Inc. offers several programs, including its flagship Recovery GraffitiFest events that involve group painting activities, as well as opioid vigils to help memorialize loved ones lost to addiction. Additionally, many monthly Recovery Graffiti program volunteers are re-entering society after being incarcerated; the program helps them stay involved in a positive and supportive community. As evidence of this relationship, IPA has attached as Exhibit A hereto a letter from the founder 24 Hr. Power, Inc., stating that her organization will accept a donation from IPA.

III. Co-Hosting an Annual Silent Auction with a Charity Dedicated to Supporting Massachusetts Residents Recovering from Opioid Addition and their Families

IPA will have a positive impact on the disproportionately impacted groups comprised of Massachusetts residents who have past drug conviction as well as Massachusetts residents with parents and spouses who have drug convictions by co-hosting an annual Silent Auction Night with the non-profit 24 Hr. Power, Inc. during the last quarter of 2019. The mission of 24 Hr. Power is to

provide a supportive community to individuals recovering from opioid addiction and their families and to promote recovery through artistic expression. At the silent auction venue, the art work created by the programs' participants will be displayed. Tickets will be sold in advance and at the door. There will also be food sold. There will be a 50/50 raffle and 24 Hr. Power, Inc. will accept bids on donated services. Gunpowder and Lead, a popular cover band from the south shore, has agreed to perform for free at the auction night. All proceeds from the night will go towards purchasing supplies for the programs' participants and providing transportation for the participants to and from the non-profit's programs.

C. Evaluation of Program Success

For Program I to be considered successful, the job fair to be held Pittsfield and the one to be held in Haverhill must be advertised through at least two local newspapers, two local career centers and all local colleges, and at least thirty people must attend each job fair.

For Program II, success will be measured on an annual basis according to the company's fiscal year by data generated by IPA's Retail Store Manager Elizabeth McCarthy indicating the amount of funds donated. For the program to be considered successful, IPA must have donated \$5,000 to 24 Hr. Power, Inc. no later than the last day of the December 2019.

For Program III, success will be measured on an annual basis according to the company's fiscal year by data generated by IPA's Retail Store Manager Elizabeth McCarthy indicating the amount of funds raised for donation. For the program to be considered successful, the auction night must raise at least \$1,000 through a combination of ticket sales, raffle ticket sales, food sales and the silent auction items.

EXHIBIT A



To Whom It May Concern

My name is Susan Lordi; I am the Founder and President of the 501 non-profit public charity 24 Hr. Power, Inc. I am writing this letter to confirm that my organization has agreed to accept a donation from Ipswich Pharmaceutical Associates, Inc..

To provide some background about myself: I am a grateful recovering addict/alcoholic who recently celebrated 25 years of consecutive sobriety - but it wasn't always that way. I spent 10 long years bouncing in and out of detoxes, treatment centers... I would clean up for a spell, invariably become angry, depressed when I realized there was just no fun or joy in my life. I did NOT get sober to be miserable. I realized I had to find a way to have fun to get me through tough times.

I chose graffiti because graffiti gets a bad rap, as do so many recovering addicts/alcoholics. If you were to do a search right now on Google, you'd find a million ways to remove graffiti, but not one headline about art scholarships available to talented graffiti artists (but they do exist!).

Recovery Graffiti turns negative into positive. Recovering addicts engaged in healthy sobriety achieve the same.

We lose 5 people every single day to Opioid-related deaths in Massachusetts. This is an all-out war and we are NOT winning. We need to step up to meet the forces killing our kids right now. This requires meeting these kids where they're at...right NOW. Recovery Graffiti accomplishes that...and more.

Addiction is a family disease, a community disease. Recovery Graffiti offers hope to all affected. Recovery GraffitiFest events include the entire family...not just the addict in recovery.

Children share huge canvases with other kids, making new friends who share similar experiences in a relaxed, fun atmosphere. Mom and/or Dad paint with other like-minded adults in recovery. Everyone is making new supports, new friends. Recovery does not happen alone. It takes a village, and Recovery Graffiti provides that village. Besides our flagship Recovery GraffitiFest, 24 Hr. Power, Inc. offers so many more creative healing events:

Recovery Graffiti canvases at Opioid Vigils to help memorialize loved ones lost to addiction.

Pay it Forward Recovery Graffiti Community Activities provide hope and comfort to our brothers and sisters on the streets, in nursing homes suffering from Traumatic Brain Injuries due to Narcan failures, strokes from overdoses, etc.

Recovery Graffiti volunteers include many re-entering our communities from incarceration. These men are eager to give back to the community with us and volunteer every month with 24 Hr. Power, Inc.

This is a Recovery Movement that I am extremely proud of. All of these events are FREE to those in recovery. We never want to turn away someone who truly needs this.

Elizabeth McCarthy, spouse and partner to Joseph McCarthy (CEO of Ipswich Pharmaceutical Associates, Inc.) has been my best friend since I was 19 years old, a freshman at Emerson College in Boston, MA. Liz has seen me through the good, the bad, the frightening times of my active addiction, and has also been there to celebrate my achievements in sobriety.

I have lost a cousin to complications from Crohn's disease. He suffered terribly for too many years. He begged me on numerous occasions to find him marijuana, as that was the ONLY thing that did not make him violently ill. Marijuana took away a measure of chronic pain he endured for years and years before he finally succumbed to these health issues.

I have another close friend in recovery from major trauma issues who relies on Cannabis to keep her level VS heavy psychotropic drugs she previously used for years which made her even more mentally unstable. She has found a small dose of cannabis keeps her demons at bay, without heavy side effects. I am not one to judge. I believe whatever works to keep people alive that have a history of opioid abuse in particular, they need to chase whatever will bring them relief.

Recovery Graffiti has caught on so fast! Within the past 9 months, we've produced more than 30 events! With the warm weather coming, there will be so many more! We are as "in the trenches" as you get. I extend a warm invitation for you to attend any of the 3 events (minimum) we currently hold every single month. I am confident you will see the incredible difference a little spray paint and acrylics is doing to keep many engaged in healthy sobriety right NOW.

Sincerely,

Susan Lordi
Founder & President
24 Hr. Power, Inc.
(781) 789 2724
www.24HrPower.com





24 Hr Power, Inc.
RECOVERY GRAFFITI

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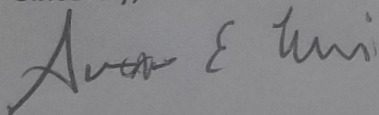
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Sincerely,



Susan E. Lordi
Founder & President
24 Hr. Power, Inc.
(781) 789 2724
www.24HrPower.com





CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



IPSWICH PHARMACEUTICAL ASSOC INC
53 TOWN FARM RD
IPSWICH MA 01938-1375

880000

Why did I receive this notice?

The Commissioner of Revenue certifies that, as of the date of this certificate, IPSWICH PHARMACEUTICAL ASSOC 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?

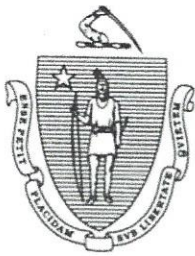
If you have questions, call us at (617) 887-6367 or toll-free in Massachusetts at (800) 392-6089, Monday through Friday, 8:30 a.m. to 4:30 p.m..

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



The Commonwealth of Massachusetts
Secretary of the Commonwealth
State House, Boston, Massachusetts 02133

William Francis Galvin
Secretary of the
Commonwealth

Date: September 05, 2018

To Whom It May Concern :

I hereby certify that according to the records of this office,

IPSWICH PHARMACEUTICAL ASSOCIATES, INC.

is a domestic corporation organized on **July 11, 2013**

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 180 section 26 A, for revocation of the charter of said corporation; that the State Secretary has not received notice of dissolution of the corporation pursuant to Massachusetts General Laws, Chapter 180, Section 11, 11A, or 11B; that said corporation has filed all annual reports, and paid all fees with respect to such reports, and so far as appears of record said corporation has legal existence and is in good standing with this office.



In testimony of which,
I have hereunto affixed the
Great Seal of the Commonwealth
on the date first above written.

William Francis Galvin

Secretary of the Commonwealth

Certificate Number: 18090054870

Verify this Certificate at: <http://corp.sec.state.ma.us/CorpWeb/Certificates/Verify.aspx>

Processed by:

The Commonwealth of Massachusetts

William Francis Galvin

Secretary of the Commonwealth

One Ashburton Place, Boston, Massachusetts 02108-1512

ARTICLES OF ORGANIZATION

(General Laws, Chapter 180)

Examiner

Name
Approved

ARTICLE I

The exact name of the corporation is:

IPSWICH PHARMACEUTICAL ASSOCIATES, INC.

ARTICLE II

The purpose of the corporation is to engage in the following activities:

The corporation may engage in lawful business and is on a vital vision to provide high quality, responsive programs and services with accountability and adequate facilities. The corporation may engage in cultivating, manufacturing and distributing agriculture and/or horticulture in accordance with MGL Chapter 180 section 4(l).

C

P

M

R.A.

P.C.

Note: If the space provided under any article or item on this form is insufficient, additions shall be set forth on one side only of separate 8 1/2 x 11 sheets of paper with a left margin of at least 1 inch. Additions to more than one article may be made on a single sheet so long as each article requiring each addition is clearly indicated.

ARTICLE III

A corporation may have one or more classes of members. If it does, the designation of such classes, the manner of election or appointments, the duration of membership and the qualification and rights, including voting rights, of the members of each class, may be set forth in the by-laws of the corporation or may be set forth below:

One class only.

ARTICLE IV

**Other lawful provisions, if any, for the conduct and regulation of the business and affairs of the corporation, for its voluntary dissolution, or for limiting, defining, or regulating the powers of the corporation, or of its directors or members, or of any class of members, are as follows:

None.

ARTICLE V

The by-laws of the corporation have been duly adopted and the initial directors, president, treasurer and clerk or other presiding, financial or recording officers, whose names are set out on the following page, have been duly elected.

***If there are no provisions, state "None".*

Note: The preceding four (4) articles are considered to be permanent and may only be changed by filing appropriate Articles of Amendment.

ARTICLE VI

The effective date of organization of the corporation shall be the date approved and filed by the Secretary of the Commonwealth. If a *later* effective date is desired, specify such date which shall not be more than *thirty days* after the date of filing.

ARTICLE VII

The information contained in Article VII is not a permanent part of the Articles of Organization.

a. The street address (post office boxes are not acceptable) of the principal office of the corporation *in Massachusetts* is:

53 Town Farm Road, Ipswich, MA 01938

b. The name, residential address and post office address of each director and officer of the corporation is as follows:

	NAME	RESIDENTIAL ADDRESS	POST OFFICE ADDRESS
President:	Joseph F. McCarthy	53 Town Farm Road Ipswich MA 01938	53 Town Farm Road Ipswich MA 01938
Treasurer:	Joseph F. McCarthy	53 Town Farm Road Ipswich MA 01938	53 Town Farm Road Ipswich MA 01938
Clerk:	Joseph F. McCarthy	53 Town Farm Road Ipswich MA 01938	53 Town Farm Road Ipswich MA 01938
Directors: (or officers having the powers of <i>directors</i>)	Joseph F. McCarthy	53 Town Farm Road Ipswich MA 01938	53 Town Farm Road Ipswich MA 01938

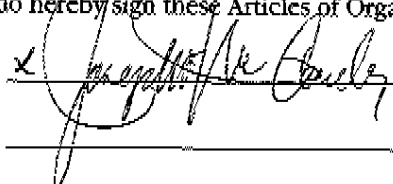
c. The fiscal year of the corporation shall end on the last day of the month of: December

d. The name and business address of the resident agent, if any, of the corporation is:

Joseph F. McCarthy, 53 Town Farm Road Ipswich MA 01938

I/We, the below signed incorporator(s), do hereby certify under the pains and penalties of perjury that I/we have not been convicted of any crimes relating to alcohol or gaming within the past ten years. I/We do hereby further certify that to the best of my/our knowledge the above-named officers have not been similarly convicted. If so convicted, explain.

IN WITNESS WHEREOF AND UNDER THE PAINS AND PENALTIES OF PERJURY, I/we, whose signature(s) appear below as incorporator(s) and whose name(s) and business or residential address(es) are clearly typed or printed beneath each signature, do hereby associate with the intention of forming this corporation under the provisions of General Laws, Chapter 180 and do hereby sign these Articles of Organization as incorporator(s) this 9 day of July, 20 13,

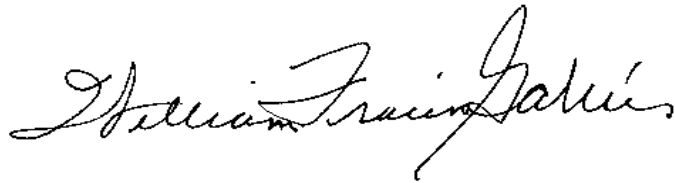
x 

Note: If an existing corporation is acting as incorporator, type in the exact name of the corporation, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said corporation and the title he/she holds or other authority by which such action is taken.

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:

July 11, 2013 11:00 AM

A handwritten signature in black ink, reading "William Francis Galvin". The signature is written in a cursive style with a large, prominent initial "W".

