



## Massachusetts Cannabis Control Commission

### Independent Testing Laboratory

#### General Information:

License Number: IL281290  
Original Issued Date: 11/09/2020  
Issued Date: 11/09/2020  
Expiration Date: 01/20/2022

### ABOUT THE MARIJUANA ESTABLISHMENT

Business Legal Name: Massbiolytics Corp

Phone Number: 978-655-1005 Email Address: csockol@massbiolytics.com

Business Address 1: 20 Commercial Drive, Ste 2001 Business Address 2:  
Business City: Dracut Business State: MA Business Zip Code: 01826  
Mailing Address 1: 20 Commercial Drive, Ste 2001 Mailing Address 2:  
Mailing City: Dracut Mailing State: MA Mailing Zip Code: 01826

### CERTIFIED DISADVANTAGED BUSINESS ENTERPRISES (DBES)

Certified Disadvantaged Business Enterprises (DBEs): Not a DBE

### PRIORITY APPLICANT

Priority Applicant: no  
Priority Applicant Type: Not a Priority Applicant  
Economic Empowerment Applicant Certification Number:  
RMD Priority Certification Number:

### RMD INFORMATION

Name of RMD:  
Department of Public Health RMD Registration Number:  
Operational and Registration Status:  
To your knowledge, is the existing RMD certificate of registration in good standing?:  
If no, describe the circumstances below:

### PERSONS WITH DIRECT OR INDIRECT AUTHORITY

#### Person with Direct or Indirect Authority 1

Percentage Of Ownership: 100 Percentage Of Control: 100  
Role: Executive / Officer Other Role:  
First Name: Craig Last Name: Sockol Suffix:

Gender: Male

User Defined Gender:

What is this person's race or ethnicity?: White (German, Irish, English, Italian, Polish, French)

Specify Race or Ethnicity:

#### ENTITIES WITH DIRECT OR INDIRECT AUTHORITY

No records found

#### CLOSE ASSOCIATES AND MEMBERS

No records found

#### CAPITAL RESOURCES - INDIVIDUALS

Individual Contributing Capital 1

First Name: Craig

Last Name: Sockol

Suffix:

Types of Capital: Monetary/Equity Other Type of Capital: Total Value of the Capital Provided: \$5227.82 Percentage of Initial Capital: 10

Capital Attestation: Yes

#### CAPITAL RESOURCES - ENTITIES

No records found

#### BUSINESS INTERESTS IN OTHER STATES OR COUNTRIES

No records found

#### DISCLOSURE OF INDIVIDUAL INTERESTS

No records found

#### MARIJUANA ESTABLISHMENT PROPERTY DETAILS

Establishment Address 1: 20 Commercial Dr, Ste 2001

Establishment Address 2:

Establishment City: Dracut

Establishment Zip Code: 01826

Approximate square footage of the Establishment: 800 How many abutters does this property have?: 12

Have all property abutters have 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
Plan to Remain Compliant with Local Zoning	PLAN TO COMPLY WITH LOCAL MUNICIPALITY LICENSING BYELAWS AND ORDINANCES.pdf	pdf	5ddeb7fa26aa77532085d907	11/27/2019
Community Outreach Meeting Documentation	COMMUNITY OUTREACH MEETING ATTESTATION-2.jpg	jpeg	5ddeb82f8bdcfd57ae527f2f	11/27/2019
Community Outreach Meeting Documentation	COMMUNITY OUTREACH NOTICE-ATTACH C.pdf	pdf	5ddeb835a9ef3857c445bbb8	11/27/2019
Community Outreach Meeting Documentation	DRACUT OFFICIAL FILING NOTICE ATTACH B .pdf	pdf	5ddeb8397aad8653363bf2fe	11/27/2019
Community Outreach Meeting Documentation	COMMUNITY OUTREACH MEETING ATTESTATION-1.jpg	jpeg	5ddeb83f74bb15534cd4ea38	11/27/2019
Certification of Host Community Agreement	HCA CERTIFICATE.jpg	jpeg	5e5ff0449e668e468af064b2	03/04/2020
Community Outreach	COMMUNITY OUTREACH NOTICE ATTACH A.jpg	jpeg	5e5ff1a64a895743f3a6a9bc	03/04/2020

## Meeting Documentation

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.: \$

### PLAN FOR POSITIVE IMPACT

Plan to Positively Impact Areas of Disproportionate Impact:

Document Category	Document Name	Type	ID	Upload Date
Plan for Positive Impact	MASSBIOLYTICS PLAN FOR POSITIVE IMPACT.pdf	pdf	5e7e19e5b014bf38e46cc44d	03/27/2020

### ADDITIONAL INFORMATION NOTIFICATION

Notification: I Understand

### INDIVIDUAL BACKGROUND INFORMATION

Individual Background Information 1

Role: Executive / Officer

Other Role: Director

First Name: Craig

Last Name: Sockol    Suffix:

RMD Association: Not associated with an RMD

Background Question: yes

### ENTITY BACKGROUND CHECK INFORMATION

No records found

### MASSACHUSETTS BUSINESS REGISTRATION

Required Business Documentation:

Document Category	Document Name	Type	ID	Upload Date
Bylaws	BY LAWS MASSBIOLYTICS.pdf	pdf	5e5ff58d49038b46abf1ca84	03/04/2020
Articles of Organization	MASSBIOLYTICS CORP ARTICLES FILED W COMM OF MASS.pdf	pdf	5e6007fe44a317443c107f6c	03/04/2020
Secretary of Commonwealth - Certificate of Good Standing	CERTIFICATE OF GOOD STANDING- COMM OF MASS.jpg	jpeg	5e7a5198d29ad935715946b9	03/24/2020
Department of Revenue - Certificate of Good standing	Craig Sockol Attestation-Cert Good Standing-Employment.pdf	pdf	5e7a51b7172cbc3545973792	03/24/2020
Department of Revenue - Certificate of Good standing	DOR CERTIFICATE OF GOOD STANDING.pdf	pdf	5e7e1a6c5f1da0353e2b14d3	03/27/2020

No documents uploaded

Massachusetts Business Identification Number: 001427621

Doing-Business-As Name: Massbiolytics Corp.

DBA Registration City: Dracut

### BUSINESS PLAN

Business Plan Documentation:

Document Category	Document Name	Type	ID	Upload Date
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Business Plan	MASSBIOLYTICS CANNABIS TEST LAB BUS PLAN.pdf	pdf	5dded7f28bdcfd57ae527fbd	11/27/2019
Proposed Timeline	TIMELINE.pdf	pdf	5dded7f67aad8653363bf3ad	11/27/2019
Plan for Liability Insurance	PLAN TO OBTAIN INSURANCE.pdf	pdf	5e7a521a172cbc3545973798	03/24/2020

## LABORATORY CERTIFICATION

**Certifying Body:** Perry Johnson Laboratory Accreditation (PJLA) **ISO 17025 Accreditation Certificate Number:** 103201

## OPERATING POLICIES AND PROCEDURES

Policies and Procedures Documentation:

Document Category	Document Name	Type	ID	Upload Date
Personnel policies including background checks	Protocol #24 V-2- PERSONNEL POLICY.pdf	pdf	5ddedcea160e3b57a3dd480f	11/27/2019
Security plan	PROTOCOL 26 V-2 SECURITY.pdf	pdf	5e6008efe25eb944100380bc	03/04/2020
Storage of marijuana	Protocol #25- STORAGE OF CANNABIS SAMPLES v-2.pdf	pdf	5e60098656474b469c1112b2	03/04/2020
Transportation of marijuana	Protocol #62 TRANSPORTATION PLAN.pdf	pdf	5e6009be8b5ea5469520daeb	03/04/2020
Inventory procedures	Protocol #64- INVENTORY OF CANNABIS SAMPLES.pdf	pdf	5e600a7d4a895743f3a6aa9b	03/04/2020
Restricting Access to age 21 and older	PLAN TO RESTRICT ACCESS TO INDIVIDUALS UNDER 21 YEARS OF AGE .pdf	pdf	5e600aedd2a4e4440583905f	03/04/2020
Prevention of diversion	Protocol #33- PREVENTION OF CANNABIS DIVERSION.pdf	pdf	5e600b445a27c34431d186c6	03/04/2020
Quality control and testing	Protocol #61- QUALITY CONTROL FOR OPERATION v-1.pdf	pdf	5e600bb5a290f94426bd8d61	03/04/2020
Qualifications and training	Protocol #21 v-3- EMPLOYEE TRAINING.pdf	pdf	5e600d17d21b9346780e1100	03/04/2020
Maintaining of financial records	PROTOCOL #63-FINANCIAL RECORDS .pdf	pdf	5e600d9044a317443c107f92	03/04/2020
Record Keeping procedures	Protocol #31- RECORD KEEPING .pdf	pdf	5e600db34a895743f3a6aab2	03/04/2020
Diversity plan	DIVERSITY PLAN.pdf	pdf	5e7e1b36f0445c357cb05a54	03/27/2020

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

**ADDITIONAL INFORMATION NOTIFICATION**

**Notification: I Understand**

**COMPLIANCE WITH POSITIVE IMPACT PLAN**

No records found

**COMPLIANCE WITH DIVERSITY PLAN**

No records found

**HOURS OF OPERATION**

Monday From: 8:00 AM	Monday To: 10:00 PM
Tuesday From: 8:00 AM	Tuesday To: 10:00 PM
Wednesday From: 8:00 AM	Wednesday To: 10:00 PM
Thursday From: 8:00 AM	Thursday To: 10:00 PM
Friday From: 8:00 AM	Friday To: 10:00 PM
Saturday From: 9:00 AM	Saturday To: 6:00 PM
Sunday From: Closed	Sunday To: Closed

# MASSBIOLYTICS PLAN

## TO COMPLY WITH LOCAL MUNICIPALITY LICENSING BYLAWS, and ORDINANCES

The company president met with the town manager of Dracut, Jim Duggin on June 8<sup>th</sup> to discuss plans to comply with municipality licensing bylaws and ordinances.

The plan mutually discussed will be as follows:

1. On June 4<sup>th</sup> the Dracut town meeting had approved specific zoning bylaws
2. On June 4<sup>th</sup> the Dracut town meeting had approved the town to allow cannabis establishments to open
3. The company will be leasing space in an authorized Dracut cannabis zone
4. Dracut's new bylaws are now being approved by the state attorney general
5. The company and the town manager will negotiate and sign a Community Host Agreement (CHA).
6. The company will rent space for a Community Outreach meeting to be held locally for 1 hour. Announcements will be advertised and notices will be sent out 7 days in advance. Attendees will be allowed to ask questions of the company regarding its business operations in the community.
7. The town manager will instruct the company president on the procedure and forms to obtain specific permits required by the town of Dracut.
8. The president will submit the proper applications and forms to the town manager and to the board of selectmen and other required departments.
9. An open hearing by the board of selectmen, police and fire dept will be held where questions will be asked of the company.
10. The company and employees will comply with all local fire prevention ordinances
11. The company and employees will comply with all local traffic laws
12. The company and employees will comply with local law enforcement
13. The company will not operate its business within 500 feet of any school.

14. The company will prevent cannabis diversion to minors.
15. The company will comply with all required local tax laws.
16. All fees will be paid for specific permits issued.
17. All town permits will be renewed annually.

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.

## **ATTACHMENT C**

**Notice is hereby given that**

**A Community Outreach Meeting**

for a proposed Marijuana Establishment is scheduled for Tuesday November 26<sup>th</sup> 2019 at 4 pm at the VFW Hall located at 574 Broadway Rd, Dracut, MA.