WILLIAM FRANCIS GALVIN

Secretary of the Commonwealth



The Commonwealth of Massachusetts
William Francis Galvin

No Fee

Secretary of the Commonwealth, Corporations Division
 One Ashburton Place, 17th floor
 Boston, MA 02108-1512
 Telephone: (617) 727-9640

Certificate of Change of Directors or Officers of Non-Profit Corporations

(General Laws, Chapter 180, Section 6D)

Identification Number: 001111562

I, JOSEPH F. MCCARTHY Clerk Assistant Clerk ,

of IPSWICH PHARMACEUTICAL ASSOCIATES, INC.

having a principal office at: 53 TOWN FARM ROAD IPSWICH , MA 01938 USA

certify that pursuant to General Laws, Chapter 180, Section 6D, a change in the directors and/or the president, treasurer and/or clerk of said corporation has been made and that the name, residential street address, and expiration of term of the president, treasurer, clerk and each director are as follows: *(Please provide the name and residential street address of the assistant clerk if he/she is executing this certificate of change. Also, include the names of any additional officers of the corporation.)*

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code	Expiration of Term
PRESIDENT	JOSEPH F. MCCARTHY	53 TOWN FARM ROAD IPSWICH, MA 01938 USA	Until successors are duly elected and qualified
TREASURER	JOSEPH F. MCCARTHY	53 TOWN FARM ROAD IPSWICH, MA 01938 USA	Until successors are duly elected and qualified
CLERK	ELIZABETH MCCARTHY	53 TOWN FARM ROAD IPSWICH, MA 01938 USA	Until successors are duly elected and qualified
DIRECTOR	ELIZABETH MCCARTHY	53 TOWN FARM ROAD IPSWICH, MA 01938 USA	Until successors are duly elected and qualified
DIRECTOR	JOSEPH F. MCCARTHY	53 TOWN FARM ROAD IPSWICH, MA 01938 USA	Until successors are duly elected and qualified

SIGNED UNDER THE PENALTIES OF PERJURY, this 31 Day of January, 2019,
JOSEPH F. MCCARTHY , Signature of Applicant.

IPA By-Laws

ARTICLE I

OFFICES

The office of the Corporation shall be located in the city and state designated in the Certificate of Incorporation. The Corporation may also maintain office at such other places the State as the Board of Directors may from time to time approve for the Corporation if required.

ARTICLE II

BOARD OF DIRECTORS

1. The Corporation shall be managed by its Board of Directors. Each director shall be at least 18 years of age. The number of Directors constituting the entire Board shall not be less than two. Subject to the foregoing, the number of Board of Directors may be fixed from time to time by action of the Members or of the Directors. The number of Directors may be increased or decreased by action of the Members or the Board of Directors, provided that any action by the Board of Directors to affect such increase or decrease shall require the vote of a majority of the entire Board of Directors. No decrease shall shorten the term of any Director then in office.
2. The first Board of Directors shall consist of those persons elected by the Incorporators or named as the initial Board of Directors in the Certificate of Incorporation of the Corporation, and they shall hold office until the first Annual Meeting of Members, and until their successors have been duly elected and qualify. Thereafter, Director shall be elected to hold office until the expiration of the term for which he or she was elected, and until his or her successor has been duly elected and qualified, or until) his prior death, resignation or removal.
3. (a) Any Director may be removed with or without cause by vote of the Members of the Corporation. The Board of Directors may remove any director thereof for cause only, at any special meeting of the Board called for that purpose.

(b) A Director may resign from office at any time by delivering a written resignation to the Board of Directors. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Corporation. Acceptance of such resignation, unless required by the terms thereof, shall not be necessary to make it effective.
4. Newly-created directorships or vacancies in the Board of Directors may be filled by a vote of majority of the Board of Directors then in office, although less than a quorum, unless otherwise provided in the Certificate of Incorporation of the Corporation. Vacancies occurring by reason of the removal of directors without cause shall be filled by a vote of the

Members. A director elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the unexpired term of his predecessor.

5. (a) Meetings of the Board shall be held at any place within or without the Commonwealth of Massachusetts as the Board may from time to time fix or as shall be specified in the notice, or waiver of notice thereof. An annual meeting of the Board of Directors shall be held at such time and place as shall be fixed by the Board of Directors from time to time or by the person or persons calling the meeting.

(b) No notice shall be required for annual meetings of the Board of Directors for which the time and place have been fixed. Special meetings may be called by or at the direction of the Chairman of the Board, the President, or by a majority of the directors then in office.

(c) Notice of time and place of each special meeting of the Board of Directors shall be mailed to each Director, postage prepaid, addressed to him or her at his or her residence or usual place of business, or at such other address as he or she may have designated in a written request filed with the Secretary of the Corporation at least eight days before the day on which the meeting is to be held, provided, however that if such notice is for a special meeting requiring prompt action, such notice may be sent to him or her at such address by email or facsimile transmission or by telephone, not less than forty-eight hours before the time at which such meeting is to be held. The requirement for furnishing notice of a meeting may be waived by any Director who signs a Waiver of Notice before or after the meeting or who attends the meeting without protesting the lack of notice to him or to her.

6. (a) Except as otherwise stated by law, the Certificate of Incorporation of this Corporation or these Bylaws, a majority of the Board of Directors shall constitute a quorum for the transaction of business or of any specified item of business. At any meeting held to remove one or more Directors a quorum shall consist of a majority of the Directors present at such meeting. Whenever a vacancy on the Board of Directors prevents a quorum from being present, then, in such event, the quorum shall consist of a majority of the Members of the Board of Directors excluding the vacancy. A majority of the Directors present, whether or not a quorum is present, may adjourn a meeting to another time and place. Except as otherwise stated by law or these Bylaws, the vote of a majority of the Directors present at the time of vote, if a quorum is present at such time shall be the act of the Board.

(b) Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all Members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the Members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

(c) Any one or more Members of the Board or a committee thereof may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

7. The Chairperson of the Board, if any, shall preside at all meetings of Members and of the Board of Directors. If there be no Chairperson or in his absence, the President shall preside and, if there be no President or in his absence any other Director chosen by the Board, shall preside.
8. Whenever the Board of Directors shall consist of more than two persons, the Board of Directors may designate from their number, an executive committee, and other standing committees. Such committees shall have such authority as the Board of Directors may delegate, except to the extent prohibited by law. In addition, the Board of Directors may establish special committees for any lawful purpose, which may have such power as the Board of Directors may lawfully delegate.

ARTICLE III

OFFICERS

1. The Board of Directors may elect or appoint a Chairperson of the Board of Directors, a President, one or more Vice-Presidents, a Secretary, a Treasurer, one or more Assistant Secretaries or Treasurers, or such other officers as the Board of Directors may from time to time appoint. One person may hold more than one office in the Corporation except that no one officer may hold the offices of President and Secretary.
2. Each officer shall hold office until the Annual Meeting of the Board of Directors and until his successor has been duly elected and qualified.
3. Any officer may be removed with or without cause by a vote of the majority of the Board of Directors.
4. The Chairperson shall preside at all meetings of the Board of Directors.
5. (a) The President shall be the chief executive officer of the Corporation, shall have general supervision of the affairs of the Corporation, and shall keep the Board of Directors fully informed about the activities of the Corporation. He or she shall have the power to sign alone, unless the Board of Directors shall specifically require an additional signature, in the name of the Corporation, all contracts authorized whether generally or specifically by the Board. He or she shall perform such other duties as shall from time to time be assigned to them by the Board of Directors.

(b) In the absence or disability of the President of the Corporation, the Vice-President or, if there be more than one, the Executive Vice-President shall perform all the duties of the President. The Vice-President shall perform such duties as may be prescribed by the Board of Directors from time to time.

(c) The Secretary shall attend all meetings of the Members and the Board of Directors, and of the executive committee, and shall preserve in the books of the Corporation true minutes of the proceedings of all meetings. He or she shall safely keep in his or her custody the seal of the Corporation and shall have authority to affix it to all instruments where its use is required. He or she shall give all notices required by statute, by these Bylaws, or resolution

and shall perform any other duties as may be delegated by the Board of Directors or by the executive committee.

(d) The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Corporation. He or she shall have the care and custody of all of the funds and securities of the Corporation, and shall deposit or cause to be deposited said funds in the name and to the credit of the Corporation in such bank accounts at such depositories as the Board of Directors may from time to time determine. He or she shall disburse funds of the Corporation as may be ordered by the Board, taking proper vouchers for the disbursements, and shall render to the president and directors at the annual meetings of the board, and whenever requested by them, an account of all treasurer transactions and of the financial condition of the Corporation. If required by the Board, he or she shall deliver to the President of the Corporation, and shall keep in force, a bond in form, amount and with a surety or securities satisfactory to the board, conditioned for faithful performance of the duties of the office, and for restoration to the Corporation in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in the possession or control of the treasurer and belonging to the corporation. He or she shall when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation when counter-signed by the President; sign checks, drafts, notes and orders for the payment of money that shall have been duly authorized by the Board of Directors and counter-signed by the President.

(e) The Assistant Secretary, in the absence or disability of the Secretary, shall perform the duties and exercise the powers of the Secretary. The Assistant Treasurer, in the absence or disability of the Treasurer, shall perform the duties and exercise the powers of the Treasurer.

ARTICLE IV

BOARD OF ADVISORS

1. The Board of Directors may appoint, from time to time, any number of persons as advisors to the Corporation, to act either singly or as a committee or committees. Each such advisor shall hold office at the pleasure of the Board, and shall have such authority and obligations as the Board may from time to time determine.
2. No such advisor of the Corporation shall receive any salary, compensation, or emolument for any service rendered to the Corporation, except that the Board of Directors may authorize reimbursement of expenditures reasonably incurred on behalf of activities for the benefit of the Corporation.

ARTICLE V

MISCELLANEOUS

1. The Corporation shall keep at the principal office of the Corporation, complete and correct records and books of account of the Corporation, including a minute book, which shall contain a copy of the Corporation's Certificate of Incorporation, a copy of these Bylaws and

all minutes of meeting of the Boards of Directors, or any committee thereof, of the Members, as well as a list or record containing the names and address of all Members.

2. The corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.
3. The fiscal year of the Corporation shall be fixed by the Board of Directors from time to time, subject to applicable law.

ARTICLE VI

CONTRACTS, CHECKS, BANK ACCOUNTS AND INVESTMENTS

1. The Board of Directors is authorized to select such depositories as it shall deem proper for the funds of the Corporation and shall determine who shall be authorized in the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.
2. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, including stocks, bonds or other securities, as the Board of Directors may deem desirable.

ARTICLE VII

INDEMNIFICATION

The Corporation may, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he, his testator or intestate was at any time, a director, officer, or employee of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees.

The right of indemnification under this section shall be a contract right inuring to the benefit of the directors, officers, other persons entitled to be indemnified hereunder, and no amendment or repeal of this section shall adversely affect any right of such director, officer or other person existing at the time of such amendment or repeal.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of a director, officer or other person entitled to indemnification hereunder. The indemnification provided hereunder may, to the extent authorized by the corporation, apply to the directors, officers and other persons associated with constituent corporations that have been merged into or consolidated with the corporation who would have been entitled to indemnification hereunder had they served in such capacity with or at the request of the corporation.

The right of indemnification under this section shall be in addition to and not exclusive of all other rights to which such director, officer or other persons may be entitled. Nothing contained in this section shall affect any rights to indemnification to which corporation employees or agents,

▶ Summary of Business Plan

Ipswich Pharmaceutical Associates, Inc.

▶ Revised 2/28/2019

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Summary of Business Plan

Ipswich Pharmaceutical Associates

Summary

Mission

Ipswich Pharmaceutical Associates, Inc. is dedicated to providing high-quality marijuana and marijuana products and superior service to registered Massachusetts medical cannabis patients and adults aged 21 and older in a secure and compassionate environment.

Many of us have family, friends or colleagues who have suffered the ravages that not only come from severe illness, but often from the side effects of pain medication which leave them unable to focus or function. We believe that by supplying safe, high quality medical cannabis to those who suffer from chronic pain and illness, we can provide the relief that will enhance the quality of their lives. It is our goal to supply all qualified patients and will offer discounted or free medicine to those who require assistance. We also believe that all adults of age should have the ability to purchase marijuana and marijuana products that are tested in a safe environment.

As Massachusetts citizens we believe that we also have a responsibility to give back to the communities that we serve and will strive to make a positive impact through support of educational and community programs. In particular we welcome the opportunity to provide philanthropic giving to worthy

programs such as Excellence in Education and the community DARE program. Our non-profit structure will make us accessible through a Community Liaison in order to address other needs in the community, particularly among the underserved populations of Essex County.

We seek to operate in a clear and transparent manner, while providing the confidentiality that our patients will require. In return, we will expect all patients to meet the qualifications and requirements as laid forth by Massachusetts state law or by regulations established by the CCC. Proper documentation will always be required.

Board Members

Role of the Board of Directors

The Board of Directors will serve in an advisory role, making recommendations to the Trustees on a wide range of topics. Matters that will come before the board include financial, operational, sales and marketing, research and development, security, and community issues. Details of the responsibilities and commitments between Ipswich Pharmaceutical Associates, Inc. and the Board Members are described in the IPA Bylaws (see Appendix A) and the Director's Duties and Responsibilities (see Appendix A).

Joseph McCarthy, President

As President, Joseph McCarthy will make sure that the recreational retail establishment and IPA's RMD operations are in compliance with the Cannabis Control Commission's regulations and laws of the Commonwealth of Massachusetts. His role will be to make sure that the mission of the organization is upheld and that the corporation remains in good standing with

the communities it serves. He will execute the bylaws and will serve the corporation's best interests, including prudent management of the organization's funds.

Joseph McCarthy, a disabled veteran who proudly served our country as a Marine, takes the mission of IPA personally. He has spent time with other veterans who have been impacted by pain and disability and is driven to provide alternative and safe medicine to improve the quality of life.

A Journeyman Electrician (member of IBEW Local 103 since 1984), entrepreneur, and owner/manager of income real estate, Joseph has broad experience that will ensure a safe and secure environment for all. His expertise in lighting and his experience with construction will assure the proper environment for cultivation of the medicine.

Elizabeth McCarthy, Director of Operations and Treasurer

Elizabeth McCarthy will be responsible for maintaining all records, correspondence and reports, both routine and confidential. She will attend all meetings of the Trustees and Board Members and will capture notes to include as minutes from each meeting. She will be responsible for filing all necessary paperwork with the Commonwealth and making sure that all patients provide proper documentation.

Elizabeth McCarthy has a wealth of organizational skills. As a local business owner, she has been responsible for all aspects of her organization, including sales, training, operations, invoicing, accounts payable, accounts receivable, and staffing. She is broadly involved with her community, successfully executing and participating in funding projects for both school and community programs.

Elizabeth will be responsible for auditing all the accounts, making sure that the accounts payable and receivable are executed in a timely manner, and that the creditability and financial health of IPA is maintained.

Elizabeth has twenty-five years of retail experience, with extensive skills in managing all financial aspects of accounting and financial reporting in extremely diverse and demanding environments.

Products and Services

Facilities

A location 116 Newburyport Turnpike, Rowley, MA 01969 has been secured. It is the intention of IPA to conduct both medical and adult-use retail sales of cannabis from this location upon receipt of all required licenses

This location qualifies under Rowley zoning laws. The Town Planner, Town Manager, Chief of Police and Essex County Sherriff have all been made aware of IPA's intention.

It has been the intention of Ipswich Pharmaceutical Associates, Inc. (IPA) to locate a Registered Medical Dispensary (RMD) and recreational retail establishment (RME) in the Town of Rowley.

IPA has always been clear in its desire to locate its base of operations in a community that would value the relationship. The Town of Rowley is such a location. The entrepreneurial spirit is alive and thriving today, with forward-thinking voters that approved the warrant article to welcome an RMD and an RME to Rowley. Additionally, IPA board members have strong ties to the community and to Essex County as a whole. These strong ties will only

bolster the relationship with the Town of Rowley over time.

It was also apparent from the results of the November 2012 and November 2016, ballot measures that there is community support legalization of both medical and recreational marijuana sales. Many in town have shared stories of ill friends and relatives who have not been able to find relief through their conventional treatment and are seeking an alternative. It is IPA's mission to provide this alternative.

IPA knows that there is confusion and misinformation about medical and adult-use marijuana. One of IPA's goals is to be involved with the community, to answer questions and to partner with the town and surrounding communities to prevent abuse. Joseph McCarthy, President of IPA, and other members of the Board have attended the Rowley Town Meetings and have been engaged in conversations with various town officials and organizations since the application process began. Informal and/or formal communications have been held with:

- The Rowley Town Manager
- The Rowley Town Planner
- The Rowley Chief of Police
- The Rowley Director of Public Health
- The Rowley Board of Selectman

Development of Dispensary

The current location will require some modification.

The architectural plan will be submitted to the CCC upon request.

Growing Facility

IPA's cultivation facility shall be located in Hinsdale, Massachusetts at the property known as Bullards Crossing. The architectural plan will be submitted to the CCC upon request.

Operations

Cultivation

Planting

Harvesting

Packaging

Testing and Safety

Gross Inventory Control

Dispensary and Patient Interaction

A separate consult and security area will be specified for medical patients only.

Patient Qualifications (CCC)

The patient must present a certified picture ID issued by the Cannabis Control Commission from the Commonwealth of Massachusetts. The law specifies that these are some of the debilitating diseases; cancer, glaucoma, AIDS, hepatitis C, amyotrophic lateral sclerosis (ALS), Crohn's disease, Parkinson's disease, multiple sclerosis and other conditions as determined in writing by a qualifying patient's physician. The law allows a qualifying patient to possess up to a 60-day supply of marijuana for his or her personal medical use. The

regulations define a 60-day supply as up to 10 ounces.”¹

Adult-Use Qualifications (RME)

The (21 plus adult-use customer) must present either a valid passport, current driver's license or a valid Mass. State picture ID.

Business Operations

Pricing and Market Share

Finances, Account Payable, Accounts Receivable

Personnel and Training

Security

Insurance

The IPA has an existing insurance policy in order to fully protect the products, personnel, patients and customers of the IPA

Category 1 | Retail: The insurance for the retail will be proportionally less than the subsequent categories due to the limited exposure in the growing and cutting facility. The retail requirement would include package lifting, not to exceed 10 lbs. of weight at any given time.

Category 2 | Maintenance: It is necessary to employ one full time electrician/HVAC/Maintenance, whom has been licensed by the State of Massachusetts and meets all requirements of heat, light and power. This professional must have a working knowledge and

experience pertaining to high voltage (480 volts) and control wiring.

Category 3 | Cultivation: IPA would employ one full time cultivation manager and as many as up to six greenhouse workers/trimmers.

Category 4 | Cuttings: The IPA cultivation manager will train and oversee all personnel that are to be responsible for the trimming and cleaning of the medical cannabis

Category 5 | MIP Facility: The IPA would employ and require one individual to be safe served certified by the State of Massachusetts and meet all health and safety requirements.

Category 6 | Building: The IPA will maintain all insurance coverage for the building, both internally and externally. The policy will also include business interruption insurance and cover loss of any product.

Category 7 | The IPA will be responsible 24/7 of providing emergency back-up generation, with a 10 second delay. This will insure that there will not be any loss of power and not affect the smooth running of power to the building and its contents.

PR and Marketing

- Advertising—Colorado allows print media, merchandising, and web-based solutions including social media. Placed a ban on billboards, leafleting, and sign flippers.

Charitable Giving

- IPA Host Agreements have been agreed upon and signed in the towns of Rowley, Becket and Hinsdale. They will receive a 3% from both our Medical and Adult-Use

¹ FAQ Regarding the Medical Use of Marijuana in Massachusetts (Updated 5/24/2013), Department of Public Health, Commonwealth of Massachusetts

sales. The money will be used as the towns and municipalities see fit.

Financials

Income Statement

	Year 1	Year 2	Year 3
Beginning Cash	\$300,000	\$40,935	\$527,680
Revenue			
Medical and Recreational Marijuana	\$458,744	\$2,194,655	\$3,288,324
Surplus Sales to Other Dispensaries (Medical)		\$810,000	\$1,620,000
Medical and Recreational Marijuana Accessories	\$3,000	\$7,200	\$7,200
Total Revenue	\$461,744	\$3,011,855	\$4,915,524
Operating Cost			
Payroll and Benefits	\$96,000	\$963,000	\$1,188,000
Growing and processing	\$11,400	\$114,000	\$228,000
Office Expenses & Supplies	\$30,450	\$60,900	\$60,900
Utilities	\$12,000	\$24,000	\$24,000
Insurance	\$11,640	\$33,360	\$43,440
Security	\$36,000	\$36,000	\$36,000
Building Expenses (Rent)	\$30,000	\$60,000	\$60,000
Depreciation/Amortization	\$10,000	\$12,000	\$15,000
Charitable Giving	\$9,235	\$75,296	\$147,466
Taxes	\$147,758	\$963,793	\$1,572,968
Total Expenses	\$394,483	\$2,342,350	\$3,375,773
Net Income	\$67,261	\$669,505	\$1,539,751
Startup Costs			
Licensing	\$109,450		
Build-out	\$186,876		
Interest on Debit (max 10%)	\$30,000		
Principle & Interest Pay down		\$182,760	\$182,760
Total Start-up Costs	\$326,326	\$182,760	\$182,760
Net Cash Flow	\$40,935	\$527,680	\$1,884,670

Time Table

First Two Months

- Install security

► Summary of Business Plan

- Pull building permits
- Complete construction of growing facility
- Begin framing of dispensary with accessibility, washroom, etc.
- Meet with grow consultant and procure seeds, growing containers, soil, fertilizer, etc.

Third Month

- Finalize cultivation staffing and provide training
- Begin 1st cycle of phase 1 planting
- Complete construction of dispensary
- Purchase office equipment, computers, printers, etc.

Fourth Month

- Finalize office and dispensary staffing and provide training
- Begin community outreach program
- Purchase and prepare packaging and labeling area
- Begin 2nd cycle of phase 1 planting

Fifth Month

- Prepare dispensary to receive patients
- Expand community outreach
- Begin patient registration
- Begin 3rd cycle of phase 1 planting

Sixth Month

- Harvest 1st cycle of phase 1 planting
- Package and label cannabis
- Open dispensary for sales purposes
- Inform registered patients of medicine availability
- Begin 1st cycle of phase 2 planting

A. Appendix: IPA By-Laws

ARTICLE I

OFFICES

The office of the Corporation shall be located in the city and state designated in the Certificate of Incorporation. The Corporation may also maintain office at such other places the State as the Board of Directors may from time to time approve for the Corporation if required.

ARTICLE II

BOARD OF DIRECTORS

1. The Corporation shall be managed by its Board of Directors. Each director shall be at least 18 years of age. The number of Directors constituting the entire Board shall not be less than two. Subject to the foregoing, the number of Board of Directors may be fixed from time to time by action of the Members or of the Directors. The number of Directors may be increased or decreased by action of the Members or the Board of Directors, provided that any action by the Board of Directors to affect such increase or decrease shall require the vote of a majority of the entire Board of Directors. No decrease shall shorten the term of any Director then in office.
2. The first Board of Directors shall consist of those persons elected by the Incorporators or named as the initial Board of Directors in the Certificate of Incorporation of the Corporation, and they shall hold office until the first Annual Meeting of Members, and until their successors have been duly elected and qualify. Thereafter, Director shall be elected to hold office until the expiration of the term for which he or she was elected, and until his or her successor has been duly elected and qualified, or until) his prior death, resignation or removal.
3. (a) Any Director may be removed with or without cause by vote of the Members of the Corporation. The Board of Directors may remove any director thereof for cause only, at any special meeting of the Board called for that purpose.

(b) A Director may resign from office at any time by delivering a written resignation to the Board of Directors. Unless otherwise specified in the notice, the resignation shall take effect upon receipt thereof by the Corporation. Acceptance of such resignation, unless required by the terms thereof, shall not be necessary to make it effective.
4. Newly-created directorships or vacancies in the Board of Directors may be filled by a vote of majority of the Board of Directors then in office, although less than a quorum, unless otherwise provided in the Certificate of Incorporation of the Corporation. Vacancies occurring by reason of the removal of directors without cause shall be filled by a vote of the

Members. A director elected to fill a vacancy caused by resignation, death or removal shall be elected to hold office for the unexpired term of his predecessor.

5. (a) Meetings of the Board shall be held at any place within or without the Commonwealth of Massachusetts as the Board may from time to time fix or as shall be specified in the notice, or waiver of notice thereof. An annual meeting of the Board of Directors shall be held at such time and place as shall be fixed by the Board of Directors from time to time or by the person or persons calling the meeting.

(b) No notice shall be required for annual meetings of the Board of Directors for which the time and place have been fixed. Special meetings may be called by or at the direction of the Chairman of the Board, the President, or by a majority of the directors then in office.

(c) Notice of time and place of each special meeting of the Board of Directors shall be mailed to each Director, postage prepaid, addressed to him or her at his or her residence or usual place of business, or at such other address as he or she may have designated in a written request filed with the Secretary of the Corporation at least eight days before the day on which the meeting is to be held, provided, however that if such notice is for a special meeting requiring prompt action, such notice may be sent to him or her at such address by email or facsimile transmission or by telephone, not less than forty-eight hours before the time at which such meeting is to be held. The requirement for furnishing notice of a meeting may be waived by any Director who signs a Waiver of Notice before or after the meeting or who attends the meeting without protesting the lack of notice to him or to her.

6. (a) Except as otherwise stated by law, the Certificate of Incorporation of this Corporation or these Bylaws, a majority of the Board of Directors shall constitute a quorum for the transaction of business or of any specified item of business. At any meeting held to remove one or more Directors a quorum shall consist of a majority of the Directors present at such meeting. Whenever a vacancy on the Board of Directors prevents a quorum from being present, then, in such event, the quorum shall consist of a majority of the Members of the Board of Directors excluding the vacancy. A majority of the Directors present, whether or not a quorum is present, may adjourn a meeting to another time and place. Except as otherwise stated by law or these Bylaws, the vote of a majority of the Directors present at the time of vote, if a quorum is present at such time shall be the act of the Board.

(b) Any action required or permitted to be taken by the Board or any committee thereof may be taken without a meeting if all Members of the Board or the committee consent in writing to the adoption of a resolution authorizing the action. The resolution and the written consents thereto by the Members of the Board or committee shall be filed with the minutes of the proceedings of the Board or committee.

(c) Any one or more Members of the Board or a committee thereof may participate in a meeting of the Board or committee by means of a conference telephone or similar communications equipment allowing all persons participating in the meeting to hear each other at the same time. Participation by such means shall constitute presence in person at a meeting.

7. The Chairperson of the Board, if any, shall preside at all meetings of Members and of the Board of Directors. If there be no Chairperson or in his absence, the President shall preside and, if there be no President or in his absence any other Director chosen by the Board, shall preside.
8. Whenever the Board of Directors shall consist of more than two persons, the Board of Directors may designate from their number, an executive committee, and other standing committees. Such committees shall have such authority as the Board of Directors may delegate, except to the extent prohibited by law. In addition, the Board of Directors may establish special committees for any lawful purpose, which may have such power as the Board of Directors may lawfully delegate.