The proposed Cannabis Testing Lab is anticipated to be located at 20 Commercial Drive, Ste 2001, Dracut, MA.

There will be a brief presentation and an opportunity for the public to ask questions.

Massbiolytics  
978-655-1005

November 14, 2019

## **Attachment B**

Kathleen Graham  
Dracut Town Clerk  
62 Arlington St.  
Dracut, MA 01826

Dear Ms Graham:

This letter is intended to be filed with the Town of Dracut and to notify the Town of Dracut that Massbiolytics has scheduled a Community Outreach Meeting for a proposed Marijuana testing Lab Establishment at 20 Commercial drive, Ste 2001 for Tuesday November 26<sup>th</sup> 2019 at 4 pm at the VFW Hall located at 574 Broadway Rd, Dracut, MA.

The following notice has been mailed to the list of property owner abutters within 300 feet of the property line including those across the street.

The following notice will also run in the Lowell Sun on Friday November 15, 2009.

You are welcome to attend and ask questions.

If you have any questions about the meeting please contact me at 978-655-1005 or by email at csockol@massbiolytics.com.

### **A Community Outreach Meeting**

for a proposed Marijuana Establishment is scheduled for Tuesday November 26<sup>th</sup> 2019 at 4 pm at the VFW Hall located at 574 Broadway Rd, Dracut, MA.

The proposed Cannabis Testing Lab is anticipated to be located at 20 Commercial Drive, Ste 2001, Dracut, MA.

There will be a brief presentation and an opportunity for the public to ask questions.

Massbiolytics  
978-655-1005

Yours truly,



Craig S. Sockol  
President  
Massbiolytics

## 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, CRAIG SOCKOL, (insert name) attest as an authorized representative of MASSBIOLYTICS (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.

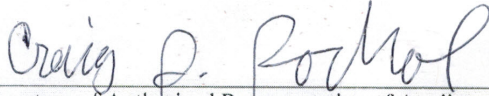
1. The Community Outreach Meeting was held on Nov 26, 2019 (insert date).
2. A copy of a notice of the time, place, and subject matter of the meeting, including the proposed address of the Marijuana Establishment, was published in a newspaper of general circulation in the city or town on Nov 15, 2019 (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 Nov 15, 2019 (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 Nov 14, 2019 (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).

## 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, CRAIG SOCKOL, (*insert name*) certify as an authorized representative of MASSBIOLYTICS (*insert name of applicant*) that the applicant has executed a host community agreement with TOWN OF DRACUT (*insert name of host community*) pursuant to G.L.c. 94G § 3(d) on 11-14-2018 (*insert date*).



Signature of Authorized Representative of Applicant

### Host Community

I, JAMES A. DUGGAN, (*insert name*) certify that I am the contracting authority or have been duly authorized by the contracting authority for Town of Dracut (*insert name of host community*) to certify that the applicant and Town of Dracut (*insert name of host community*) has executed a host community agreement pursuant to G.L.c. 94G § 3(d) on 11-14-2018 (*insert date*).



Signature of Contracting Authority or  
Authorized Representative of Host Community



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marketplace.newspaperclassifiedsma.com

HOURS OF OPERATION: MON. - FRI. 8AM - 5PM

THE SUN  
lowellsun.com  
MASSACHUSETTS

The ad deadline is 4:30pm for publication the following day.  
(Friday @ 4:30pm for publication Sunday or Monday).

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**CALL** ☎ 866.896.4979  
**EMAIL** ☉ advertising@medaonemarketplace.com  
**FAX** ☎ 1-978-970-4723  
**LEGAL ADS** ☉ legalads@medaonene.com



Notice is hereby given that

a Community Outreach Meeting for a proposed Marijuana Establishment is scheduled for Tuesday November 26th 2019 at 4 pm at the VFN Hall located at 57.4 Broadway Rd



also available at the BPPR's web page at: <https://www.mass.gov/oags/departments-of-the-services>

**16 Chevy Silverado LT Z71** auto, 84k miles  
stk# H191743...\$26,998  
**13 Nissan Altima 2.5 SL** auto, 68k miles  
stk# H191903...\$10,498  
**18 Subaru Crosstrek PHE** AWD, auto, 39k miles  
stk# H191425...\$20,998  
**16 Mazda CX5 Touring** auto, 14k miles  
stk# H191562...\$22,998  
**08 Toyota Highlander** auto, 108k miles  
stk# HP65611...\$9,998

apply at "Careers" page at [www.kronos.com](http://www.kronos.com) under "Cloud Infrastructure Engineer" in Lowell, MA (Req. #2020001752).

collaborators and sponsors. She reviews, negotiates, and finalizes cooperative agreements for research, instruction, and other public service funding received by the University and its departments. She administers oversight of sponsored projects to minimize the University's compliance risk related to sponsored activities, consistent with UNMII mandates, Trustee policy and other applicable regulations. The position may be based either at the flagship campus in Albany or at the SUN Iida campus in Newton with regular visits to each (travel reimbursed).

For a complete position announcement including required qualifications and application instructions, please visit: <https://careers.umass.edu/ambhsc/careers/job/503643/academic-administrator>

The University of Massachusetts Amherst is an Affirmative Action/Equal Opportunity Employer and encourages applications from and individuals with disabilities and encourages applications and other protected group members.

## I BUY CONDOS

---CASH---

**DRACUT-LOWELL-TYNGSBORO**

No Glimricks..No Commissions  
**978-935-2080**

**16 BMW X3 Prem NAV** auto, 36k miles  
HI911641...\$24,698  
**17 Volkswagen Jetta S** auto, 25k miles  
HI91720...\$12,998

## 101 Antique Autos

Classic or Antique Car Collectors 1975 Cadillac Coupe de Ville 7/10 Body Condition, 9/10 Interior Condition, \$5,500 (617)571-8223

November 15, 2019

# MASSBIOLYTICS PLAN FOR POSITIVE IMPACT

## PURPOSE OF THE PROGRAM

Massbiolytics Cannabis Testing Lab will implement a specific policy to address areas of disproportionate impact. This area will specifically target the following demographic Massachusetts of Lawrence, Haverhill and Lowell. These areas are characterized by higher rates of arrests and incarceration for drug offenses and are racially disproportionate to the rest of the state. Criminalization has had long-term ill effects, not only on the residents arrested and incarcerated, but on their families and communities. . The company positive impact program is intended to help spread the benefits of the regulated marijuana industry to residents of these areas of disproportionate impact.

## TARGSTED POPULATION TO RECEIVE BENEFITS FROM PROGRAM

- This area will specifically target the following demographic Massachusetts area of Lawrence, Haverhill and Lowell
- Residents of Lawrence, Haverhill and Lowell who have past drug convictions and their parents or spouses who have drug convictions are considered qualified people..
- Qualified people with a past Marijuana conviction and have been residents of Massachusetts for at least the preceding for at least 5 of the past 10 years;

## PLAN GOALS:

- 1) Complete internships to 2 residents from the impacted population group and advance their skill set with new and specialized laboratory skills in analytical chemistry.
- 2) Provide 2 residents with both university educational credits and a certificate of cannabis testing training.

- 3) Obtain 5 residents from the impacted population group to attend a cannabis lab testing seminar from the impacted population and provide a certificate of completing a Cannabis testing seminar.
- 4) Obtain at least a 33% job placement in any analytical testing lab for those residents who have either completed the Internship or who have completed the Technical Educational seminar.
- 5) Hire at least 15% of the laboratory scientist or technician staff from the impacted population group.

## PROGRAMS

- Internships: Twice a year, provide internships that will provide professional, vocational assistance, and practical laboratory skills to help educate people from these communities in order to help them obtain employment in the cannabis lab testing lab industry. The internship will be in conjunction with a local university chemistry departments or a local vocational school. The internships will be held at the Massbiolytics lab and will be equivalent in length to 1 semester.
- Technical Educational Seminars: Once per year, the company will provide a special technical seminar to qualified people from these communities. The seminar may be in conjunction with local university chemistry departments or a vocational school. The one day seminar will be sponsored, organized and moderated by Massbiolytics with lecturers selected from the Massbiolytics staff or from outside experts.
- Hiring Preferences: On an annual basis, hire qualified people from these communities for new and open lab testing, administrative or courier jobs within the company. These candidates shall be obtained from job placement advertizing in local newspapers or obtained from the office of unemployment assistance in these local areas.

## MEASUREMENT AND ACCOUNTABILITY METRICS

- 1) The company will create a final lab practical examination for each intern to pass. The exam will be documented and retained for proof of the internship.



- 2) Each intern, their university and Massbioltytics will all sign documentation indicating that the individual has completed the Massbioltytics lab internship. This document shall be retained for proof of the internship.
- 3) Each resident from the impacted population group who attend the annual cannabis lab testing seminar will sign an appropriate certificate of completion. This document shall be retained for attendance at the seminar.
- 4) All past lab interns and seminar attendees will be contacted annually to update their current employment history. Their employment status shall be determined as either placed in 1 lab testing job or not yet placed. The percent lab placement will be calculated from these updated surveys.
- 5) Each year, past personnel file records shall be opened. Home addresses for all hired employees shall be compared to home addresses of those for hired employees from the impacted areas. The hiring percentage shall be calculated

#### ADDITIONAL REQUIREMENTS:

This plan 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 Marijuana Establishments and any actions taken, or programs instituted, by the applicant will not violate the Commission's regulations with respect to limitations on ownership or control or other

#### DOCUMENTAION OF PROGRESS

The execution and the progress of this plan will be documented in a report entitled plan to impact areas of by the management one year from the provisional licensure and will continue to be documented annually. All specific goal metrics shall be measured and recorded against the plan goals. Each report shall be available to the Cannabis Control Commission at all times. The

**BY-LAWS**  
**OF**  
**MASSBIOLYTICS CORP.**

**SECTION I. ARTICLES OF ORGANIZATION AND AGREEMENT OF STOCKHOLDERS**

The name and purposes of the Corporation shall be as set forth in the Articles of Organization. These By-Laws, the powers of the Corporation and of its Directors and Stockholders, or of any class of Stockholder if there shall be more than one class or series of Stock, and all matters concerning the conduct and regulation of the business and affairs of the Corporation shall be subject to such provisions in regard thereto, if any, as are set forth in the Articles of Organization as from time to time in effect and any agreement entered into by the Stockholders of the Corporation which may be in effect from time to time.

**SECTION 2. STOCKHOLDERS**

**2.1 Annual Meeting.**

The annual meeting of the Stockholders shall be held on the on the first thursday of January at the Corporation's Principal Office, unless a different date is fixed by the chief executive officer, the President or the Directors. The hour and place of such meeting and the purposes for which such meeting is to be held in addition to that specified above shall be determined in each year by the Directors or, in the absence of action by the board, by the president or the chief executive officer. If that day is a legal holiday at the place where the meeting is to be held, the meeting shall be held on the next succeeding day not a legal holiday at such place. Purposes for which an annual meeting is to be held, additional to those prescribed by law, by the Articles of Organization or by these By-Laws, may be specified by the chief executive officer, the President or by the Directors.

**2.2 Special Meeting in Place of Annual Meeting .**

If no annual meeting has been held in accordance with the foregoing provisions, a special meeting of the Stockholders may be held in place thereof and any action taken at such special meeting shall have the same force and effect as if taken at the annual meeting, and in such case all references in these By-Laws to the annual meeting of the Stockholders shall be deemed to refer to such special meeting. Any such special meeting shall be called as provided in Section 2.3.

**2.3 Special Meeting.**

A special meeting of the Stockholders may be called at any time by the chief executive officer, the President, the Directors or upon written application of one or more Stockholders who hold at least ten percent (10%) in interest of the capital stock entitled to vote at such meeting. Each call of a meeting shall state the place, date, hour and purposes of the meeting.

## 2.4

Place of Meetings. All meetings of the Stockholders shall be held at the Corporation's Principal Office address, within Massachusetts or, to the extent permitted by the Articles of Organization, elsewhere within the United States, at such place as shall be fixed by the chief executive officer, the President or the Directors. Any adjourned session of any meeting of the Stockholders shall be held at the same city or town as the initial session, or within Massachusetts, in either case at the place designated in the vote of adjournment.

## 2.5 Notice of Meetings.

A written notice of each meeting of Stockholders, stating the location, date and hour and the purposes of the meeting, shall be given at least seven days before the meeting to each Stockholder entitled to vote thereat and to each Stockholder who, by law, by the Articles of Organization or by these By-Laws, is entitled to notice, by leaving such notice with him or at his residence or usual place of business, or by mailing it, postage prepaid, and addressed to such Stockholder at his address as it appears in the records of the Corporation. Such notice shall be given by the Clerk or an assistant Clerk or by the secretary or an assistant secretary. No notice of any meeting of Stockholders need be given to a Stockholder if a written waiver of notice, executed before or after the meeting by such Stockholder or his attorney there unto duly authorized, is filed with the records of the meeting.

## 2.6 Waiver of Notice.

A shareholder may waive any notice required by law, the Articles of Organization, or these Bylaws before or alter the date and time stated in the notice. The waiver shall be in writing, be signed by the shareholder entitled to the notice, and be delivered to the Corporation for inclusion with the records of the meeting. A shareholder's attendance at a meeting: (a) waives objection to lack of notice or defective notice of the meeting, unless the shareholder at the beginning of the meeting objects to holding the meeting or transacting business at the meeting; and (b) waives objection to consideration of a particular matter at the meeting that is not within the purpose or purposes described in the meeting notice, unless the shareholder objects to considering the matter when it is presented,

## 2.7 Quorum of Stockholders.

At any meeting of the Stockholders, a quorum shall consist of a majority in interest of all stock issued and outstanding and entitled to vote at the meeting; except that if two or more classes or series of stock are entitled to vote as separate classes or series, then in the Case of each such class or series a quorum shall consist of a majority in interest of all stock of that class or series issued and outstanding; and except when a larger quorum is required by law, by the Articles of Organization or by these By-Laws. Stock owned directly or indirectly by the Corporation, if any, shall not be deemed outstanding for this purpose. Any meeting may be adjourned from time to time by a majority of the votes properly cast upon the question whether or not a quorum is present, and the meeting may be held as adjourned without

further notice.

#### 2.8 Action at Meeting.

If a quorum of a voting group exists, favorable action on a matter, other than the election of Directors, is taken by a voting group if the votes cast within the group favoring the action exceed the votes cast opposing the action, unless a greater number of affirmative votes is required by law, or the Articles of Organization, these Bylaws or a resolution of the Board of Directors requiring receipt of a greater affirmative vote of the shareholders, including more separate voting groups. Directors are elected by a plurality of the votes cast by the shares entitled to vote in the election at a meeting at which a quorum is present. No ballot shall be required for such election unless requested by a shareholder present or represented at the meeting and entitled to vote in the election.

#### 2.9 Action by Vote.

When a quorum is present at any meeting, a majority of the votes properly cast for election to any office shall elect to such office, and a majority of the votes properly cast upon any question other than an election to an office shall decide the question, except when a larger vote is required by law, by the Articles of Organization or by these By-Laws. No ballot shall be required for any election unless requested by a Stockholder present or represented at the meeting and entitled to vote in the election.

#### 2.10 Voting.

Except as otherwise provided in the Articles of Organization, Stockholders entitled to vote shall have one vote for each share of stock entitled to vote held by them of record according to the records of the Corporation. The Corporation shall not, directly or indirectly, vote any share of its own stock.

#### 2.11 Action by Writing.

Any action to be taken by Stockholders may be taken without a meeting if all Stockholders entitled to vote on the matter consent to the action by a writing filed with the records of the meetings of Stockholders. Such consent shall be treated for all purposes as a vote at a meeting.

#### 2.12 Proxies.

Stockholders entitled to vote may vote either in person or by proxy in writing filed with the Clerk or other person responsible to record the proceedings of the meeting before being voted, but no proxy dated more than six months before the meeting named therein shall be valid. Unless otherwise specifically limited by the terms, such proxies shall entitle the holders thereof to vote at the meeting named therein and at any adjournment of such meeting, but no proxy shall be valid after the final adjournment of such meeting. A proxy with respect to stock held in the name of two or more persons shall be valid if executed by any one of them unless at or prior to exercise of the proxy the Corporation receives a specific written notice to the

contrary from any one of them. A proxy purporting to be executed by or on behalf of a Stockholder shall be deemed valid unless challenged at or prior to its exercise and the burden of proving invalidity shall rest on the challenger.

#### 2.13 Record Date.

The Directors may fix the record date in order to determine the shareholders entitled to notice of a shareholders' meeting, to demand a special meeting, to vote, or to take any other action. If a record date for a specific action is not fixed by the Board of Directors, and is not supplied by law, the record date shall be the close of business either on the day before the first notice is sent to shareholders, or, if no notice is sent, on the day before the meeting or, in the case of action without a meeting by written consent, the date the first shareholder signs the consent. A record date fixed under this Section may not be more than 70 days before the meeting or action requiring a determination of shareholders. A determination of shareholders entitled to notice of or to vote at a shareholders' meeting is effective for any adjournment of the meeting unless the Board of Directors fixes a new record date, which it shall do if the meeting is adjourned to a date more than 120 days after the date fixed for the original meeting.

#### 2.14 Meeting Remote Communications.

Unless otherwise provided in the Articles of Organization, if authorized by the Directors: any annual or special meeting of shareholders need not be held at any place but may instead be held solely by means of remote communication; and subject to such guidelines and procedures as the Board of Directors may adopt, shareholders and proxy holders not physically present at a meeting of shareholders may, by means of remote communications: (a) participate in a meeting of shareholders; and (b) be deemed present in person and vote at a meeting of shareholders whether such meeting is to be held at a designated place or solely by means of remote communication, provided that: (1) the Corporation shall implement reasonable measures to verify that each person deemed present and permitted to vote at the meeting by means of remote communication is a shareholder or proxy holder; (2) the Corporation shall implement reasonable measures to provide such shareholders and proxy holders a reasonable opportunity to participate in the meeting and to vote on matters submitted to the shareholders, including an opportunity to read or hear the proceedings of the meeting with such proceedings; and (3) if any shareholder or proxy holder votes or takes other action at the meeting by means of remote communication, a record of such vote or other action shall be maintained by the Corporation.

#### 2.15 Vote of Shareholder Action.

(a) Any vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder shall be considered given in writing, dated and signed, if, in lieu of any other means permitted by law, it consists of an electronic transmission that sets forth or is delivered with information from which the Corporation can determine (i) that the electronic transmission was transmitted by the shareholder, proxy or agent or by a person



authorized to act for the shareholder, proxy or agent; and (ii) the date on which such shareholder, proxy, agent or authorized person transmitted the electronic transmission. The date on which the electronic transmission is transmitted shall be considered to be the date on which it was signed. The electronic transmission shall be considered received by the Corporation if it has been sent to any address specified by the Corporation for the purpose or, if no address has been specified, to the principal office of the Corporation, addressed to the Secretary or other officer or agent having custody of the records of proceedings of shareholders.

(b) Any copy, facsimile or other reliable reproduction of a vote, consent, waiver, proxy appointment or other action by a shareholder or by the proxy or other agent of any shareholder may be substituted or used in lieu of the original writing for any purpose for which the original writing could be used, but the copy, facsimile or other reproduction shall be a complete reproduction of the entire original writing.

Shareholder Meeting.

(a) After fixing a record date for a shareholders' meeting, the Corporation shall prepare an alphabetical list of the names of all its shareholders who are entitled to notice of the meeting. The list shall be arranged by voting group, and within each voting group by class or series of shares, and show the address of and number of shares held by each shareholder, but need not include an electronic mail address or other electronic contact information for any shareholder.

(b) The shareholders list shall be available for inspection by any shareholder, beginning two business days after notice is given of the meeting for which the list was prepared and continuing through the meeting at the Corporation's principal office or at a place identified in the meeting notice in the city where the meeting will be held; or (2) on a reasonably accessible electronic network, provided that the information required to gain access to such list is provided with the notice of the meeting. If the meeting is to be held solely by means of remote communication, the list shall be made available on an electronic network. c) A shareholder, his or her agent, or attorney is entitled on written demand to inspect and, subject to the requirements of Section 2(c) of Article Vi of these Bylaws, to copy the list, during regular business hours and at his or her expense, during the period it is available for inspection.

(d) The Corporation shall make the shareholders list available at the meeting, and any shareholder or his or her agent or attorney is entitled to inspect the list at any time during the meeting or any adjournment.

### **SECTION 3. BOARD OF DIRECTORS**

#### **3.1 Election and Number.**

A Board of Directors shall be elected at the annual meeting of the Stockholders; by such Stockholders as have the right to vote at such election. The number of Directors to be so elected shall be fixed or determined by the Stockholders at the annual meeting, but shall be not less than one. The number of Directors may be increased at any time or from time to time either by the Stockholders or by the Directors by a vote of the majority of the Directors then in office. No Director need be a Stockholder.

#### **3.2 Tenure.**

Except as otherwise provided by law, by the Articles of Organization or by these By-Laws, the Directors shall hold office until the next annual meeting of the Stockholders and until their successors are elected and qualified, or until a Director sooner dies, resigns, is removed or becomes disabled.

### 3.3 Powers.

Except as represented to the Stockholders by law, by the Articles of Organization or by these By-Laws, the business of the Corporation shall be managed by the Directors who shall have and may exercise all the powers of the Corporation. In particular, and without limiting the generality of the foregoing, the Directors may at any time issue all or from time to time any part of the unissued capital stock of the Corporation from time to time authorized under the Articles of Organization, and may determine, subject to any requirements of law, the consideration for which stock is to be issued, and in connection with the issuance of any authorized preferred stock, may (in addition to and not in limitation of the rights and powers conferred upon them by the Articles of Organization) determine the preferences, dividend rate, and cumulative aspects thereof. In the event of any vacancy in the Board of Directors, the remaining Directors then in office, except as otherwise provided by law, shall have and may exercise all of the powers of the Board of Directors until the vacancy is filled.

### 3.4 Committees.

The Directors may, by a vote of a majority of the Directors then in office, elect from their number an executive committee and other committees and may by vote delegate to any such committee or committees some or all of the powers of the Directors except those which by law, by the Articles of Organization or by these By-Laws they are prohibited from delegating. Except as the Directors may otherwise determine, any such committee may make rules for the conduct of its business, but unless otherwise provided by the Directors or such rules, its meetings shall be called, notice given or waived, its business conducted, or its action taken, as nearly as may be in the same manner as is provided by these By-Laws with respect to meetings or for the conduct of business or the taking of action by the Directors.

### 3.5 Regular Meetings.

Regular meetings of the Directors, including the first meeting of the Directors following the annual meeting of the Stockholders, may be held without call or notice at such places within or without the Commonwealth of Massachusetts and at such times as the Directors may from time to time determine, provided that notice of the first regular meeting following any such determination shall be given to absent Directors.

### 3.6 Special Meetings.

Special meetings of the Directors may be held at any time and at any place designated in the call of the meeting, when called by the chief executive officer, the President or the Treasurer, or by two or more Directors, reasonable notice thereof being given to each Director by the Clerk or an assistant Clerk or by the secretary or an assistant secretary or any

the officer or the Directors calling the meeting. Such special meetings may be held anywhere within or without the Commonwealth of Massachusetts.