ARTICLE III

OFFICERS

1. The Board of Directors may elect or appoint a Chairperson of the Board of Directors, a President, one or more Vice-Presidents, a Secretary, a Treasurer, one or more Assistant Secretaries or Treasurers, or such other officers as the Board of Directors may from time to time appoint. One person may hold more than one office in the Corporation except that no one officer may hold the offices of President and Secretary.
2. Each officer shall hold office until the Annual Meeting of the Board of Directors and until his successor has been duly elected and qualified.
3. Any officer may be removed with or without cause by a vote of the majority of the Board of Directors.
4. The Chairperson shall preside at all meetings of the Board of Directors.
5. (a) The President shall be the chief executive officer of the Corporation, shall have general supervision of the affairs of the Corporation, and shall keep the Board of Directors fully informed about the activities of the Corporation. He or she shall have the power to sign alone, unless the Board of Directors shall specifically require an additional signature, in the name of the Corporation, all contracts authorized whether generally or specifically by the Board. He or she shall perform such other duties as shall from time to time be assigned to them by the Board of Directors.

(b) In the absence or disability of the President of the Corporation, the Vice-President or, if there be more than one, the Executive Vice-President shall perform all the duties of the President. The Vice-President shall perform such duties as may be prescribed by the Board of Directors from time to time.

(c) The Secretary shall attend all meetings of the Members and the Board of Directors, and of the executive committee, and shall preserve in the books of the Corporation true minutes of the proceedings of all meetings. He or she shall safely keep in his or her custody the seal of the Corporation and shall have authority to affix it to all instruments where its use is required. He or she shall give all notices required by statute, by these Bylaws, or resolution

and shall perform any other duties as may be delegated by the Board of Directors or by the executive committee.

(d) The Treasurer shall keep or cause to be kept full and accurate accounts of receipts and disbursements of the Corporation. He or she shall have the care and custody of all of the funds and securities of the Corporation, and shall deposit or cause to be deposited said funds in the name and to the credit of the Corporation in such bank accounts at such depositories as the Board of Directors may from time to time determine. He or she shall disburse funds of the Corporation as may be ordered by the Board, taking proper vouchers for the disbursements, and shall render to the president and directors at the annual meetings of the board, and whenever requested by them, an account of all treasurer transactions and of the financial condition of the Corporation. If required by the Board, he or she shall deliver to the President of the Corporation, and shall keep in force, a bond in form, amount and with a surety or securities satisfactory to the board, conditioned for faithful performance of the duties of the office, and for restoration to the Corporation in case of death, resignation, retirement or removal from office, of all books, papers, vouchers, money and property of whatever kind in the possession or control of the treasurer and belonging to the corporation. He or she shall when duly authorized by the Board of Directors, sign and execute all contracts in the name of the Corporation when counter-signed by the President; sign checks, drafts, notes and orders for the payment of money that shall have been duly authorized by the Board of Directors and counter-signed by the President.

(e) The Assistant Secretary, in the absence or disability of the Secretary, shall perform the duties and exercise the powers of the Secretary. The Assistant Treasurer, in the absence or disability of the Treasurer, shall perform the duties and exercise the powers of the Treasurer.

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BOARD OF ADVISORS

1. The Board of Directors may appoint, from time to time, any number of persons as advisors to the Corporation, to act either singly or as a committee or committees. Each such advisor shall hold office at the pleasure of the Board, and shall have such authority and obligations as the Board may from time to time determine.
2. No such advisor of the Corporation shall receive any salary, compensation, or emolument for any service rendered to the Corporation, except that the Board of Directors may authorize reimbursement of expenditures reasonably incurred on behalf of activities for the benefit of the Corporation.

ARTICLE V

MISCELLANEOUS

1. The Corporation shall keep at the principal office of the Corporation, complete and correct records and books of account of the Corporation, including a minute book, which shall contain a copy of the Corporation's Certificate of Incorporation, a copy of these Bylaws and

all minutes of meeting of the Boards of Directors, or any committee thereof, of the Members, as well as a list or record containing the names and address of all Members.

2. The corporate seal shall be in such form as the Board of Directors shall from time to time prescribe.
3. The fiscal year of the Corporation shall be fixed by the Board of Directors from time to time, subject to applicable law.

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1. The Board of Directors is authorized to select such depositories as it shall deem proper for the funds of the Corporation and shall determine who shall be authorized in the Corporation's behalf to sign bills, notes, receipts, acceptances, endorsements, checks, releases, contracts and documents.
2. The funds of the Corporation may be retained in whole or in part in cash or be invested and reinvested from time to time in such property, real, personal or otherwise, including stocks, bonds or other securities, as the Board of Directors may deem desirable.

ARTICLE VII

INDEMNIFICATION

The Corporation may, to the fullest extent now or hereafter permitted by law, indemnify any person made, or threatened to be made, a party to any action or proceeding by reason of the fact that he, his testator or intestate was at any time, a director, officer, or employee of the Corporation, against judgments, fines, amounts paid in settlement and reasonable expenses, including attorneys' fees.

The right of indemnification under this section shall be a contract right inuring to the benefit of the directors, officers, other persons entitled to be indemnified hereunder, and no amendment or repeal of this section shall adversely affect any right of such director, officer or other person existing at the time of such amendment or repeal.

The indemnification provided hereunder shall inure to the benefit of the heirs, executors and administrators of a director, officer or other person entitled to indemnification hereunder. The indemnification provided hereunder may, to the extent authorized by the corporation, apply to the directors, officers and other persons associated with constituent corporations that have been merged into or consolidated with the corporation who would have been entitled to indemnification hereunder had they served in such capacity with or at the request of the corporation.

The right of indemnification under this section shall be in addition to and not exclusive of all other rights to which such director, officer or other persons may be entitled. Nothing contained in this section shall affect any rights to indemnification to which corporation employees or agents,

other than directors, officers and other persons entitled to indemnification hereunder, may be entitled by contract or otherwise by law.

ARTICLE VIII

AMENDMENTS

These bylaws may be amended or repealed, in whole or in part, by vote of a majority of the Board of Directors then in office at any meeting of the Board.

B. Appendix: Director's Duties and Responsibilities

Corporate officers and directors must serve the organization in good faith and in a manner that they reasonably believe to be in the corporation's best interests. This includes the prudent management of the organization's funds. Directors and officers may not use their position or the organization as a means by which to further their own personal interests at the expense of the organization.

Corporate boards have final authority over the corporation. While directors may delegate certain responsibilities and authority to officers or committees, they must not abdicate their responsibility to exercise surveillance over those to whom they have delegated that authority. A corollary to this principle is that directors and officers may reasonably rely on information received by other officers, directors, employees, counsel, or other professionals in making decisions for the organization.

Directors and officers of nonprofit corporations also have an obligation to adhere to the organization's mission and to comply with all applicable state and federal laws governing the organization. Special fiduciary duties apply to directors and officers of nonprofit corporations to ensure that the funds of the organization are not used in a way that improperly benefits those who manage such funds.

In recent years, Congress has passed laws requiring directors and officers of for profit

corporations to exercise more proactive oversight regarding the corporation's operations and management of funds. The trend for nonprofit organizations is moving in this direction as well.

DIRECTOR'S DUTY OF CARE

G.L. c. 180 states:

A director, officer or incorporator of a corporation shall perform his duties as such, including, in the case of a director, his duties as a member of a committee of the board upon which he may serve, in good faith and in a manner he reasonably believes to be in the best interests of the corporation, and with such care as an ordinarily prudent person in a like position with respect to a similar corporation organized under this chapter would use under similar circumstances.

The following overview provides further elaboration regarding the component parts of the statutory language of the duty of care in G.L. c. 180:

- **in good faith**—This phrase means honestly or in an honest manner. A director purporting to rely on information that he or she knows to be untrue will not be considered to be acting in good faith.
- **he reasonably believes**—This phrase establishes the objectivity of the standard governing director conduct (i.e., "reasonably"), recognizes the subjectivity of that conduct (i.e., "he . . . believes") and reinforces the good-faith frame of reference.
- **best interests of the corporation**—This phrase is an expression of that component of the duty of loyalty involving the corporate director's

primary allegiance [to the nonprofit corporation, its mission, and the stakeholders served by that mission].

- **care**—[The corporate director has a responsibility to participate actively in the oversight of the enterprise's activities. Such participation includes (i) diligently preparing for, attending, and participating in the meetings of the board and its committees; (ii) considering all factors relevant to a decision and basing decision making on complete and adequate information; (iii) remaining informed regarding regulatory compliance and requirements; and (iv) carefully monitoring delegated activities.]
- **ordinarily prudent person**—This phrase focuses on the basic director attributes of common sense, practical wisdom, and informed judgment. The "person" is not an individual necessarily having specialized training or experience in the field of business management, finance, etc., but is a generalist with basic intelligence appropriate to the task.
- **in a like position**—This phrase (i) recognizes that the nature and extent of the corporate director's role will vary, depending on such factors as the size, complexity and location of the enterprise's activities; (ii) limits the critical assessment of the individual's performance to the time of action or non-action; and (iii) recognizes that the special background and qualifications of a particular director, as well as other duties in management or on the board itself, may place greater responsibility on a director—either generally or with respect to the particular matter under consideration. • under similar circumstances—This phrase recognizes that the nature and extent of oversight will vary, depending on the particulars of

the corporation concerned and the factual situation presented. It is also a means of emphasizing that a director's performance should not be evaluated through insights and wisdom gained only through hindsight.

A director must also consider the specific situation and circumstances of the nonprofit corporation involved. Is it a large teaching hospital devoted to rendering tertiary care at the cutting edge of medical technology, or is it a community hospital? Is it a public charity or a business league? Is its goal innovation and progress or preservation of assets, such as land held for conservation purposes? Is it a grant-making family foundation or an active operating foundation? And so on.

To summarize, the duty of care generally requires directors to perform "their duties in good faith with honest intent and with the care that an ordinarily prudent person would believe appropriate in a similar position and under similar circumstances. This means acting competently and using common sense, being diligent and attentive to the organization's needs, and using one's best efforts to make sound and informed decisions."

DUTY OF LOYALTY

Charitable corporations have tax considerations relevant to their relations with directors, officers, and others. For example, for a charitable corporation to maintain its tax-exempt status, it cannot distribute net earnings to or for the benefit of any private individual. I.R.C. § 501(c).

Further, I.R.C. § 4958 imposes personal liability on "disqualified persons" (those who exercise substantial influence over the affairs of the organization) who improperly benefit from transactions with the charitable

organization. Organization managers (i.e., directors) who knowingly participate in such transactions are also subject to a penalty tax. See § 5.8.7, Intermediate Sanctions, below. Section 4941(a)1 of the Code imposes a tax on each act of self-dealing between a “disqualified person” and a private foundation.

The duty of loyalty requires that a director must exercise his or her authority in good faith and prioritize the interests and well-being of the nonprofit corporation over his or her personal interests or the interests of another entity or person. The basic legal principle underlying the duty of loyalty “is a negative one: The director shall not use his or her corporate position for individual personal advantage.” To that end, the duty of loyalty includes the following concepts:

(a) Conflict of Interest

If a director has a material personal interest in a transaction to which the nonprofit corporation is to be a party, the director should disclose fully the existence of such interest and its nature before board action is taken.

(b) Duty of Fairness

If a proposed transaction by a nonprofit corporation involves a possible conflict of interest with a director, the fairness of the transaction to the corporation should be a primary concern for both the interested director and those disinterested directors considering the request for favorable action. The proposed transaction should be at least as favorable to the corporation as would be available from any other person or entity.

(c) Corporate Opportunity

When in connection with his or her board service, a director becomes aware of an opportunity (often referred to as a “corporate opportunity” or a “business opportunity”) relevant to the nonprofit corporation, the director has a duty first to present it to the corporation, even if it is an opportunity that would be of personal interest to the director.

(d) Confidentiality

Board members are obligated to retain the confidentiality of information that they are privy to by reason of their board service.

Due to the commitment of those involved with IPA and the desire to make the operation viable, most positions will be filled by Board Members whom are willing to serve as volunteers during the first year of operation. Nine months into the operation, the Compensation Committee from the Board of Directors will review all staff and executive positions and make hiring and salary recommendations.

Job Descriptions

Executive Director

The Executive Director will serve as the primary liaison between the Board of Directors and the daily operation. The

Director of Operations

The Director of Operations is responsible for the overall daily running of the operation. In this capacity, the DO will make sure that all policies and procedures in both the grow house and dispensary are followed.

Director of Finance

Responsible for all budgets, capital expenditures, accounts payable & receivable. IPA will hire an Accounts payable/receivable clerk in second year and/or out-source to accounting firm.

Duties:

- Develop and manage operating budget
- Provide monthly financial overview to Board of Directors
- Provide quarterly report for donors
- Manage accounts payable/receivable

Director of Compliance

Responsible for quality, testing and all reporting to the Commonwealth.

Duties:

- Work with the testing laboratories to take random samples for testing.
- Oversee compliance with health regulations
- Demonstration compliance with municipal rules, regulations, ordinances and bylaws
- Complete and submit all required documentation to the Commonwealth

Manager of Cultivation

Responsible for all aspects of the *Grow Facility* from seed through packaging for sale.

Serve as **Manager of Production and Crop Protection** during first year of operation. Hire based on need in second or third year of operation.