### 3.7 Notice.

It shall be sufficient notice to a Director to send notice by telegram at least forty-eight hours before the meeting or by mailing, postage prepaid, at least seven (7) days before the meeting addressed to him at his usual or last known business or residence address or to give notice to him in person or by telephone at least forty-eight hours before the meeting. Notice of a meeting need not be given to any Director if a written waiver of notice, executed by him before or after the meeting, is filed with the records of the meeting, or to any Director who attends the meeting without protesting prior thereto or at its commencement the lack of notice to him. Neither notice of a meeting nor a waiver of a notice need specify the purpose of the meeting.

### 3.8 Waiver of Notice.

A Director may waive any notice before or after the date and time of the meeting. The waiver shall be in writing, signed by the Director entitled to the notice, or in the form of an electronic transmission by the Director to the Corporation, and filed with the minutes or corporate records. A Director's attendance at or participation in a meeting waives any required notice to him or her of the meeting unless the Director at the beginning of the meeting, or promptly upon his or her arrival, objects to holding the meeting or transacting business at the meeting and does not thereafter vote for or assent to action taken at the meeting.

### 3.9 Quorum.

At any meeting of the Directors a majority of the Directors then in office shall constitute a quorum. Any meeting may be adjourned from time to time by a majority of the votes cast upon the question, whether or not a quorum is present and the meeting may be held as adjourned without further notice.

### 3.10 Action at Meeting.

If a quorum is present when a vote is taken, the affirmative vote of a majority of Directors present is the act of the Board of Directors. A Director who is present at a meeting of the Board of Directors or a committee of the Board of Directors when corporate action is taken is considered to have assented to the action taken unless: (a) he or she objects at the beginning of the meeting, or promptly upon his or her arrival, to holding it or transacting business at the meeting; b) his or her dissent or abstention from the action taken is entered in the minutes of the meeting; or (c) he or she delivers written notice of his or her dissent or abstention to the presiding officer of the meeting before its adjournment or to the Corporation immediately after adjournment of the meeting. The right of dissent or abstention is not available to a Director who votes in favor of the action taken.

### 3.11 Action by Vote.

When a quorum is present at any meeting, a majority of the Directors present may take any action, except when a larger vote is required by law, by the Articles of Organization or by these By-Laws.

### 3.12 Action by Writing.

Any action required or permitted to be taken at any meeting of the Directors may be taken without a meeting if a written consent thereto is signed by all the Directors and such written consent is filed with the records of the meetings of the Directors. Such consent shall be treated for all purposes as a vote at a meeting.

### 3.13 Meeting by Telecommunications.

Members of the Directors or any committee elected thereby may participate in a meeting of such Directors or committee by means of a conference telephone or similar communications equipment by means of which all persons participating in a meeting can hear each other at the same time and participation by such means shall constitute presence in person at the meeting.

### 3.14 Committees.

The Board of Directors may create one or more committees and appoint members of the Board of Directors to serve on them. Each committee may have one or more members, who serve at the pleasure of the Board of Directors. The creation of a committee and appointment of members to it must be approved by a majority of all the Directors in office when the action is taken. Article III and Sections 10 through 15 of this Article shall apply to committees and their members. To the extent specified by the Board of Directors, each committee may exercise the authority of the Board of Directors. A committee may not, however: (a) authorize distributions; (b) approve or propose to shareholders action that requires be approved by shareholders; (c) change the number of the Board of Directors, remove Directors from office or fill vacancies on the Board of Directors; (d) amend the Articles of Organization; (e) adopt, amend or repeal Bylaws; or (iii) authorize or approve reacquisition of shares, except according to a formula or method prescribed by the Board of Directors. The creation of delegation of authority to, or action by a committee does not alone constitute compliance by a Director with the standards of conduct described in Section 18 of this Article.

### 3.15 Compensation.

The Board of Directors may fix the compensation of Directors.

### 3.16 Standard of Conduct of Directors.

(a) A Director shall discharge his or her duties as a Director, including his or her duties as a member of a committee: 1) in good faith; (2) with the care that a person in a like position would reasonably believe appropriate under similar circumstances; and (3) in a manner the Director reasonably believes to be in the best interests of the Corporation. In determining what the Director reasonably believes to be in the best interests of the Corporation, a Director may

consider the interests of the Corporation's employees, suppliers, creditors and customers, the economy of the state, the region and the nation, community and societal considerations, and the long-term and short-term interests of the Corporation and its shareholders, including the possibility that these interests may be best served by the continued independence of the Corporation.

(b) In discharging his or her duties, a Director who does not have knowledge that makes reliance unwarranted is entitled to rely on information, opinions, reports, or statements, including financial statements and other financial data, if prepared or presented by: 1) one or more officers or employees of the Corporation whom the Director reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; (2) legal counsel, public accountants, or other persons retained by the Corporation, as to matters involving skills or expertise the Director reasonably believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence; or (3) a committee of the Board of Directors of which the Director is not a member if the Director reasonably believes the committee merits confidence.

A Director is not liable for any action taken as a Director, or any failure to take any action, if he or she performed the duties of his or her office in compliance with this Section.

### 3.17 Conflict of Interest.

(a) A conflict of interest transaction is a transaction with the Corporation in which a Director of the Corporation has a material direct or indirect interest. A conflict of interest transaction is not voidable by the Corporation solely because of the Director's interest in the transaction if any one of the following is true:

- (1) the material facts of the transaction and the Director's interest were disclosed or known to the Board of Directors or a committee Of the Board of Directors and the Board of Directors or committee authorized, approved, or ratified the transaction;
- (2) the material facts of the transaction and the Director's interest were disclosed or known to the shareholders entitled to vote and they authorized, approved, or ratified the transaction; or
- (3) the transaction was fair to the Corporation.

(b) For purposes of this Section, and without limiting the interests that may create conflict of interest transactions, a Director of the Corporation has an indirect interest in a transaction if: 1) another entity in which he or she has a material financial interest or in which he or she is a general partner is a party to the transaction; or (2) another entity of which he or she is a director, officer, or trustee or in which he or she holds another position is a party to the transaction and the transaction is or should be considered by the Board of Directors of the Corporation.

(a), a conflict of interest transaction is authorized, approved, or ratified if it receives the affirmative vote of a majority of the Directors on the Board of Directors (or on the committee) who have no direct or indirect interest in the transaction, but a transaction may not be authorized, approved, or ratified under this Section by a single Director. If a majority of the Directors who have no direct or indirect interest in the transaction vote to authorize, approve, or ratify the transaction, a quorum is present for the purpose of taking action under this Section. The presence of, or a vote cast by, a Director with a direct or indirect interest in the transaction does not affect the validity of any action taken under

clause iii of subsection (a) if the transaction is otherwise authorized, approved, or ratified as provided in that subsection.

(d) For purposes of clause (2) of subsection (a), a conflict of interest Transaction is authorized, approved, or ratified if it receives the vote of a majority of the shares entitled to be counted under this subsection. Shares owned by or voted under the control of a Director who has a direct or indirect interest in the transaction, and shares owned by or voted under the control of an entity described in clause (1) of subsection (b), may not be counted in a vote of shareholders to determine whether to authorize, approve, or ratify a conflict of interest transaction under clause (2) of subsection (a). The vote of those shares, however, is counted in determining whether the transaction is approved under other Sections of these Bylaws. A majority of the

shares, whether or not present, that are entitled to be counted in a vote on the transaction under this subsection constitutes a quorum for the purpose of taking action under this Section.

### 3.18 Loans to Directors.

The Corporation may not lend money to, or guarantee the obligation of a Director of, the Corporation unless: (a) the specific loan or guarantee is approved by a majority of the votes represented by the outstanding voting shares of all classes, voting as a single voting group, except the votes of shares owned by or voted under the control of the benefited Director; or (b) the Corporation's Board of Directors determines that the loan or guarantee benefits the Corporation and either approves the specific 10a1 or guarantee or a general plan authorizing loans and guarantees. The fact that a loan or guarantee is made in violation of this Section shall not affect the borrower's liability on the loan.

## **SECTION 4. MANNER OF NOTICE**

All notices hereunder shall conform to the following requirements:

(a) Notice shall be in writing unless oral notice is reasonable under the circumstances. Notice by electronic transmission is written notice.

(b) Notice may be communicated in person; by telephone, voice mail, telegraph, teletype, or other electronic means; by mail; by electronic transmission; or by messenger or delivery service. If these forms of personal notice are impracticable, notice may be communicated by a newspaper of general circulation in the area where published; or by radio, television, or other fom1 of public broadcast communication.

(c) Written notice, other than notice by electronic transmission, if in a comprehensible form, is effective upon deposit in the United States mail, if mailed postpaid and correctly addressed to the shareholder's address shown in the Corporation's current record of shareholders.

(d) Written notice by electronic transmission, if in comprehensible form, is effective: (l)if by facsimile telecommunication; when directed to a number furnished by the shareholder for the purpose;

(2) if by electronic mail, when directed to an electronic mail address furnished by the shareholder for the purpose;

(3) if by a posting on an electronic network together with separate notice to the shareholder of such specific posting, directed to an electronic mail address furnished by the shareholder for the purpose, upon the later of (i) such posting and (ii) the giving of such separate notice; and

(4) if by any other form of electronic transmission, when directed to the shareholder in such manner as the shareholder shall have specified to the Corporation. An affidavit of the Secretary or an Assistant Secretary of the Corporation, the transfer agent or other agent of the Corporation that the notice has been given by a form of electronic transmission shall, in the absence of fraud, be prima facie evidence of the facts stated therein

e) Except as provided in subsection cc), written notice, other than notice by electronic transmission, if in a comprehensible form, is effective at the earliest of the following: iii when received; (2) five days after its deposit in the United States mail, if mailed postpaid and correctly addressed; (3) on the date shown on the return receipt, if sent by registered or certified mail, return receipt requested; or if sent by messenger or delivery service, on the date shown on the return receipt signed by or on behalf of the addressee; or (4) on the date of publication if notice by publication is permitted.

(f) Oral notice is effective when communicated if communicated in a comprehensible manner.

## **SECTION 5. OFFICERS AND AGENTS**

### **5.1 Enumeration and Qualification.**

The officers of the Corporation shall be a President, a Treasurer and a Clerk, and such other officers, including a Chairman of the Board, one or more Vice Presidents, one or more assistant Treasurers, one or more assistant Clerks, and a secretary and one or more assistant secretaries, as the Directors from time to time may in their discretion elect or appoint. The Corporation may also have such agents, if any, as the Directors from time to time, may in their discretion appoint. The President, and the Chairman of the Board, if any, shall be elected from the Board of Directors. The Clerk shall be a resident of Massachusetts unless the Corporation has a resident agent appointed for the purpose of service of process. Any two or more offices may be held by the same person. Any officer may be required by the Directors to give bond for the faithful performance of his duties to the Corporation in such amount and with such sureties as the Directors may determine. No officer need be a Stockholder or Director.

### **5.2 Powers.**

Subject to law, to the Articles of Organization and to the other provisions of these By-Laws, each officer shall have, in addition to the duties and powers herein set forth, such duties and powers as are commonly incident to this office and such duties and powers as the Directors may from time to time designate.

### **5.3 Election.**

The President, the Treasurer and the Clerk shall be elected annually by the

Directors at their first meeting following the annual meeting of the Stockholders. Other officers, if any, may be elected or appointed by the Board of Directors at said meeting or at any other time.

#### 5.4 Tenure.

Except as otherwise provided by law or by the Articles of Organization or by these By-Laws, the President, the Treasurer and the Clerk shall hold office until the first meeting of the Directors following the next annual meeting of the Stockholders and until their respective successors are chosen and qualified, and each other officer shall hold office until the first meeting of the Directors following the next annual meeting of the Stockholders unless a shorter period shall have been specified by the terms of his election or appointment, or in each case until he sooner dies, resigns, is removed or becomes disqualified. Each agent shall retain his authority at the pleasure of the Directors.

#### 5.5 Chainman of the Board and Preside~,

The President shall preside at all meetings of the Stockholders at which he is present and the Chairman of the Board shall preside at all meetings of the Directors at which he is present. If there be no Chairman of the Board, the President shall preside at all meetings of the Directors at which he is present. If there be a Chairman of the Board, the Directors may designate either such Chairman of the Board or the President to be the chief executive officer of the Corporation, but if there be no Chairman of the Board, or if the Directors shall not have designated the Chairman of the Board to be the chief executive officer, the President shall be the chief executive officer of the Corporation. The President and the Chairman of the Board, if there be such an officer, shall each have such further duties and powers as shall be prescribed from time to time by the Directors. The President may, but need not be, a Director.

#### 5.6 Vice-president.

The Vice-president shall have such duties and powers as shall be prescribed for them respectively from time to time by the Directors or by the chief executive officer. The Directors or the chief executive officer may from time to time designate one or more Vice-presidents, administrative Vice-presidents, divisional Vice-presidents, or otherwise, or may otherwise fix or indicate the order of their rank, and in their or his discretion, may from time to time change or revoke any such designation. In the absence or disability of the President, the Vice-president designated by the Directors or the chief executive officer, or in the absence of such designation, the Vice-presidents in the order of their rank shall perform all the duties of the President, and when so acting shall have all the powers of the President.

#### 5.7 Treasurer and Assistant Treasurers.

Unless otherwise prescribed by the Directors, the  
< Treasurer shall be the chief Financial and accounting officer of the Corporation and shall be in charge of its funds, books of account, accounting records and valuable papers, and shall have



such other duties and powers as may be prescribed from time to time by the Directors or by the chief executive officer. The Treasurer shall be responsible to and shall report to the Directors but in the ordinary conduct of the Corporation's business shall be under the supervision of the chief executive officer or such other officer as the Directors may from time to time determine.

Any Assistant Treasurers shall have such duties and powers as shall be prescribed from time to time by the Directors, the chief executive officer or the Treasurer, and shall be responsible to and shall report to the Treasurer.

#### 5.8 Clerk and Assistant Clerk.

The Clerk shall record all the proceedings of the Stockholders in a book or series of books to be kept therefore, which book or books shall be kept at the principal office of the Corporation or at the office of its transfer agent or of its Clerk and shall be open at all reasonable times to the inspection of any Stockholder. In the absence of the Clerk from any meeting of Stockholders, an Assistant Clerk, or if there be none or he is absent, a temporary Clerk chosen at the meeting, shall record the proceedings thereof in the aforesaid book or books. Unless a transfer agent has been appointed, the Clerk shall keep or cause to be kept the stock and transfer records of the Corporation, which shall contain the names and record addresses of all Stockholders and the amount of stock held by each. If no secretary is elected, the Clerk shall keep a true record of the proceedings of all meetings of the Directors and in his absence from any such meeting an assistant Clerk or if there be none or he is absent, a temporary Clerk chosen at the meeting shall record the proceedings thereof. Any assistant Clerk shall have such duties and powers as shall be prescribed from time to time by the Directors.

#### 5.9 Secretary and Assistant Secretaries.

The Secretary shall keep a true record of the proceedings to all meetings of the Directors and in his absence from any such meeting, an assistant Secretary, or if there be none or he is absent, a temporary Secretary chosen at the meeting shall record the proceedings thereof.

Any assistant Secretaries shall have such duties and powers as shall be prescribed from time to time by the Directors, the chief executive officer or the Secretary, and shall be responsible to and shall report to the Secretary.

#### 5.10 Standards of Conduct for Officers.

An officer shall discharge his or her duties: (a) in good faith; (b) with the care that a person in a like position would reasonably exercise under similar circumstances; and (c) in a manner the officer reasonably believes to be in the best interests of the Corporation. In discharging his or her duties, an officer, who does not have knowledge that makes reliance unwarranted, is entitled to rely on information, opinions, responses, or statements, including financial statements and other financial data, if prepared or presented by: 1) one or more officers or employees of the Corporation whom the officer reasonably believes to be reliable and competent with respect to the information, opinions, reports or statements presented; or (2) legal counsel, public accountants, or other persons retained by the

Corporation as to matters involving skills or expertise the officer reasonably believes are matters (i) within the particular person's professional or expert competence or (ii) as to which the particular person merits confidence. An officer shall not be liable to the Corporation or its shareholders for any decision to take or not to take any action taken, or any failure to take any action, as an officer, if the duties of the officer are performed in compliance with this Section.

## **SECTION 6. RESIGNATIONS AND REMOVALS**

Any Director or officer may resign at any time by delivering his resignation in writing to the President, the Treasurer or the Clerk or to a meeting of the Directors. Such resignation shall be effective upon receipt unless specified to be effective at some other time. A Director (including persons elected by Directors to fill vacancies in the Board) may be removed from office (a) with or without cause by the vote of the holders of a majority of the shares issued and outstanding and entitled to vote in the election of Directors, provided that the Directors of a class elected by a particular class of Stockholders may be removed only by the vote of the holders of a majority of the shares of such class, or b) for cause by vote of a majority of the Directors then in office. The Directors may remove any officer elected by them with or without cause by the vote of a majority of the Directors then in office. A Director or officer may be removed for cause only after reasonable notice and opportunity to be heard before the body proposing to remove him. No Director or officer resigning and (except where a right to receive compensation shall be expressly provided in a duly authorized written agreement with the Corporation) no Director or officer removed, shall have any right to any compensation as such Director or officer for any period following his resignation or removal, or any right to damages on account of such removal, whether his compensation be by the month or by the year or otherwise; unless in the case of a resignation, the Directors, or in the case of a removal, the body acting on the removal, shall in their or its discretion provide for compensation.

## **SECTION 7. CORPORATE RECORDS**

### **7.1 Records to be Kept.**

ca) The Corporation shall keep as permanent records minutes of all meetings of its shareholders and Board of Directors, a record of all actions taken by the shareholders or Board of Directors without a meeting, and a record of all actions taken by a committee of the Board of Directors in place of the Board of Directors on behalf of the Corporation. The Corporation shall maintain appropriate accounting records. The Corporation or its agent shall maintain a record of its shareholders, in a form that permits preparation of a list of the names and addresses of all shareholders in alphabetical order by class of shares showing the number and class of shares held by each. The Corporation shall maintain its records in written form or in another form capable of conversion into written form within a reasonable time.

(b) The Corporation shall keep within The Commonwealth of Massachusetts a copy of the following records at its principal office or an office of its transfer agent or of its Secretary or Assistant Secretary or of its registered agent:

(i) its Articles or Restated Articles of Organization and all amendments to them currently in effect:

- (ii) its Bylaws or restated Bylaws and all amendments to them currently in effect;
- (iii) resolutions adopted by its Board of Directors creating one or more classes or series of shares, and fixing their relative rights, preferences, and limitations, if shares issued pursuant to those resolutions are outstanding;
- (iv) the minutes of all shareholders' meetings, and records of all action taken by shareholders without a meeting, for the past three years;
- (v) all written communications to shareholders generally within the past three years, including the financial statements furnished under Section 16.20 of the MBCA for the past three years;
- (vi) a list of the names and business addresses of its current Directors and officers; and
- (vii) its most recent annual report delivered to the Massachusetts Secretary of State.

## 7.2 Inspection of Records by Shareholders.

- (a) A shareholder is entitled to inspect and copy, during regular business hours at the office where they are maintained pursuant to Section 1(b) of this Article, copies of any of the records of the Corporation described in said Section if he or she gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy.
- (b) A shareholder is entitled to inspect and copy; during regular business hours at a reasonable location specified by the Corporation, any of the following records (if the Corporation if the shareholder meets the requirements of subsection (c) and gives the Corporation written notice of his or her demand at least five business days before the date on which he or she wishes to inspect and copy: 1) excerpts from minutes reflecting action taken at any meeting of the Board of Directors, records of any action of a committee of the Board of Directors while acting in place of the Board of Directors on behalf of the Corporation, minutes of any meeting of the shareholders, and records of action taken by the shareholders or Board of Directors without a meeting, to the extent not subject to inspection under subsection (a) of this Section;  
(2) accounting records of the Corporation, but if the financial statements of the Corporation are audited by a certified public accountant, inspection shall be limited to the financial statements and the supporting schedules reasonably necessary to verify any line item on those statements; and  
(3) the record of shareholders described in Section 1(a) of this Article.
- (c) A shareholder may inspect and copy the records described in subsection (b) only if:
  - 1) his or her demand is made in good faith and for a proper purpose;
  - (2) he or she describes with reasonable particularity his or her purpose and the records he or she desires to inspect;
  - (3) the records are directly connected with his or her purpose; and
  - (4) the Corporation shall not have determined in good faith that disclosure of the records sought would adversely affect the Corporation in the conduct of its business[FN47] .
- (d) For purposes of this Section, "shareholder" includes a beneficial owner whose shares are held in a voting trust or by a nominee on his or her behalf.

### 7.3 Scope of Inspection right

- (a) A shareholder's agent or attorney has the same inspection and copying rights as the shareholder represented.
- (b) The Corporation may, if reasonable, satisfy the right of a shareholder to copy records under Section 2 of this Article by furnishing to the shareholder copies by photocopy or other means chosen by the Corporation including copies furnished through an electronic transmission.
- (c) The Corporation may impose a reasonable charge, covering the costs of labor, material, transmission and delivery, for copies of any documents provided to the shareholder. The charge may not exceed the estimated cost of production, reproduction, transmission or delivery of the records.
- (d) The Corporation may comply at its expense, with a shareholder's demand to inspect the record of shareholders under Section 2(b)(3) of this Article by providing the shareholder with a list of shareholders that was compiled no earlier than the date of the shareholder's demand.
- e) The Corporation may impose reasonable restrictions on the use or distribution of records by the demanding shareholder.

### 7.4 Inspection of Records b Directors.

A Director is entitled to inspect and copy the books, records and- documents of the Corporation at any reasonable time to the extent reasonably related to the performance of the Director's duties as a Director, including duties as a member of a committee, but not for any other purpose or in any manner that would violate any duty to the Corporation.

## **SECTION 8. VACANCIES**

Any vacancy in the Board of Directors, including a vacancy resulting from the enlargement of the Board, may be filled by the Stockholders or, in the absence of Stockholder action, by the Directors by vote of a majority of the Directors then in office. If the office of any such officer becomes vacant, the Directors may elect or appoint a successor, by vote of a majority of the Directors present.

Each such successor shall hold office for the unexpired term, and in the case of the President, the Treasurer and the Clerk, until his successor is chosen and qualified, or in each case until he sooner dies, resigns, is removed or becomes disqualified. The Directors shall have and may exercise all their powers notwithstanding the existence of one or more vacancies in their number.

## **SECTION 9. CAPITAL STOCK**

### 9.1 Number and Par Value.

The total number of shares and the par value, if any, of each class of stock which the Corporation is authorized to issue shall be as stated in the Articles of Organization.

### 9.2 Fractional Shares.

The Corporation may issue fractional shares of stock, and may

issue in lieu thereof scrip in registered or bearer form which shall entitle the holder to receive a certificate for a full share upon surrender of such scrip aggregating a full share, the terms and conditions and manner of issue of each scrip to be fixed by the Directors.