Duties:

- Evaluate and develop crop plan in accordance with the local health needs of registered patients
- Develop and implement crop protection program
 - Identify pests
 - Develop control strategies, procurement and inventory of pest control and fertilizer products
- Manage all aspects of human resources in production areas
 - Conduct training programs to protect pest control workers
 - Inventory, control, and tracking training
- Coordinate equipment and resource needs
- Manage inventory and availability systems to ensure accuracy
- Assist in purchasing and receiving

- Perform equipment maintenance and soil management

Qualifications & Requirements:

- Bachelor's degree in horticulture recommended. Knowledge of Medical Cannabis is required

Additional Horticultural Staff:

Greenhouse Worker

One worker to begin after build-out of the grow facility. The second worker to begin during the second year of operation with additional staff to be added as warranted. Report Directly to the Manager of Cultivation

Duties:

- Plant, prune and control weeds
- Fertilize and control pests
- Harvest and dry plants
- Record and package crop

Qualifications & Requirements:

- High school education preferred
- Two-year technical college certificate a bonus
- Training provided by employer, but experience is helpful

Trimmer

Reports Directly to the Manager of Processing

- Trimming of plants
- Weighing of Complete and submit all required documentation to the Commonwealth
- Assist Greenhouse Workers

Director of Processing

Reports directly to the Director of Operations

Duties:

- Responsible for overseeing the safe processing of oils and butters
 - Record and administer exact measurements of all infused products by strain
 - Assist baker with labeling and packaging
 - Inventory control track expiration dates
 - Responsible for storage of waste of processing
- Responsible for the disposal of all contaminated & expired goods
 - Accurate documentation for all processed goods
 - Accurate documentation for all contaminated & expired goods

Qualifications & Requirements:

- Bachelor's degree in Chemistry/Biology
- Knowledge of chemical compounds

Baker/Oil Extractor

Reports directly to the Director of Processing

Duties:

- Extractions of Oils and Butters
- Edibles (cookies, muffins, chocolates)
- Stocking shelves
- Inventory Rotation
- Ingredient Replenishing (with DP approval)
- Completing paperwork
- Weighing, Recording, Labeling and Packaging with Assistance from DP

Qualifications & Requirements:

- Previous Baking Experience Required

Facilities Manager

Reports to the Director of Operations

Duties:

- Serve as a liaison between the building owner and the Director of Operations.
 - Insures that all equipment is properly maintained.
 - Make sure all licenses and certifications are up to date
 - Oversee all Electrical and HVAC

Qualifications & Requirements:

- Licensed Journeyman Wireman
- Licensed HVAC

Dispensary Supervisor

Reports directly to the Director of Operations. Will also serve as office administrator until the dispensary is fully operational.

Duties:

- Manage the dispensary personnel
 - Provide weekly work schedules
 - Policy & procedure trainings for all Budtenders & other personnel
 - Inventory control
 - Customer care guidelines
 - Correlate receipts at end of each shift
 - Oversee the cleanliness and general maintenance of the dispensary
- Provide customer educational programs
 - Partner with patient advocacy groups such as Massachusetts Patient Advocacy Alliance:
<http://www.compassionforpatients.com/>

- Partner with drug education programs (i.e. Dare)
- Oversee marketing plan
 - Provide materials to doctors in the area treating covered illnesses

Qualifications & Requirements:

- Bachelor's degree in Business Administration
- Previous Retail Management Experience

Budtender

Reports directly to the Dispensary Supervisor. Two workers to begin once the dispensary opens. Additional staff to be added as warranted.

Duties:

- Working knowledge of all the IPA Strains
- Assisting customers in a professional, knowledgeable and compassionate manner
- Product Specialist & Delivery Methods (smoking, vaporizing, dabbing, edibles)
- Explain appropriate dosage to patient/customer
- Stocking shelves
- Dispensing medications
- Completing sales and collecting payment
- Contributing in keeping the dispensary clean and organized at all times

Qualifications & Requirements:

- Certification from attending and passing a Dispensary Training Course
- Previous Retail Management Experience a plus

• Receptionist

Reports directly to the Dispensary Supervisor:

Duties:

- Greeting patients in a professional manner
- Verifying identification during the check in process
- Maintain crowd control within the dispensary
- Answering telephones
- Assisting customers with questions
- Stocking shelves with pamphlets and informative brochures
- Keep front area organized and neat at all times
- Keeping accurate records
- Completing paperwork
- Notify Supervisor if you need to leave your post for any reason

Qualifications & Requirements:

- Must be computer literate in all office programs: Excel, Microsoft Word and Powerpoint.
- Previous Retail Management Experience a plus

Driver

Reports directly to the Director of Operations. Two agents of the IPA will provide provide transport.

Duties

- Responsible for the safe transport of all Medical Product under the Commonwealth of Massachusetts
- Clean and valid Massachusetts Drivers License
- Registered Agent of the Ipswich Pharmaceutical Associates

Appendix: Facility

External Site Photographs-Rowley Retail
Location-116 Newburyport Turnpike



Ipswich Pharmaceutical Associates, Inc.

Plan to Obtain Liability Insurance

Ipswich Pharmaceutical Associates, Inc. plans to obtain liability insurance by submitting an application to Cannasure or another comparable provider. The application will be in a form substantially similar to the one attached hereto.



Cannasure Insurance Services, LLC
 1991 Crocker Road, Suite 320
 Westlake, Ohio 44145
 P: 800-420-5757

Marijuana and Hemp Business Application

Email Applications to:
submission@cannasure.com

APPLICANT'S INSTRUCTIONS:

1. All Applicants must complete the relevant sections of this Application in accordance with the specific coverages being requested.
2. Answer all questions completely. Please attach extra sheets as required. Incomplete or illegible applications may be discarded.
3. Application must be signed and dated by the owner, partner, or officer not earlier than 90 days before the proposed effective date of coverage.
4. Please read the statements at the end of this application carefully. Thank you!

**If there are multiple Business Names please provide detailed list or organizational chart showing relationship*

Requested Policy Effective Date:

Requested Policy Expiration Date:

SECTION I – GENERAL INFORMATION

*Business Name:

DBA:

Mailing Address:

City:

State:

Zip:

Inspection Contact Name:

Phone:

Email:

Website:

Type of Enterprise: LLC Corporation Partnership Proprietorship Individual
 Non-Profit For Profit Joint Venture Government Entity Other:

Description of operations:

Description of Product Use: Recreational Medicinal Both Other:

Date Business was established:

Years in business under current Management:

Is the Insured a member of any cannabis/Marijuana trade associations? Yes No

If "Yes", what organization(s)? CCSE NORML-NBN NCIA CCIA Other:

Has the applicant or principal filed Bankruptcy in the last 5 years? Yes No

If "Yes", which type? 7 11 13

List of subsidiaries and their operations:

List any additional offices and provide locations:

Have any of the principals engaged in this or similar enterprises under a different name? Yes No

If "Yes", please list the entity and operations:

Provide the business financial information for the last five (5) years and estimates for the next year

Year	Domestic Sales	Foreign Sales	Payroll	# of Employees
Next Year				
Last Year				
2nd year prior				
3rd year prior				
4th year prior				

SECTION II – PRIOR INSURANCE AND CLAIMS HISTORY

Please provide insurance information for the past three (3) years:

Carrier	Coverage	Limits	Deductible	Retro Date	Premium	Exposure or Rate

In the last five (5) years, has any claim been made against any person(s) or organization(s) to be covered under this insurance?

Copy of Loss Runs are attached

Yes

No

If "Yes", please provide five (5) year loss history for all claims below and attach a description for any loss greater than \$10,000:

Year	# of Claims	Total Paid	Total Reserves	Total Incurred	Valuation Date

SECTION III – INSURANCE COVERAGE INFORMATION

Please indicate below, by placing an "X" in the box, which coverages are being requested and complete relevant portions of this application as applicable.

Coverage			Application Sections to Complete	
Commercial Property (Fill out Section IV and V for each Location)			Section IV – Property Coverage Section V – Premises Information	
General Liability	Occurrence	Aggregate	Section V – Premises Information Section VI – Operations	
	General Liability Options		Section VII – Liability Coverage: (only complete the parts that apply to your operations)	
Increased Damage to Premises Rented to You (\$100,000 Included) \$300,00 \$ 500,000			Part A. – Dispensary Operations Part B. – Grow Operations Part C. – Manufacturing & Processing Operations	
Increased Medical Payments (\$5,000 Included) \$10,000				
Employee Benefits (\$1,000,000 Each Employee \$1,000,000 Aggregate)				
Stop Gap (OH, WA, ND, WY, PR) Basic \$1,000,000				
Our Hired and Non-owned Auto Coverage is for occasional, non-regular use of hired or rented autos, or autos owned and driven by an employee on behalf of the company/employer. Hired and Non-Owned (\$1,000,000 Limit)* 1. Does the insured have a commercial auto policy? Yes No 2. Describe how employees use their own vehicles for the employer: 3. How does the insured qualify employees who use their vehicles? MVRs? Minimum personal auto policy liability limit requirements? Certificates of insurance? Vehicles condition and capability check?			Excess General Liability Limit: Is there current Excess Coverage? Yes No Is the current coverage over Products? Yes No	
Product Liability	Each Claim	Aggregate	Deductible	Section V – Premises Information Section VI – Operations Section VII – Liability Coverage: (only complete the parts that apply to your operations)
	Product Withdrawal (\$250,000 Limit w/\$25,000 Deductible) *Retro Date: _____ Professional Sublimit (\$50,000 Limit)			Part A. – Dispensary Operations Part B. – Grow Operations Part C. – Manufacturing & Processing Operations
*If a retro date is requested, please provide a copy of the dec page showing previous coverage				

**We will not be able to add coverage for hired and non-owned autos if the insured does any type of regular delivery, especially "pizza delivery" or "milk run" type deliveries, no matter how occasional.*

SECTION IV – PROPERTY COVERAGE (Please complete this section for each location and building)

1. Location/Building# _____/_____

Building Coverage: _____ Does this property have a triple net lease? Yes No
 Business Personal Property/Equipment: _____ Deductible: _____
 Tenant's Improvements and Betterments: _____ Coinsurance: _____
 Business Income: _____
 Amount of limit available any given month during the period of restoration: _____
 Property in Transit: _____ Ordinance or Law (Choose one of the following options)
 Discharge from Sewer and Drain – (\$25,000 Limit) Coverage A only _____; or
 Equipment Breakdown Coverage C only _____; or
 Expanded Property Endorsement Coverages A and B _____; or
 Completed Stock*: _____ Coverages A, B and C _____.
 Goods In Process**: _____ NOTE: Coverages B and C can be combined into one "combo" limit

Crop Coverage Table - No coverage for plants while growing outdoors

Phase	Number of Plants x	Per Plant Value =	Total
Seedling			
Vegetative			
Flowering			

**Goods in Process is defined as Cannabis Buds and Flowers that have been harvested and are in the curing phase of production. No Stock, crop or growing plants fall under this category

*Completed Stock is defined as Manufactured Products ready for sale or packaged and sealed inventory containing marijuana buds and/or its derivatives. No harvested or growing plants fall under this category.

2. Physical Address: _____ City: _____ State: _____ Zip: _____

3. Is this location fully open and operational? Yes No
 If "No", when do you expect this location to be open and fully operational? _____

4. What are the operations at this location: Manufacturer Processor Cultivation Retail/Dispensary
 Lab Delivery Distribution Other: _____

5. Is there any oil extraction done at this location? Yes No
 If "Yes", what method is used? CO2 Butane Propane Other: _____

6. General Building Information:
 Year Building Built: _____ Square Footage: _____ Number of Stories: _____ Age of Roof: _____
 Roof Type: (Tile, Metal, Shingle, etc....) _____ Construction Type: (Frame, Masonry, Glass, etc....) _____
 ISO Fire Protection Class: _____

7. If the building is over 20 years old, provide the year the following were updated:
 Roof _____ Plumbing _____ Electrical _____ HVAC _____

8. Are there Fire Sprinklers? Yes No Percentage of the Building is sprinkled? _____

9. Does the applicant own the building? Yes No

10. Is the building currently undergoing or planning to undergo any renovations, repairs, construction, etc.? Yes No
 If "Yes", please provide details:
 What stage are the renovations currently at? _____
 If not currently occurring, for when are the renovations planned? _____
 When do you expect the renovations to be completed? _____
 What is the total estimated value of the renovation? _____
 Is there coverage on the building currently? Yes No
 Do you currently have a Builder's Risk policy? Yes No
 If "Yes", please provide a coverage certificate. If no, name of contractor: _____

11. Does the applicant have an approved safe for secure product storage: Yes No
Minimum safe requirements: 800lb with a 1-hour fire rating; under 2000lb must be bolted to the ground

12. Does the applicant have a vault room? Yes No
 If Yes, please describe in detail: _____

13. Is there a vacuum oven, centrifuge, distillation column and/or Rotovaps in the building? Yes No
 If Yes, please provide manufacturer, model number, replacement cost, and motor's HP for each. _____

14. Is there an electrical back up system? Yes No How are the plants watered? _____

SECTION V – PREMISES INFORMATION (Please complete this section for each location and building)

15. Location/ Building#____/____ Address:_____				
16. Description of business operation(s) at this location:	Manufacturer Lab	Processor Delivery	Cultivation Distribution	Retail/Dispensary Other:_____
17. Describe the type of crime area in which applicant’s premises is located:	Low	Moderate	High	
18. Square footage of building occupied by insured:_____				
19. Describe the area in which the applicant’s business is located:	Commercial	Industrial	Agricultural	Residential
20. Is the nature of the business advertised on the outside of the building?	Yes	No		
21. Does applicant occupy the entire building?	Yes	No		
If “No”, are there connecting doors to adjacent units?	Yes	No		
If “Yes”, how are the connecting doors secured (i.e., deadbolts, alarms, etc.):	_____			
22. Does anyone live on the premises?	Yes	No		
If “Yes”, please describe occupancy:	_____			
If “Yes”, is separate homeowner’s insurance coverage in place?	Yes	No		
23. Does the premises have a pool, pond, or other water exposure?	Yes	No		
If “Yes”, please explain:	_____			
24. Which of the following security systems are utilized (please check all that apply):				
Central station burglar alarm	Exterior video cameras	Interior video cameras		
Automatic Sprinkler System	Interior motion detectors	Security guards – armed		
Security guards – unarmed	Door greeter/ID checker	Gated doors		
Gated windows	Hold-up button/panic button	Safe or vault		
Fencing	Dog(s); Breed and Number:	_____		
25. Are all security measures fully operational during non-business hours?	Yes	No		
If “No”, which ones are not:	_____			
26. If guards and/or greeters are used are they employees?	Yes	No		
• If “No”, do independent contractors acting as security guards or greeters/ID checkers carry their own insurance and name applicant as an additional insured?	Yes	No		
• Does the applicant get certificates of insurance (COIs) evidencing limits and AI status for the applicant?	Yes	No		
• What limits do independent contractors carry?	_____			
27. Are there any firearms on the property (including any firearms carried by security guards)	Yes	No		
If “Yes”, please explain:	_____			
28. Does applicant have a written plan or manual that describes business security procedures including what to do in the event of a robbery or other crime?	Yes	No		
29. Are employees instructed to cooperate and obey the robber’s instructions and not to resist?	Yes	No		

SECTION VI – Operations

30. Please provide the following financial information:		
	Previous 12 months	Projected next 12 months
Annual gross receipts from medical marijuana (i.e. leaves, bud, flower, and trim)		
Annual gross receipts from infused medical marijuana edible products containing THC or other active cannabinoids (e.g. baked goods, candies, other food or drink items, tinctures, capsules, etc.)		
Annual gross receipts from topical medical marijuana products containing THC or other active cannabinoids (e.g. oils, creams, lotions, etc.)		
Annual gross receipts from medical marijuana oil cartridges or medical marijuana concentrates intended to be used with vaporizers or vapor pens		
Annual gross receipts from medical marijuana concentrates not intended for use in vaporizing devices		
Total Medical Marijuana & Medical Marijuana Containing Products:		
Annual gross receipts from recreational marijuana (i.e. leaves, bud, flower, and trim)		
Annual gross receipts from infused recreational marijuana edible products containing THC or other active cannabinoids (e.g. baked goods, candies, other food or drink items, tinctures, capsules, etc.)		
Annual gross receipts from topical recreational marijuana products containing THC or other active cannabinoids (e.g. oils, creams, lotions, etc.)		
Annual gross receipts from recreational marijuana oil cartridges or recreational marijuana concentrates intended to be used with vaporizers or vapor pens		
Annual gross receipts from recreational marijuana concentrates not intended for use in vaporizing devices		
Total Recreational Marijuana & Recreational Marijuana Containing Products:		
Annual gross receipts from vaporizing devices including room vaporizers and vapor pens		
Annual gross receipts from smoking accessory sales (e.g. pipes, rolling papers, or other non-vaporizer type smoking products)		
Annual gross receipts from sales of other goods (e.g. Hemp clothing, non-THC containing hemp protein, non-THC containing hemp based lotions or oils, etc.)		
Annual gross receipts from sales of nutritional supplements		
Annual gross receipts from services (e.g. massage, acupuncture, etc.)		
Total Revenues (All Products and Services):		
Total number of patient contacts		
Total payroll:		
31. What experience does the insured have in operating a marijuana business and/or running or managing a commercial business? Please describe:		
32. Is the applicant in compliance with all local and state laws regarding the growth, manufacturing, dispensing, and/or control of marijuana or marijuana containing products? Yes No		

SECTION VII – LIABILITY COVERAGE (please complete all relevant sections as applicable)

A. DISPENSARY INFORMATION	N/A
31. Are there any employed professionals (<i>e.g., physicians or pharmacists</i>)? If “Yes”, do the employed professionals carry their own separate professional liability insurance?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input type="checkbox"/> No
32. How does the dispensary ensure compliance with state law (<i>please check all that apply</i>): <input type="checkbox"/> Checking photo ID and registration card of patient <input type="checkbox"/> Confirming physician’s recommendation <input type="checkbox"/> Checking photo ID to verify consumer is over age 21 <input type="checkbox"/> Maintaining maximum amount of medical marijuana on premises <input type="checkbox"/> Other (<i>describe</i>):	
33. How much inventory is displayed to customers? <input type="checkbox"/> 0-5% <input type="checkbox"/> 6-10% <input type="checkbox"/> 11-25% <input type="checkbox"/> Greater than 25%	
34. Is any on-site consumption of marijuana or marijuana containing products permitted?	<input type="checkbox"/> Yes <input type="checkbox"/> No
35. Does applicant offer delivery of marijuana products?	<input type="checkbox"/> Yes <input type="checkbox"/> No
36. What is the highest concentration (%) and dosage (mg) of active cannabinoids per serving contained in the applicant’s strongest (i.e. highest dosage) product? Please provide product name, concentration (%), and dosage (mg) of active cannabinoids per serving:	
37. If the applicant distributes marijuana oils or concentrates with concentrations greater than 70% or dosages per serving greater than 50 mg, are these products only distributed to patients who have a physician recommendation for high dose product(s) or documented tolerances built up over time? If “No”, please explain how the applicant controls access to these high dose / concentration products:	<input type="checkbox"/> Yes <input type="checkbox"/> No
38. If applicant distributes marijuana oils or concentrates manufactured by others, does applicant only obtain these products from manufacturers that utilize a closed-loop extraction system and non-volatile solvents in their extraction process? If “No”, what type of extraction system and solvents are used by the insured’s manufacturers / suppliers?	<input type="checkbox"/> Yes <input type="checkbox"/> No
39. Does applicant maintain a ledger with a record of the quantity of marijuana or marijuana containing product dispensed in each transaction, the type and source of the marijuana dispensed, the total amount paid by the customer for all goods and services provided, the date and time dispensed?	<input type="checkbox"/> Yes <input type="checkbox"/> No
40. Does applicant maintain separate records for medical and recreational marijuana products?	<input type="checkbox"/> Yes <input type="checkbox"/> No
41. Does applicant grow medical or recreational marijuana or are other cannabis plants on the premises? If “Yes”, please complete Section V – Growing Facility Information.	<input type="checkbox"/> Yes <input type="checkbox"/> No
42. Are any marijuana containing products manufactured, mixed, labeled, or relabeled by the applicant including: marijuana infused baked goods or candies, infused oils or lotions, other food products, or smoking accessories? If “Yes”, please complete Section VI – Manufacturing & Processing Operations.	<input type="checkbox"/> Yes <input type="checkbox"/> No
43. Do any products, ingredients, or components originate from outside of the United States? If “Yes”: a. Specify what products are imported and the country(ies) of origin: b. Are imported products and components tested for contamination and verification that they match what was ordered?	<input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Yes <input type="checkbox"/> No
44. For products that applicant does not produce or manufacture, does applicant obtain certificates of insurance (COIs) evidencing products coverage and AI status from all US based manufacturers or suppliers?	<input type="checkbox"/> Yes <input type="checkbox"/> No
45. For products that applicant does not produce, does applicant obtain certificates of analysis (COAs) evidencing that product testing was performed by the original manufacturer or by the insured’s direct supplier?	<input type="checkbox"/> Yes <input type="checkbox"/> No

46. Does applicant use a 3RD party testing lab to test their marijuana and marijuana containing products? Yes No
 If "Yes", do all testing reports received from this laboratory indicate the following (please check all that apply):

- Products are not contaminated with pesticides
- Products are not contaminated by bacteria
- Products are not contaminated by mold / fungus
- Products are not contaminated by mycotoxins
- Products are not contaminated by heavy metals
- Products are not contaminated by residual solvents
- Cannabinoid profiles (e.g. THCA, delta8-THC, delta9-THC, CBDA, CBD, CBG, CBN, etc.)
- Cannabinoid dosage per serving (milligrams per serving for each cannabinoid)
- Terpene profiles

If "No", how does applicant ensure product purity?

B. GROWING FACILITY INFORMATION	N/A
47. Does applicant grow any marijuana that is intended to be distributed for recreational purposes? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", what percentage of revenue is derived from these operations? %	
48. Does applicant maintain separate records for medical and recreational products? <input type="checkbox"/> Yes <input type="checkbox"/> No	
49. Are marijuana cultivation areas located: <input type="checkbox"/> Indoors <input type="checkbox"/> Outdoors <input type="checkbox"/> Greenhouse a. If outdoors, provide the approximate size of the growing area in acres:	
50. If cultivation areas are located outdoors, are the cultivation areas surrounded by a fence? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", please answer the following:	
a. Please describe fence (i.e. height, material used, electrified, etc.):	
b. If electrified fencing, barbed wire, or razor wire is used, are there warning signs on the property? <input type="checkbox"/> Yes <input type="checkbox"/> No	
c. Is fenced in area locked at all times: <input type="checkbox"/> Yes <input type="checkbox"/> No	
d. Are there locked gates at all entrances to the property and/ or growing area: <input type="checkbox"/> Yes <input type="checkbox"/> No	
51. If cultivation areas are located in a greenhouse, will the greenhouse be fully enclosed with locking doors? Yes <input type="checkbox"/> No <input type="checkbox"/> If "No", please describe how the greenhouse will be secured to prevent unauthorized entry:	
52. What is the maximum number of plants on the premises at any one time?	
53. Are any marijuana containing products manufactured, mixed, labeled, or relabeled by the applicant including: marijuana infused baked goods or candies, infused oils or lotions, other food products, or smoking accessories? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", please complete Section VI – Manufacturing & Processing Operations.	
54. Does applicant use a 3 RD party testing laboratory to test their marijuana and marijuana containing products? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", do all testing reports received from this laboratory indicate the following (please check all that apply):	
<input type="checkbox"/> Products are not contaminated with pesticides	
<input type="checkbox"/> Products are not contaminated by bacteria	
<input type="checkbox"/> Products are not contaminated by mold / fungus	
<input type="checkbox"/> Products are not contaminated by mycotoxins	
<input type="checkbox"/> Products are not contaminated by heavy metals	
<input type="checkbox"/> Products are not contaminated by residual solvents	
<input type="checkbox"/> Cannabinoid profiles (e.g. THCA, delta8-THC, delta9-THC, CBDA, CBD, CBG, CBN, etc.)	
<input type="checkbox"/> Cannabinoid dosage per serving (milligrams per serving for each cannabinoid)	
<input type="checkbox"/> Terpene profiles	
If "No", how does applicant ensure product purity?	
55. Is marijuana or any marijuana containing product ever released into the stream of commerce (i.e. to other distributors or infused product manufacturers) before testing reports confirming products are free from any contaminants (e.g. pesticides, mold, fungus, heavy metals, etc.) are received back from the 3 rd party testing laboratory? <input type="checkbox"/> Yes <input type="checkbox"/> No	

C. Manufacturing & Processing Operations	N/A
56. Please supply a complete list of products manufactured or processed by applicant	
57. Are manufacturing and processing facilities located: <input type="checkbox"/> Indoors <input type="checkbox"/> Outdoors If outdoors, provide the approximate size of the processing area in acres:	
58. Will the production of any of the above listed products require open flame, frying, or other cooking methods? Yes <input type="checkbox"/> No If "Yes", please answer the following: a. Does your establishment have an automatic fire suppression system that extends over all cooking surfaces? Yes <input type="checkbox"/> No b. Are hoods and flues inspected / cleaned by an outside service and tagged for verification of this? <input type="checkbox"/> Yes <input type="checkbox"/> No	
59. Will your operation(s) include the extraction of cannabis oils or the manufacture of any concentrates? Yes <input type="checkbox"/> No If "Yes", please answer the following: a. What extraction or manufacturing method will the applicant utilize? b. If applicant will use an extraction method that utilizes pressurized or flammable materials, is the insured's production equipment or system certified or intended for this use? Yes No c. Will the oils or concentrates be distributed in bulk to other infused product manufacturers? <input type="checkbox"/> Yes <input type="checkbox"/> No d. Are any of the products (e.g. oils, wax, shatter, hash, etc.) intended for use in vaporizing devices? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", which product(s)? e. What is the highest concentration (%) and dosage (mg) of active cannabinoids per serving contained in the applicant's strongest (i.e. highest dosage) product? Please provide product name, concentration (%), and dosage (mg) of active cannabinoids per serving:	
60. Does the applicant actually produce the individual filled cartridges for vapor pens? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes", please answer the following: a. Are the cartridges one size fits all or are they only compatible with a particular brand? i. If only compatible with a particular brand, which brand? b. Please supply a copy of the insured's label and packaging for the cartridges evidencing warnings and disclaimers.	
61. Are all marijuana and marijuana containing products manufactured and distributed by the applicant sold in child proof packaging or containers? <input type="checkbox"/> Yes <input type="checkbox"/> No	
62. Has applicant consulted with an attorney to determine that their labeling including: warnings, disclaimers, notification of contraindications, listing of ingredients, and similar meets all state and local requirements? Yes <input type="checkbox"/> No If "No", please answer the following: a. Does labeling contain warning to keep product away from children and pets? <input type="checkbox"/> Yes <input type="checkbox"/> No b. Does labeling contain warning that the product contains intoxicating materials (i.e. marijuana) and that users should not drive or operate heavy machinery after consumption? <input type="checkbox"/> Yes <input type="checkbox"/> No c. Does labeling meet state standards (if any) for being packaged in a way that does not appeal to children? <input type="checkbox"/> Yes <input type="checkbox"/> No d. What steps has the applicant taken to ensure that packaging and labeling meets state and local requirements?	
63. Do any products, ingredients, or components originate from outside of the United States? <input type="checkbox"/> Yes <input type="checkbox"/> No If "Yes": a. Specify what products are imported and the country(ies) of origin: b. Are imported products and components tested for contamination and verification that they match what was ordered? <input type="checkbox"/> Yes <input type="checkbox"/> No	
64. For products that applicant does not produce or manufacture, does applicant obtain certificates of insurance (COIs) evidencing products coverage with limits of at least \$1M and AI status from all US based manufacturers or suppliers? <input type="checkbox"/> Yes <input type="checkbox"/> No	

65. Does applicant use a 3RD party testing lab to test their marijuana and marijuana containing products? Yes No

If "Yes", do all testing reports received from this laboratory indicate the following (please check all that apply):

- Products are not contaminated with pesticides
- Products are not contaminated by bacteria
- Products are not contaminated by mold / fungus
- Products are not contaminated by mycotoxins
- Products are not contaminated by heavy metals
- Products are not contaminated by residual solvents
- Cannabinoid profiles (e.g. THCA, delta8-THC, delta9-THC, CBDA, CBD, CBG, CBN, etc.)
- Cannabinoid dosage per serving (milligrams per serving for each cannabinoid)
- Terpene profiles

If "No", how does applicant ensure product purity?