### 9.3 Stock Certificates.

Each Stockholder shall be entitled to a certificate stating the number and class and the designation of the series, if any, of the shares held by him, in such form as shall, in conformity with law, be prescribed from time to time by the Directors. Such certificate shall be signed by the President or a Vice President and by the Treasurer or an Assistant Treasurer. Such signatures may be facsimiles if the certificate is signed by a transfer agent, or by a registrar, other than a Director, officer or employee of the Corporation. In case any officer who has signed or whose facsimile signature has been placed on such certificate shall have ceased to be such officer before such certificate is issued, it may be issued by the Corporation with the same effect as if he were such officer at the time of its issue.

### 9.4 Loss of Certificates.

In the case of the alleged loss or destruction or the mutilation of a certificate of stock, a duplicate certificate may be issued in place thereof, upon such terms as the Directors may prescribe.

## **SECTION 10. TRANSFER OF SHARES OF STOCK**

### 10.1 Transfer on Books.

Subject to the restrictions, if any, stated or noted on the stock certificate and as provided in Section 17 of these By-Laws or any agreement amongst the Stockholders and the Corporation, shares of stock may be transferred on the books of the Corporation by the surrender to the Corporation or its transfer agent of the certificate therefore properly endorsed or accompanied by a written assignment and power of attorney properly executed, with necessary transfer stamps affixed, and with such proof of the authenticity of signature as the Directors or the transfer agent of the Corporation may reasonably require. Except as may be otherwise required by law, by the Articles of Organization, by these By-Laws or any agreement amongst the Stockholders and the Corporation, the Corporation shall be entitled to treat the record holder of stock as shown on its books as the owner of such stock for all purposes, including the payment of dividends and the right to receive notice and to vote with respect thereto, regardless of any transfer, pledge or other disposition of such stock until the shares have been transferred on the books of the Corporation in accordance with the requirements of these By-Laws. It shall be the duty of each Stockholder to notify the Corporation of his post office address.

### 10.2 Record Date and Closing Transfer Books.

The Directors may fix in advance a time, which shall not be more than sixty days before the date of any meeting of Stockholders or the

date for the payment of any dividend or making of any distribution to Stockholders or the last day on which the consent or dissent of Stockholders may be effectively expressed for any purpose, as the record date for determining the Stockholders having the right to notice of and to vote at such meeting and any adjournment thereof, or the right to receive any such dividend or distribution or the right to give such consent or dissent. In such case only Stockholders of record on such record date shall have such right, notwithstanding any transfer of stock on the books of the Corporation alter the record date; or without fixing such record date the Directors may for any of such purposes close the transfer books for all or any part of such period.

## **SECTION II. INDEMNIFICATION OF DIRECTORS AND OFFICERS.**

The Corporation shall, to the extent legally permissible, indemnify each of its present or former Directors and officers and any person who may be then serving or who may have previously served at its request as a Director or officer of any other organization in which it owns or owned shares or of which it is or was a creditor and it may, to the extent authorized by the Directors, indemnify present or former employees and other agents or any person who may be then serving or who may have previously served at its request as an employee or agent if any other organization in which it directly or indirectly owns or owned shares or of which it is or was a creditor against all liabilities, expenses and attorneys' fees, including amounts incurred or paid by him (a) in connection with the defense or disposition of any action, suit or proceeding, civil or criminal, and any appeal therein, in which he is made a party or involved by reason of being or having been such Director, officer, employee or other agent, (b) in connection with any proceeding in advance of the final disposition of such action, suit, or proceeding, (c) in satisfaction of judgments or as fines and penalties, or (d) in connection with any compromise or settlement first approved by a disinterested majority of the Directors then in office, or (ii) by the holders of a majority of the outstanding stock at the time entitled to vote for Directors, voting as a single class, exclusive of any stock owned by any interested Director or officer, upon receipt of an undertaking by the person indemnified to repay such amount if he shall be adjudicated to be not entitled to indemnification. An "interested" Director is one against whom in such capacity the proceedings in question or another proceeding on the same or similar grounds is then pending.

Such indemnification may include payment by the Corporation of expenses incurred in defending a civil or criminal action or proceeding in advance of the final disposition of such action or proceeding, upon receipt of any undertaking by the person indemnified to repay such payment if he shall be adjudicated to be not entitled to indemnification under this section. Notwithstanding the foregoing, indemnification shall not be provided for any person with respect to any matter as to which he shall have been adjudicated in any proceeding not to have acted in good faith in the reasonable belief that his action was in the best interests of the Corporation.

Any right to indemnification arising hereunder shall inure to the benefit of the heirs, executors or administrators of any such officer or Director, employee or other agent and shall be

in addition to all other rights to which such officer, Director, employee or other agent may be

entitled as a matter of law.

The Corporation may purchase and maintain insurance on behalf of any such Director, officer, employee or other agent above mentioned against any liability incurred by him in any such capacity or arising out of his status as such, whether or not the Corporation would have the power to indemnify him against such liability.

Notification and Defense of Claim-, Settlements:

(a) In addition to and without limiting the foregoing provisions of this Article and except to the extent otherwise required by law, it shall be a condition of the Corporation's obligation to indemnify under Section 2 of this Article (in addition to any other condition provide in these Bylaws or by law) that the person assenting, or proposing to assert, the right to be indemnified, must notify the Corporation in writing as soon as practicable of any action, suit, proceeding or investigation involving such person for which indemnity will or could be sought, but the failure to so notify shall not affect the Corporation's objection to indemnify except to the extent the Corporation is adversely affected thereby. With respect to any proceeding of which the Corporation is so notified, the Corporation will be entitled to participate therein at its own expense and/or to assume the defense thereof at its own expense, with legal counsel reasonably acceptable to such person. After notice from the Corporation to such person of its election so to assume such defense, the Corporation shall not be liable to such person for any legal or other expenses subsequently incurred by such person in connection with such action, suit, proceeding or investigation other than as provided below in this subsection (a). Such person shall have the right to employ his or her mm counsel in connection with such action, suit, proceeding or investigation, but the fees arid expenses of such counsel incurred after notice from the Corporation of its assumption of the defense thereof shall be at the expense of such person unless 1) the employment of council by such person has been authorized by the Corporation, (2) counsel to such person shall have reasonably concluded that there may be a conflict of interest or position on any significant issue between the Corporation and such person in the conduct of the defense of such action, suit, proceeding or investigation or (3) the Corporation shall not in fact have employed counsel to assume the defense of such action, suit, proceeding or investigation, in each of which cases the fees and expenses of counsel for such person shall be at the expense of the Corporation, except as otherwise expressly provided by this Article. The Corporation shall not be entitled, without the consent of such person, to assume the defense of any claim brought by or in the right of the Corporation or as to which counsel for such person shall have reasonably made the conclusion provided for in clause (2) above.

(b) The Corporation shall not be required to indemnify such person under this Article for any amounts paid in settlement of any proceeding unless authorized in the same manner as the determination that indemnification is permissible under Section 4 of this Article, except that if there are fewer than two disinterested Directors, authorization of indemnification shall be made by the Board of Directors, in which authorization Directors who do not qualify as disinterested Directors may participate. The Corporation shall not settle any action, suit, proceeding or investigation in any manner which would impose any penalty or limitation on such person without such person's written consent. Neither the Corporation nor such person will unreasonably withhold their consent to any proposed settlement.

Application of this Article:

(a) The Corporation shall not be obligated to indemnify or advance expenses to a Director or officer of a predecessor of the Corporation, pertaining to conduct with respect to the predecessor, unless otherwise specifically provided.[FN57]

(b) This Article shall not limit the Corporation's power to (1) pay or reimburse expenses incurred by a Director or an officer in connection with his or her appearance as a witness in a proceeding at a time when he or she is not a party or (2) indemnify, advance expenses to or provide or maintain insurance on behalf of an employee or agent.[FN58]

cc) The indemnification and advancement of expenses provided by, or granted pursuant to, this Article shall not be considered exclusive of any other rights to which those seeking indemnification or advancement of expenses may be entitled.[FN59]

(d) Each person who is or becomes a Director or officer shall be deemed to have served or to have continued to serve in such capacity in reliance upon the indemnity provided for in this Article. All rights to indemnification under this Article shall be deemed to be provided by a contract between the Corporation and the person who serves as a Director or officer of the Corporation at any time while these Bylaws and the relevant provisions of the MBCA are in effect. Any repeal or modification thereof shall not affect any rights or obligations then existing.

(e) If the laws of the Commonwealth of Massachusetts are hereafter amended from time to time to increase the scope of permitted indemnification, indemnification hereunder shall be provided to the fullest extent permitted or required by any such amendment.

## **SECTION 12. CERTAIN CONTRACTS AND TRANSACTIONS**

No contract or transaction between the Corporation and one or more of its Directors or officers, or between the Corporation and any other organization of which one or more of its Directors or officers are directors, trustees or officers, or in which any of them has any financial or other interest, shall be void or voidable, or in any way affected, solely for this reason, or solely because the Director or officer is present at or participates in the meeting of the Board of Directors or committee thereof which authorizes, approves or ratifies the contract or transaction, or solely because his, her or their votes are counted for such purposes, if:

(a) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Board of Directors or the committee which authorized, approves or ratifies the contract or transaction, and the Board or committee in good faith authorizes, approves or ratifies the contract or transaction by the affirmative vote of a majority of the disinterested Directors, even though the disinterested Directors be less than a quorum; or

(b) The material facts as to his relationship or interest and as to the contract or transaction are disclosed or are known to the Stockholders entitled to vote thereon, and the contract or transaction is specifically authorized, approved or ratified in good faith by vote of the Stockholders; or

cc) The contract or transaction is fair as to the Corporation as of the time it is



authorized, approved or ratified by the Board of Directors, a committee thereof, or the Stockholders.

Common or interested Directors may be counted in determining the presence of a quorum at a meeting of the Board of Directors or of a committee thereof which authorizes, approves or ratifies the contract or transaction. No Director or officer of the Corporation shall be liable or accountable to the Corporation or to any of its Stockholders or creditors or to any other person, either for any loss to the Corporation or to any other person or for any gains or profits realized by such Director or officer, by reason of any contract or transaction as to which clauses (a), (b) or (c) above are applicable.

### **SECTION 13. CORPORATE SEAL**

The seal of the Corporation shall, subject to alteration by the Directors, consist of a flat faced circular die with the word "Massachusetts", together with the name of the Corporation and the year of its organization, cut or engraved thereon.

### **SECTION 14. EXECUTION OF PAPERS**

Except as the Directors may generally or in particular cases authorize the execution thereof in some other manner, all deeds, leases, transfers, contracts, bonds, notes, checks, drafts and other obligations made, accepted or endorsed by the Corporation shall be signed by its President and Treasurer.

### **SECTION 15. FISCAL YEAR**

Except as from time to time otherwise provided by the Board of Directors, the fiscal year of the Corporation shall be that date which is set forth in the Articles of Organization.

### **SECTION 16. STOCK IN OTHER CORPORATIONS**

The Directors, or in the event that the Directors fail to act, the President, or in the event he fails to act, the Treasurer may waive notice of, and may appoint any person or persons to act as proxy or proxies or attorney or attorneys in fact of this Corporation (with or without power of substitution), at any meeting of the Stockholders of any Corporation, stock in which shall be held by this Corporation.