66. Is marijuana or any marijuana containing product ever released into the stream of commerce (i.e. to other distributors or infused product manufacturers) before testing reports confirming products are free from any contaminants (e.g. pesticides, mold, fungus, heavy metals, etc.) are received back from the 3rd party testing laboratory? Yes No

67. Does applicant have a written product recall plan? Yes No

SECTION VIII – ADDITIONAL INSURED

____ Mark "X" if there are NO additional insureds needed at this time

____ See Attached for detailed list of additional Insureds

ADDITIONAL INSURED (check one): ____ Landlord ____ Loss Payee ____ Governmental Agency ____ Other:

____ Waiver of Subrogation

____ Primary Wording with Non-Contributory Wording?

Location/Bldg #: ____ / ____

Name: _____

Mailing Address: _____

City: _____

State and Zip Code: _____

ADDITIONAL INSURED (check one): ____ Landlord ____ Loss Payee ____ Governmental Agency ____ Other:

____ Waiver of Subrogation

____ Primary Wording with Non-Contributory Wording?

Location/Bldg #: ____ / ____

Name: _____

Mailing Address: _____

City: _____

State and Zip Code: _____

SECTION IX – SIGNATURE, CONSENT AND AGREEMENT

This Application is the basis for coverage; therefore, any incorrect or incomplete statements or answers could nullify coverage. Completion of this form neither binds coverage nor guarantees that a policy will be issued. *(Not applicable in North Carolina)*
I hereby request that my application for insurance coverage be submitted for consideration to the company shown in this application. Accordingly, I authorize and direct any person or organization whatsoever to release and furnish to that company any and all information requested which may relate to my insurability. I hereby indicate that the aforementioned statements and answers are correct and complete. I further understand that an incorrect or incomplete statement or answer could void my protection.
I hereby consent to the review by the company shown in this application of any incidents or occurrences likely to result in malpractice allegation or claim. I agree to cooperate in the review of claims and incidents which apply to the coverage requested.
Where applicable, I hereby consent to the review of my application by the committees appointed by my county or state professional association / society. I agree to cooperate with these committees.

COPY OF NOTICE OF INFORMATION PRACTICES (PRIVACY) HAS BEEN GIVEN TO THE APPLICANT.

(Not required in all states, contact your agent or broker for your state's requirements.)

Personal information about you, including information from a credit or other investigative report, may be collected from persons other than you in connection with this application for insurance and subsequent amendments and renewals. Such information as well as other personal and privileged information collected by us or our agents may in certain circumstances be disclosed to third parties without your authorization. Credit scoring information may be used to help determine either your eligibility for insurance or the premium you will be charged. We may use a third party in connection with the development of your score. You may have the right to review your personal information in our files and request correction of any inaccuracies. You may also have the right to request in writing that we consider extraordinary life circumstances in connection with the development of your credit score. These rights may be limited in some states. Please contact your agent or broker to learn how these rights may apply in your state or for instructions on how to submit a request to us for a more detailed description of your rights and our practices regarding personal information. *(Not applicable in AZ, CA, DE, KS, MA, MN, ND, NY, OR, VA, or WV. Specific ACORD 38s are available for applications in these states.)*

NOTICE TO APPLICANT

The coverage applied for is solely as stated in the policy. If policy is issued on a "CLAIMS MADE" or "CLAIMS MADE AND REPORTED" basis, it provides coverage only for those claims that are first made against the insured during the policy period unless the extended reporting period option is exercised in accordance with the terms of the policy. If issued on an "OCCURRENCE" basis, the policy provides coverage only for those occurrences that take place during the policy period. The Insurer will rely upon this application and all such attachments in issuing the policy. If the information in this application or any attachment materially changes between the date this application is signed and the effective date of the policy, the Applicant will promptly notify the Insurer, who may modify or withdraw any outstanding quotation or agreement to bind coverage.

FRAUD STATEMENTS

Applicable in AL, AR, DC, LA, MD, NM, RI and WV

Any person who knowingly (or willfully)* presents a false or fraudulent claim for payment of a loss or benefit or knowingly (or willfully)* presents false information in an application for insurance is guilty of a crime and may be subject to fines and confinement in prison. **Applies in MD Only.*

Applicable in CO

It is unlawful to knowingly provide false, incomplete, or misleading facts or information to an insurance company for the purpose of defrauding or attempting to defraud the company. Penalties may include imprisonment, fines, denial of insurance and civil damages. Any insurance company or agent of an insurance company who knowingly provides false, incomplete, or misleading facts or information to a policyholder or claimant for the purpose of defrauding or attempting to defraud the policyholder or claimant with regard to a settlement or award payable from insurance proceeds shall be reported to the Colorado Division of Insurance within the Department of Regulatory Agencies.

Applicable in FL and OK

Any person who knowingly and with intent to injure, defraud, or deceive any insurer files a statement of claim or an application containing false, incomplete, or misleading information is guilty of a felony (of the third degree)*. **Applies in FL Only.*

Applicable in KS

Any person who, knowingly and with intent to defraud, presents, causes to be presented or prepares with knowledge or belief that it will be presented to or by an insurer, purported insurer, broker or any agent thereof, any written statement as part of, or in support of, an application for the issuance of, or the rating of an insurance policy for personal or commercial insurance, or a claim for payment or other benefit pursuant to an insurance policy for commercial or personal insurance which such person knows to contain materially false information concerning any fact material thereto; or conceals, for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act.

Applicable in KY, NY, OH and PA

Any person who knowingly and with intent to defraud any insurance company or other person files an application for insurance or statement of claim containing any materially false information or conceals for the purpose of misleading, information concerning any fact material thereto commits a fraudulent insurance act, which is a crime and subjects such person to criminal and civil penalties* (not to exceed five thousand dollars and the stated value of the claim for each such violation)*. **Applies in NY Only.*

Applicable in ME, TN, VA and WA

It is a crime to knowingly provide false, incomplete or misleading information to an insurance company for the purpose of defrauding the company. Penalties (may)* include imprisonment, fines and denial of insurance benefits. **Applies in ME Only.*

Applicable in NJ

Any person who includes any false or misleading information on an application for an insurance policy is subject to criminal and civil penalties.

Applicable in OR

Any person who knowingly and with intent to defraud or solicit another to defraud the insurer by submitting an application containing a false statement as to any material fact may be violating state law.

I have read the statements above, understand their meaning and agree.

Applicant's signature:

Date:

Applicant's name:

Applicant's title:

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Separating Financial Records for Medical-Use and Adult-Use

IPA will use proprietary software to separate financial records for medical-use from those for adult-use.

IPA has chosen the software, THSuite, as our point of system and main portal of business information tracking. THSuite integrates via API to the other programs we are using, QuickBooks and the state traceability software, METRC. THSuite has the ability to pull custom reports including inventory records for tax purposes separately for both medical use and adult use. THSuite will onboard IPA to the program, assuring we are aware of how to access and manage our financial records. American Cannabis Company will train IPA on the integration of THSuite to METRC and how to access financial information such as inventory transfer records and sales from the METRC system.

Additionally, Ipswich Pharmaceutical Associates, Inc. has retained the Denver-based cannabis consulting firm American Cannabis Company to spearhead the opening of its retail Marijuana Establishment. This includes drafting all standard operating procedures as well as assisting with store set-up. In this capacity, American Cannabis Company will assist IPA in setting up the software and ensuring that it functions properly.

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Separating Medical and Recreational Products at the Point of Sale

IPA will use proprietary software to separate products for medical-use from those for adult-use at the point of sale.

IPA has chosen THSuite for the point of sale system. THSuite uses integration with METRC and the batch tracking system to segregate and manage both medical and adult-use inventories and sales. THSuite has features such as the permission-based employee management system to limit access to sensitive features in the system such as inventory control and program settings. Additional features and safeguards include barcode scanning for accuracy at the point of sale, inventory auditing and system alerts.

Storage of physical inventory will be separated by medical and adult use and will be clearly labeled to include the corresponding RFID tag from METRC. The point-of-sale locations will be clearly indicated for medical or adult-use sales. Sales associates will be verifying identification at the point of sale as well.

Additionally, Ipswich Pharmaceutical Associates, Inc. has retained the Denver-based cannabis consulting firm American Cannabis Company to spearhead the opening of its retail Marijuana Establishment. In this capacity, American Cannabis Company will assist IPA in setting up the proprietary software and ensuring that it functions properly.

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Restricting Access to Age 21 and Older or Registered Qualifying Patients

IPA's retail store will have a "man-trap" entry. Please see the architectural plans on the following page. The exterior door leads to a waiting room area – see attached diagram. In this area, there will be a check-in window staffed by a Marijuana Establishment agent. Any person wishing to enter the premises must present to the Marijuana Establishment agent his or her the ID and, if applicable, patient registration card. Any person who cannot produce a government-issued ID will not be admitted. Any person who is under 21 may only be admitted as a registered qualifying patient, and, as such, shall not be admitted to the premises without an ID and a patient registration card. The standard operating procedures on restricting access will be finalized with the assistance of American Cannabis Company, which IPA has retained to provide consulting services.

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Personnel Policies Including Background Checks

IPA's personnel policies will create a safe, sanitary, and compliant workplace for employees. IPA is an equal opportunity employer dedicated to professional development and generous employee compensation and benefits. Local recruiting will be a priority.

IPA has engaged the Denver-based cannabis consulting firm American Cannabis Company to direct the roll-out of its recreational retail store, including the drafting of all standard operating procedures. In this capacity, American Cannabis Company ("ACC") will make recommendations regarding what positions are needed and the skills and experience required for each position. ACC shall also direct the hiring and vetting process for employees. Additionally, ACC will assist IPA in finalizing the standard operating procedures governing personnel policies.

IPA will apply for agent registrations for employees, managers, executives, board members and directors. Thirty days' prior to submitting such applications, IPA will obtain a CORI report on each applicant. IPA will use the information in the CORI report to complete the background check information for criminal actions for each applicant. New CORI reports shall be obtained prior to the one-year anniversary of the last report obtained.

IPA will have policies for employee security, emergency procedures (including a disaster plan) and the maintenance of a smoke, alcohol and drug-free workplace. Training will be tailored to each job function and required prior to performing a job. A minimum of eight hours of ongoing staff training required annually.

IPA will immediately dismiss a dispensary agent who has diverted marijuana or engaged in unsafe RMD/RME practices. Such activities will be reported to law enforcement and the CCC. Personnel records will be kept for at least 12 months following termination of an employee. The CCC will be notified no later than 1 business day after a dispensary agent ceases to be associated with IPA.

IPA agents in contact with marijuana or non-edible MIPs are subject to the requirements for food handlers.

Additional Personnel Policies address:

- Personnel security
- Appropriate workplace conduct
- Non-discrimination
- Non-disclosure and confidentiality of company information
- Anti-Harassment
- Compliance with ADA, FMLA, ERISA, COBRA

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Record Keeping Procedures

IPA's standard operating procedures ensure its records are accurate. We will keep seed-to-sale tracking records for all marijuana and MIPs. IPA will immediately notify law enforcement, and the CCC within 24 hours, after discovering any loss or unauthorized alteration of records. The records shall be maintained in accordance with generally accepted accounting principles. In the event IPA closes, all records will be retained for at least two years at IPA's expense, in a form and location acceptable to the CCC. The standard operating procedures governing record-keeping will be finalized with the assistance of American Cannabis Company, which IPA has retained to provide consulting services.

Records that will be maintained and made available to CCC for inspection include, but are not limited to:

- Written operating procedures
- Inventory records
- Personnel records, including the job and volunteer-position descriptions and an organization chart
- A personnel record for each Marijuana Agent, which shall be maintained for 12 months following such Agent's termination and shall include: all materials submitted to the CCC; documentation of verification of references; employment contract or specific job description that includes duties, supervision, qualifications; documentation of all required training, including privacy and confidentiality training, including signed statements by trainees; record of disciplinary action; and a notice of completed responsible vendor and eight-hour related training.
- Staffing plan demonstrating accessible business hours and safe operation
- Personnel policies and procedures
- CORI reports (properly obtained and kept separate from general personnel records)
- Business records, including manual or computerized records of the following: assets and liabilities; monetary transactions; account books, journals, ledgers and supporting documents, agreements, checks, invoices, and vouchers; sales records, including quantity, form and cost; salary and wages paid to each employee, stipend paid to each board member, and any executive compensation, and any bonus, benefit or item of value paid to anyone affiliated with IPA
- Waste disposal records
- Transportation
- Security
- Incident reports
- CCC correspondence
- Recalls and Complaints
- Most recent third-party financial audit

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Detailed Description of Qualifications and Intended Trainings for Agents

IPA has engaged the American Cannabis Company to provide consulting services to assist with opening the recreational retail store. In this capacity, ACC will supervise a three-day initial training prior to store-opening, as well as a hands-on employee training with the inventory control manager. The employee training will include mock sales, review of inventory control procedures, sales and product training, and preparing for an inspection. ACC will provide continued supervision for a short time following the opening of the store.

IPA's mandatory training plan will prepare agents to perform job duties safely and in compliance with all applicable laws and regulations. Training will be tailored to the roles and responsibilities of the job function of each dispensary agent. Agents responsible for tracking and entering product into the Seed-to-Sale tracking system shall receive training in the form and manner prescribed by the CCC. All agents shall also successfully complete the Responsible Vendor Program within 90 days of hire. Each owner, manager and employee involved in the handling and sale of marijuana shall annually successfully complete the program. At a minimum, 8 hours of ongoing training will be required annually. All training will be documented, and records will include a signed statement of the agent indicating the date, time, and place he/she received training and the topics discussed, including the name and title of presenters. IPA shall maintain records of the Responsible Vendor Program training completion for four years.

Our standard operating procedures will set forth in greater detail our training evaluations and performance reviews. ACC will assist IPA in developing and finalizing such procedures.

Topics of training, depending on position and function, will include: •New agent orientation; overview of the Act for Humanitarian Use of Medical and adult-use Marijuana •Storage •Smoke, alcohol and drug free workplace •Patient, caregiver and adult-use identification •Compliance, regulation, and law •Privacy and Confidentiality •Cultivation and MIPs processing, safety, and security •Dispensary safety and security and LAA •Emergency and incident management •Inventory management and diversion prevention •Manufacturing safety and security •Waste disposal •Community, patient and adult-use interaction •Record keeping and reporting •Product handling and sanitation •Transportation •Advertising restrictions • Whistleblowing •Law enforcement interaction •Internal audits •Patients with disabilities •Dispensing limits •Packaging and labeling.

For any employee that is both an RMD agent and Marijuana Establishment Agent, he or she must receive trainings provided in both 935 CMR 500.105(2)(a) and (b), and 935 CMR 501.105(H), including privacy and confidentiality requirements for patients.

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Quality Control and Testing

As a Retailer, IPA will only sell to consumers marijuana and marijuana products that have already been tested and approved for sale by an Independent Testing Laboratory as defined in 935 CMR 502.002, in accordance with the provisions of 935 CMR 500.160.

935 CMR 500.105(3)(a) – A Marijuana Establishment authorizes to process marijuana shall do so in a safe and sanitary manner. A Marijuana Establishment shall process the leaves and flowers of the female marijuana plant only, which shall be (1) well cured and generally free of seeds and stems; (2) free of dirt, sand, debris, and other foreign matter; (3) free of contamination by mold, rot, other fungus, and bacterial diseases; (4) Prepared and handled on food-grade stainless steel tables; and (5) packaged in a secure area.

935 CMR 500.105(3)(b)1 – IPA shall comply with the following sanitary requirement: any marijuana establishment agent whose job includes contact with marijuana or nonedible marijuana products, including cultivation, production, or packaging, is subject to the requirements for food handlers specified in 100 CMR 300.000.

935 CMR 500.105(3)(b)2 – IPA shall comply with the following sanitary requirement: Any marijuana establishment agent working in direct contact with preparation of marijuana or nonedible marijuana products shall conform to sanitary practices while on duty, including: (a) maintaining adequate personal cleanliness; and (b) 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.

935 CMR 500.105(3)(b)3 – Hand-washing facilities shall be adequate and convenient and shall be furnished with running water at a suitable temperature. Hand-washing facilities shall be located in the Marijuana Establishment in production areas and where good sanitary practices require employees to wash and sanitize their hands and shall provide effective hand-cleaning and sanitizing preparations and sanitary towel service or suitable drying devices.

935 CMR 500.105(3)(b)4 – There shall be sufficient space for placement of equipment and storage materials as is necessary for the maintenance of sanitary operations.

935 CMR 500.105(3)(b)5 – Litter and waste shall be properly removed, 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 shall be maintained in an adequate manner pursuant to 935 CMR 500.105(12) set forth below.

935 CMR 500.105(3)(b)6 – Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair.

935 CMR 500.105(3)(b)9 – All contact surfaces, including utensils and equipment, shall be maintained in a clean and sanitary condition. Such surfaces shall be cleaned and sanitized with a cleaning agent registered by the US EPA, in accordance with labeled instructions. Equipment and utensils shall be so designed and of such material and workmanship as to be adequately cleanable.

935 CMR 500.105(3)(b)10 – All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana products.

935 CMR 500.105(3)(b)11 – A Marijuana Establishment's water supply shall be sufficient for necessary operations. Any private water source shall be capable of providing a safe, potable and adequate supply of

water to meet the Marijuana Establishment's needs.

935 CMR 500.105(3)(b)12 – Plumbing shall 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 shall properly convey sewage and liquid disposable waste from the Marijuana Establishment. There shall be no cross-connections between the potable and waste water lines.

935 CMR 500.105(3)(b)13 – A Marijuana Establishment shall provide its employees with adequate, readily accessible toilet facilities that are maintained in a sanitary condition and in good repair.

935 CMR 500.105(3)(b)15 – Storage and transportation of finished products shall be under conditions that will protect them against physical, chemical and microbial contamination as well as against deterioration of finished products or their containers.

935 CMR 500.105(3)(c) – All edible products shall be prepared, handled and stored in compliance with the sanitation requirements in 105 CMR 590.000: *Minimum Sanitation Standards for Food Establishments*.

935 CMR 500.160(2) – IPA shall have a written policy for responding to laboratory results that indicate contaminant levels are above acceptable limits established in the DPH protocols identified in 935 CMR 500.160(1). Such policy shall include notifying the CCC within 72 hours of any laboratory testing results indicating that the contamination cannot be remediated and disposing of the production batch. The notification shall be from IPA and the Independent Testing Laboratory, separately and directly. IPA's notification shall describe a proposed plan of action for both the destruction of the contaminated product and the assessment of the source of contamination.

Ipswich Pharmaceutical Associates, Inc. Adult-Use Retail Establishment Operating Policies and Procedures

Maintenance of Financial Records

Ipswich Pharmaceutical Associates, Inc. has retained the Denver-based cannabis consulting firm American Cannabis Company to spearhead the opening of its retail Marijuana Establishment. In this capacity, American Cannabis Company work with IPA to establish processes for the proper maintenance of financial records. Further, IPA will use the software THSuite to generate and maintain financial records. THSuite has the capability to track all accounting and compliance records. With the use of customized reporting, IPA will be able to generate and maintain financial records for both the medical and adult-use businesses American Cannabis Company will also be responsible for the initial installation and set-up of the software.

935 CMR 500.140(6)(c) – IPA is prohibited from utilizing software or other methods to manipulate or alter sales data.

935 CMR 500.140(6)(d) – IPA shall 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. IPA shall maintain records that it has performed the monthly analysis and produce it upon request to the Commission. If IPA 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:

1. it shall immediately disclose the information to the Commission;
2. it shall cooperate with the Commission in any investigation regarding manipulation or alteration of sales data; and
3. take such other action directed by the Commission to comply with 935 CMR 500.105.

935 CMR 500.140(6)(e) – IPA shall comply with 830 CMR 62C.25.1: *Record Retention* and DOR Directive 16-1 regarding recordkeeping requirements.

935 CMR 500.140(6)(f) – IPA shall adopt separate accounting practices at the point-of-sale for marijuana and marijuana product sales, and non-marijuana sales.

935 CMR 500.140(6)(h) – As a retailer that is co-located with a medical marijuana treatment center, IPA shall maintain and provide to the Commission on a biannual basis accurate sales data collected by the licensee 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).

Diversity Plan

I. Overview

As a veteran-owned and woman-owned business, Ipswich Pharmaceutical Associates Inc. (“IPA”) is committed to advancing equity among minorities, women, veterans, people with disabilities, and people of all gender identities (“Equity Recruits”) in the adult-use cannabis industry in Massachusetts through its diversity plan. The specific goals of IPA’s diversity plan are twofold: (i) to hire Equity Recruits to fill at least thirty percent (30%) of the job openings at its Rowley retail location and to provide the Equity Recruits with the tools to ensure their success and (ii) to hire a workforce for its cultivation facility in Hinsdale that is equally if not more diverse than the average demographics in Berkshire County and to provide the Equity Recruits with the tools to ensure their success.

In service thereof, IPA has adopted the following three programs: 1) advertising employment opportunities with local career centers, 2) establishing relationships with specific organizations for the purpose of networking with their constituencies for employment purposes and providing information on employment opportunities, and 3) providing cultural training on cultural sensitivity and recognizing unconscious bias at least two (2) times per year.

IPA will adhere to the requirements set forth in 935 CMR 500.105(4), which provides the permitted and prohibited advertising, branding, marketing, and sponsorship practices of every Marijuana Establishment. Any actions taken or programs instituted by IPA will not violate the Commission’s regulations with respect to limitations on ownership or control or other applicable state laws. The specifically named organizations in this letter have been contacted and will work with IPA in furthering its goals.

II. Programs

A. Advertising Employment Opportunities with Career Centers

IPA plans to advertise its open positions with local career centers by posting job openings on their respective websites. Those centers include the Merrimack Valley Career Center in Haverhill, the North Shore Career Center in Lynn and the MassHire Berkshire Career Center. Additionally, IPA will post its job openings on the career center websites of Northern Essex Community College located in Lawrence, North Shore Community College located in Danvers, and Berkshire Community College located in Pittsfield. All job postings will include the statement that

any applicants who are minorities, women, veterans, people with disabilities, or people of diverse gender identities or sexual orientations will be given special consideration in the hiring process. They will be monitored daily, and responses to them will be reviewed on a daily basis by the hiring managers. All resumes received will be kept on file for two years.

B. Establishing Relationships with Specific Organizations That Are Diversity-Focused

As a disabled American veteran, the CEO is a member of and has developed relationships with the local chapters of many veterans organizations, including AMVETS (also known as American Veterans), one of the most inclusive Congressionally-chartered veterans service organization open to representing the interests of 20 million veterans and their families, the American Legion, and the Veterans of Foreign Wars organization. The CEO has contacted these organizations and they have agreed to work with IPA in furthering its goals. IPA will leverage this relationship by networking with these organizations' constituencies for employment purposes and to provide information on employment opportunities.

C. Providing Equity Recruits with the Tools for Success

In addition to specifically targeting Equity Recruits for hiring, IPA will also provide the following tools to ensure their success: (1) weekly mentorship meetings with management and (2) at the Rowley location, structured, bi-monthly management training seminars. Equity Recruits will have weekly one-on-one mentorship meetings with the Rowley Store Manager or the Hinsdale Cultivation Facility General Manager as appropriate. These meetings are intended to provide a forum for the employee to discuss his or her personal development goals directly with management and to come up with strategies to meet those goals. Additionally, employees will be encouraged to share any challenges that they are facing in their employment with the intention that management will provide guidance on how to resolve the conflict or, if appropriate, will address the matter directly with the appropriate individuals. Additionally, these meetings will present an opportunity for Equity Recruits to share their ideas about how to improve IPA privately and directly with management.

IPA will also hold mandatory bi-monthly management training seminars to be conducted by the Rowley Store Manager. All retail employees will be required to attend. These seminars will focus on developing leadership skills, conflict resolution skills and empathy towards fellow co-workers and customers/patients. During these seminars, employees will be encouraged to shares ideas and experiences that will help the company improve and grow.

D. Providing Cultural Training on Cultural Sensitivity and Recognizing Unconscious Bias

At least twice per year, IPA will conduct cultural training on cultural sensitivity and recognizing unconscious bias at both its Rowley location and its Hinsdale location. This training will ensure that all employees understand what IPA (and the law) considers appropriate and inappropriate behavior towards people based on their race, ethnicity, age, gender, religion, disability or gender identity or sexual orientation. In addition to the list of characteristics that are protected against discrimination and harassment, this training will also explore the types of inclusive actions that can improve teamwork and motivation. This training will help employees understand the nuances of cross-culture communication, and the importance of words, actions, gestures and body language in cultivating relationships with different people and groups. This training should stimulate ongoing conversations among co-workers about how to deal with bias and insensitive remarks and behavior. It will also encourage employees to speak up, ask questions, raise concerns and report incidents of discrimination they experience or observe

E. Evaluation of Program Success

In order for Programs A-D to be considered successful, at the end of IPA's fiscal year (December 31), the following metrics must be met: (i) at least 30% of employees hired at the Rowley store must have been Equity Recruits, (ii) the entire workforce hired for IPA's cultivation facility in Hinsdale must be equally if not more diverse than the average demographics in Berkshire County, (iii) every Equity Recruit has received weekly mentorship meetings for each week that the employee is in attendance and (iv) bi-monthly management training seminars were held at the Rowley location. On a bi-monthly basis, IPA's Rowley Store Manager and Hinsdale Cultivation Facility General Manager will review the number of hires made, meetings conducted and training seminars performed to ensure that IPA is on track to meet its goals as well as to adjust hiring priorities accordingly.

In order for Program E to be successful, IPA's Store Manager and Cultivation Facility General Manager are responsible for ensuring that two (2) cultural sensitivity trainings are conducted per year. In the event that IPA conducts only one sensitivity training in fiscal year 2019, IPA will need to hold the second cultural sensitivity training prior to license renewal in 2020.