### **SECTION 17. REIMBURSEMENT OF EXPENSES**

Any payments made to an officer or other employee of the Corporation, including (but without limiting the generality of the foregoing), salary, commission, bonus, interest, or rent, or any payments made to an officer of the Corporation to reimburse such officer for expense incurred by him, which shall be disallowed as a deductible expense on the Corporation's income tax return in whole or in part by the Internal Revenue Service, shall be reimbursed by such officer to the Corporation to the full extent of such disallowance. It shall be the duty of the Board

of Directors to enforce the repayment of all amounts so disallowed. In lieu of payment by the officer, there may, in the discretion of the Board of Directors, be withheld from his future

compensation and other payments proportionate amounts until the amount due to the Corporation has been fully recovered.

#### **SECTION 18. AMENDMENTS**

These By-Laws may be altered, amended or repealed at any annual or special meeting of the Stockholders called for that purpose, of which the notice shall specify the subject matter of the proposed alteration, amendment or repeal of the sections to be affected thereby, by vote of the Stockholders entitled to vote on the question. If authorized by the Articles of Organization, these By-Laws may also be altered, amended, or repealed by vote of the majority of the Directors then in office, except that the Directors shall not take any action which

- a) alters or abolishes any preferential right of stock having preferences;
- b) creates, alters, or abolishes any right in or redemption of stock;
- c) alters or abolishes any preemptive right in respect of stock;
- d) creates or alters any restriction on transfer applicable to stock;
- e) excludes or limits the right of a Stockholder vote on a matter; or
- f) provides for indemnification of Directors or affects the powers of Directors or officers to contract with the Corporation.

Any By-Law so altered, amended or repealed by the Directors may further be altered or amended or reinstated by the Stockholders in the above manner.

#### **SECTION 19. RESTRICTIONS ON TRANSFER**

1. Any holder ("Holder") of this Corporation's capital stock ("Shares") (Holder shall, whenever used in these restrictions, be deemed to include the executor, administrator or other representative of any deceased Holder, a pledgee or other holder of a security interest in Shares, a receiver, or trustee in bankruptcy, or assignee for the benefit of creditors, of a Holder, and the purchaser or other transferee of any Shares sold upon execution) who may desire to transfer any Shares, whether by way of sale, assignment, exchange, or otherwise, to any person, firm or corporation, shall deliver to the remaining non-transferring Stockholders of the Corporation a notice ("Notice") in writing setting forth such Holder's intention to make such transfer, the number and class of Shares involved, the name and address of the proposed transferee and the consideration and terms at which such Holder is willing to sell said Shares pursuant to a bona fide offer (the "Offer") by the proposed transferee. A copy of the Offer shall be attached to the Notice to the non-transferring Stockholders.

2. The non-transferring Stockholders shall have the exclusive option, for a period of thirty (30) days after receipt of such Notice and Offer (the "First Notice Period"), to notify the Holder of their desire to purchase their pro rata amount ("Pro Rata Amount") of said Shares (determined by a fraction the numerator of which shall be the amount of Shares owned by such non-transferring Stockholder and the denominator of which shall be the amount of shares owned by all of the non-transferring Stockholders) at a purchase price

equal to the proportionate value of the consideration set forth in such Notice and Offer (determined based on the number of Shares being purchased by such non-transferring Stockholder), and substantially on said terms. If any of the non-transferring Stockholders exercise their option, then such purchase and sale shall take place within thirty (30) days after the expiration of the First Notice Period.

3.If the non-transferring Stockholders do not exercise their option to purchase all of said Shares and tender payment therefore to the Holder within the time herein prescribed, the non-transferring Stockholders' rights with respect to such non purchased Shares shall be deemed to be waived.

4.In the event the non-transferring Stockholders do not elect to purchase all of the Holder's Shares on or before the expiration of the First Notice Period, the Holder shall then deliver to the Clerk of the Corporation a copy of the Notice and the Offer.

5.The Corporation, by vote of its Board of Directors, which vote will not include the Holder if such Holder is a Director of the Corporation, shall have the exclusive option, for a period of thirty (30) days after receipt of such Notice and Offer (the "Second Notice Period"), to notify the Holder of its desire to purchase the remainder of said Shares not purchased by the non-transferring Stockholders as provided herein at a purchase price equal to the proportionate value of the consideration therefore set forth in such Notice and Offer (determined based on the number of Shares being purchased by the Corporation), and substantially on said terms. If the Corporation exercises its option, then such purchase and sale shall take place within thirty (30) days after the expiration of the Second Notice Period.

6.If the Corporation does not exercise its option to purchase said Shares and tender payment therefore to such Holder within the time herein prescribed, the Corporation's rights shall be deemed to be waived and the Holder shall be free to transfer said Shares for the consideration and upon the terms specified in such Notice and Offer and to the proposed transferee named therein, but not for a substantial deviation from such consideration, nor on more favorable terms, nor to any other transferee. If such transfer is not completed within sixty (60) days from the date of the expiration of the Second Notice Period, said Shares shall again be subject to the restrictions contained in this Section 17.

7.No Shares shall be sold or transferred on the books of the Corporation until these provisions have been complied with; provided, however, that the non-transferring Stockholders and/or the Corporation, by vote of the disinterested members of the Board of Directors, may in any particular instance waive compliance with the provisions relating to the such party's right of first refusal.

8.Any Shares transferred to a proposed transferee pursuant to this Section 17 shall, while held by any such transferee, continue to be subject to the restrictions of this Section 17.

9.If any transfer of Shares is made or attempted contrary to these provisions, the non-transferring Stockholders and the Corporation shall have the continuing right to purchase such Shares from the record owner thereof, or from the transferee or purported transferee, at the book value thereof as determined in accordance with Paragraph 10

hereof. The non-transferring Stockholders may exercise their right to purchase their Pro Rata Amount provided in this Paragraph 9 by written notice setting forth a date for such purchase not sooner than fifteen (15) days not later than thirty (30) days after the giving of such notice and stating the amount of the purchase price to be paid for said Shares. If the non-transferring Stockholders do not exercise their right to purchase all of the Shares as provided herein, the Corporation may exercise its right to purchase provided in this Paragraph 9 by written notice setting forth a date for such purchase not sooner than fifteen (15 ) days not later than thirty (30) days alter the giving of such notice and stating the amount of the purchase price to be paid for said Shares. The record owner, transferee or purported transferee shall be obliged to deliver the certificate(s) for such Shares duly endorsed for transfer to the non-transferring Stockholders or the Corporation, as the case may be, on the date specified in the notice against payment in full by the non-transferring Stockholders and/or the Corporation, as the case may be, of the purchase price.

10.The book value of the Shares for purposes of Paragraph 9 hereof shall be determined as of the close of the most recent fiscal year end of the Corporation prior to the date when either the non-transferring Stockholders or the Corporation, as the case may be, exercises their or its right to purchase the Shares pursuant to Paragraph 9 hereof. Such determination shall be made by the Corporation's then regularly employed independent public accountant or its chief financial officer if the Corporation does not employ an independent public accountant in accordance with generally accepted accounting principles consistently applied, and shall be appropriately adjusted to reflect any dividends (cash, stock or otherwise), stock splits or combinations, or reduction of capital or like event occurring between the date of determination of book value and the date of purchase under Paragraph 9 hereof.



**The Commonwealth of Massachusetts**  
**William Francis Galvin**

Minimum Fee: \$250.00

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

**Articles of Organization**

(General Laws, Chapter 156D, Section 2.02; 950 CMR 113.16)

Identification Number: 001427621

**ARTICLE I**

The exact name of the corporation is:

MASSBIOLYTICS CORP.

**ARTICLE II**

Unless the articles of organization otherwise provide, all corporations formed pursuant to G.L. C156D have the purpose of engaging in any lawful business. Please specify if you want a more limited purpose:

**ARTICLE III**

State the total number of shares and par value, if any, of each class of stock that the corporation is authorized to issue. All corporations must authorize stock. If only one class or series is authorized, it is not necessary to specify any particular designation.

Class of Stock	Par Value Per Share Enter 0 if no Par	Total Authorized by Articles of Organization or Amendments		Total Issued and Outstanding <i>Num of Shares</i>
		<i>Num of Shares</i>	<i>Total Par Value</i>	
CWP	\$0.00100	200,000	\$200.00	200,000

G.L. C156D eliminates the concept of par value, however a corporation may specify par value in Article III. See G.L. C156D Section 6.21 and the comments thereto.

**ARTICLE IV**

If more than one class of stock is authorized, state a distinguishing designation for each class. Prior to the issuance of any shares of a class, if shares of another class are outstanding, the Business Entity must provide a description of the preferences, voting powers, qualifications, and special or relative rights or privileges of that class and of each other class of which shares are outstanding and of each series then established within any class.

**ARTICLE V**

The restrictions, if any, imposed by the Articles of Organization upon the transfer of shares of stock of any class are:

**ARTICLE VI**

Other lawful provisions, and if there are no provisions, this article may be left blank.

**Note: The preceding six (6) articles are considered to be permanent and may be changed only by filing appropriate articles of amendment.**

#### ARTICLE VII

The effective date of organization and time the articles were received for filing if the articles are not rejected within the time prescribed by law. If a *later* effective date is desired, specify such date, which may not be later than the *90th day* after the articles are received for filing.

**Later Effective Date: Time:**

#### ARTICLE VIII

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

**a,b. The street address of the initial registered office of the corporation in the commonwealth and the name of the initial registered agent at the registered office:**

Name: CRAIG SOCKOL  
No. and Street: 20 COMMERCIAL DR., STE. 2001  
City or Town: DRACUT State: MA Zip: 01826 Country: USA

**c. The names and street addresses of the individuals who will serve as the initial directors, president, treasurer and secretary of the corporation (an address need not be specified if the business address of the officer or director is the same as the principal office location):**

Title	Individual Name First, Middle, Last, Suffix	Address (no PO Box) Address, City or Town, State, Zip Code
PRESIDENT	CRAIG SOCKOL	20 COMMERCIAL DR., STE. 2001 DRACUT, MA 01826 USA
TREASURER	CRAIG SOCKOL	20 COMMERCIAL DR., STE. 2001 DRACUT, MA 01826 USA
SECRETARY	CRAIG SOCKOL	20 COMMERCIAL DR., STE. 2001 DRACUT, MA 01826 USA
DIRECTOR	CRAIG SOCKOL	20 COMMERCIAL DR., STE. 2001 DRACUT, MA 01826 USA

**d. The fiscal year end (i.e., tax year) of the corporation:**  
December

**e. A brief description of the type of business in which the corporation intends to engage:**

ANALYTICAL LABORATORY

**f. The street address (*post office boxes are not acceptable*) of the principal office of the corporation:**

No. and Street: 20 COMMERCIAL DR., STE. 2001  
City or Town: DRACUT State: MA Zip: 01826 Country: USA

**g. Street address where the records of the corporation required to be kept in the Commonwealth are located (*post office boxes are not acceptable*):**

No. and Street: 20 COMMERCIAL DR., STE. 2001

City or Town: DRACUT State: MA Zip: 01826 Country: USA

which is

☒ its principal office  
☐ an office of its secretary/assistant secretary

☐ an office of its transfer agent  
☐ its registered office

**Signed this 26 Day of February, 2020 at 7:45:30 AM by the incorporator(s).** *(If an existing corporation is acting as incorporator, type in the exact name of the business entity, the state or other jurisdiction where it was incorporated, the name of the person signing on behalf of said business entity and the title he/she holds or other authority by which such action is taken.)*

LEGALZOOM.COM, INC., A CALIFORNIA CORPORATION, CHEYENNE MOSELEY, ASSISTANT SECRETARY

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:

February 26, 2020 07:44 AM

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

WILLIAM FRANCIS GALVIN

*Secretary of the Commonwealth*





William Francis Galvin  
Secretary of the  
Commonwealth

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

**March 13, 2020**

TO WHOM IT MAY CONCERN:

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

**MASSBIOLYTICS CORP.**

is a domestic corporation organized on **February 26, 2020**, under the General Laws of the Commonwealth of Massachusetts.

I further certify that there are no proceedings presently pending under the Massachusetts General Laws Chapter 156D section 14.21 for said corporation's dissolution; that articles of dissolution have not been filed by said corporation; 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.



Processed By: TAA

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

# Craig Sockol Attestation- Certificate of Good Standing from the Department of Unemployment Assistance

## **Affidavit of Craig Sockol**

My name is Craig Sockol and I hereby depose and state as follows:

- 1) I am currently applying for a Massachusetts Cannabis License to operate a Testing Lab in Massachusetts called Massbiolytics, in compliance with the CCC state regulations.
- 2) Massbiolytics is currently unable to receive a certificate of good standing from the Department of Unemployment Assistance.
- 3) Massbiolytics is currently unable to register with the Department of Unemployment Assistance until the company officially hires its first employees.

Signed under the pains and penalties of perjury, this 17th day of March, 2020



---

Craig S. Sockol



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

mass.gov/dor

Letter ID: L1436114816  
Notice Date: November 1, 2019  
Case ID: 0-000-798-249



## CERTIFICATE OF GOOD STANDING AND/OR TAX COMPLIANCE



CRAIG SOCKOL  
20 COMMERCIAL DR STE 2001  
DRACUT MA 01826-2836

### ***Why did I receive this notice?***

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

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

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

### ***What if I have questions?***

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

### ***Visit us online!***

Visit [mass.gov/dor](http://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

# MASSBIOLYTICS

## 2019 BUSSINESS PLAN FOR NEW EMERGING MASSACHUSETTS CANNABIS MARKET

# MISSION / VISION/GOAL

## MISSION

TO PROVIDE A SERVICE THAT WILL  
ASSURE THE QUALITY AND SAFETY OF CANNABIS WHICH WILL PROTECT AND  
INFORM CULTIVATORS, RETAILERS AND CONSUMERS

## CANNABIS VISION

TO ESTABLISH A FAST GROWING BUSINESS THAT WILL BECOME THE STANDARD OF  
EXCELLENCE AND SERVICE IN MASSACHUSETTS

## GOAL

TO OFFER CONSISTENT QUALITY TEST SERVICES AND GROW COMPANY SALES AND  
PROFITS IN PARALLEL WITH THE RAPID ADULT USE MARKET GROWTH

***MassBiolytics***

# OBJECTIVES/MILESTONES

- SECURE DRACUT SPECIAL PERMIT
- VALIDATE ALL CANNABIS TEST METHODS
- OBTAIN MASS CCC LICENSE
- ACHIEVE PROFITABILITY – Q-2 2020
- SECURE 25+ DISPENSORY CLIENTS
- SECURE 50+ CULTIVATOR & MFG CLIENTS
- REVENUE OF \$3.5M IN 2021

# BUSINESS MODEL

- FEE FOR SERVICE MODEL
- LAB OPERATING COMPLIANT WITH ISO-17025 REGS
- CCC STATE LICENSE
- SAMPLING AND PICKUP OF SAMPLES ON-SITE
- PERFORM ALL TESTS IN 1 LAB SITE
- SUBMIT TEST CERTIFICATE REPORT
- BILL CLIENT- 30 DAYS TERMS
- COLLECT VIA CASH, CHECK. OR DEBIT CARD

# LAB TEST SERVICES

- **POTENCY** (THCA, THC,THCV, CBDA, CBD, CBN, CBG,CBC)
- **PESTICIDES- 11 +**
- **PATHOGENS** (SALMONELLA, E-COLI)
- **MOLD**
- **MYCOTOXIN/AFLATOXIN)**
- **HEAVY METALS** (ARSENIC,LEAD, CADMIUM,MERCURY)
- **RESIDUAL SOLVENTS** (BUTANE, PROPANE, ETHANOL, HEXANE)
- **TERPENES-** PINENE, MYRCENE, LIMONENE, LINALOOL, CAROPHYLLENE, HUMULENE



# EXECUTIVE MANAGEMENT

- CRAIG SOCKOL-PRESIDENT
- FOUNDED- 3 LAB COMPANIES TO \$5M-\$10M REVENUES & 75 STAFF
- FOUNDER/PRES UE CORP- ESTABLISHED 40 CLIN & TOX LABS NATIONALLY.
- FOUNDER/CEO REFROMEDIX NATIONAL FERTILITY LAB
- CO-FOUNDER VP IMMUNOTECH CORP -35 FDA PRODUCTS
- DEVELOPED 1<sup>ST</sup> URINE AND SALIVA THC KIT PRODUCTS
- BOARD MEMBER AND MENTOR- NORTHEASTERN UNIV BOUVE HSE
- MS CLIN BIOCHEM-NORTHEASTERN UNIV,
- BS CHEM- UMASS

# OPERATIONS SUMMARY

- FINANCED COMPANY-\$225,000 –OWNERS CASH&EQUIPMENT
- 800 SQ FT LEASE IN DRACUT
- ISO 17025 LAB ACCREDITATION – BY PJLA
- LAB SETUP AND RUNNING
- VALIDATED TEST METHODS
- QC QA TESTING
- COA TESTING-CBD HEMP
- STAFF CHEMISTS HIRED TRAINED

# STAFFING PLAN

- LAB DIRECTOR-PHD -10 YRS EXP
- CFO/ FINANCIAL MANAGER- MBA -10 YRS EXP
- SCIENTISTS- ANALYTICAL CHEMSIST -5 YRS EXP
- SCIENTISTS- MICROBIOLOGIST-5 YRS EXP
- TECHNICIANS- BS- 1 YRS EXP
- LAB ASSTS- 1 YRS EXP
- SAMPLING TECHS / COURRIERS
- SALES MANAGER- 5 - 10 YRS EXP
- CUSTOMER SERVICE REPS- 2 YRS EXP



# MARKET OVERVIEW

- MASS MJ MKT BY 2020 PRJ@\$1.2 Bil
- 10 POUNDS-CANNABIS PRODUCT REQ MIN \$250 TESTING
- EST 250,000 MASS TEST ORDERS/YR IN MASS
- MASS MJ TESTING LAB MARKET PRJ@ \$100M
- WORLDWIDE MJ TESTING MARKET by 2022 PRJ@ \$1.4B
- 15% ANNUAL WORLDWIDE GROWTH
- MASSACHUSETTS MJ MKT GROWTH EST. @ 700% 2019 TO 2021

# TARGET MARKETS



- 300 NEW MJ RETAIL DISPENSARIES
- 200 NEW MJ CULTIVATORS
- 200 NEW MJ PRODUCT MFG'S
- 110 HEMP FARMS
- 20 CBD CO
- CAREGIVERS AND PATIENTS



# COMPETITION-LABS

- PROVERDE -MILFORD
- MCR -NATICK
- EVIO - SOUTHBOROUGH
- CDX ANALYTICS-SALEM
- ANALYTICS -HOLYOKE
- TOXICON-BEDFORD

# COMPETITIVE ADVANTAGE

- EXPERIENCED MANAGING REF LABS
- PROVIDE FULL MENU OF TESTS
- DELIVER FASTEST TEST RESULTS
- ADDED SAMPLING AND PICKUP SERVICE
- GENETIC SEX TESTING & GENETIC PROFILE
- EARLY ENTRY INTO TESTING LAB MKT
- ISO-17025 ACCREDITED



# MARKETING STRATEGY

- LAUNCH WEBSITE
- ESTABLISH PROSPECT LIST OF LICENSEES
- 5X EMAIL BLASTS –PROMOTE TEST SERVICES
- TELEMARKETING TO ALL MASS ESTABLISHMENTS
- DIRECT SALES CALLS
- MGMT MEETS WITH INTERESTED CLIENTS
- PROMOTE EVALUATIONS OF LAB SERVICES
- EXHIBIT CANNACON, NECANN, HARVEST CUP SHOWS



# TEST REQUISITION AND REPORT

<b>MASSBIOLYTICS LAB TEST REQUISITION</b>		LAB ID#	
<b>MASSBIOLYTICS CANNABIS TESTING LAB</b> MASS: TEL: 781-858-2293 FAX: 978-474-4366			
<b>INFORMATION ENTERED ON LAB REPORT</b>			
PRODUCT NAME		SAMPLING DATE	
BATCH NO	LOT NO	FACILITY TYPE:	PRODUCT TYPE:
SAMPLED BY:		<input type="checkbox"/> DISPENSARY <input type="checkbox"/> GROWER <input type="checkbox"/> RESEARCH USER <input type="checkbox"/> CAREGIVER <input type="checkbox"/> OTHER	<input type="checkbox"/> DRY FLOWER <input type="checkbox"/> LIVE PLANT <input type="checkbox"/> HASHISH <input type="checkbox"/> OIL <input type="checkbox"/> CAKE <input type="checkbox"/> COOKIE <input type="checkbox"/> CANDY <input type="checkbox"/> BUTTER <input type="checkbox"/> SOIL <input type="checkbox"/> WATER
FACILITY NAME:		CONTACT:	
ADDRESS:		TEL:	
CITY:		FAX:	
STATE:		EMAIL:	
ZIP:			
BILL TO:		CREDIT CARD NO:	
BILL TO ADDRESS:		CREDIT CARD EXP DATE:	
CITY:		CREDIT CARD SEC. CODE:	
STATE:		ZIP:	

## CANNABINOID PANEL

- ☐ TAC  
☐ THCA  
☐ THC  
☐ THCV  
☐ CBDA  
☐ CBD  
☐ CBG  
☐ CBN  
☐ CBC

## CANNABINOID-TERPENE PANEL

- ☐ TAC  
☐ THCA  
☐ THC  
☐ THCV  
☐ CBDA  
☐ CBD  
☐ CBG  
☐ CBN  
☐ CBC  
☐ ALPHA-PINENE  
☐ LINALOOL  
☐ MYRCENE  
☐ BETA-CARYOPHYLENE  
☐ LIMONENE

## TERPENE PANEL

- ☐ ALPHA-PINENE  
☐ LINALOOL  
☐ MYRCENE  
☐ BETA-CARYOPHYLENE  
☐ LIMONENE

## SAFETY PANEL

- ☐ PESTICIDES  
☐ HEAVY METALS  
☐ E-COLI  
☐ SALMONELLA  
☐ MYCOTOXIN  
☐ MOLD/FUNGUS

## RESIDUAL SOLVENT PANEL

- ☐ BUTANE  
☐ PROPANE  
☐ ETHANOL  
☐ HEXANE

## GENETIC DNA

- ☐ SEX ID (MALE OR FEMALE)  
☐ PLANT DNA STRAIN ORIGIN

## MOISTURE CONTENT TEST

**MassBiolytics**

## CANNABIS LABORATORY ANALYSIS

Specimen ID # 101  
 Facility Cannabis Store  
 City Boston  
 Facility Type Dispensary  
 Sampling Date November 7, 2017  
 Product Name White Window  
 Product Type Flower  
 Product Origin Grower Y  
 Product Lot # 210  
 Lab Date Completed November 10, 2017  
 Report Submitted February 1, 2018

**MassBiolytics**  
 Andover, MA  
 781-555-2293

## FINAL REPORT

### PARTIAL REPORT

CANNABIS TEST	TEST TYPE	VALUE	UNITS	LIMITS	Comment
TAC	CANNABINOID	29.5%	%	N/A	HIGH POTENCY
THCA	CANNABINOID	22.3%	%	N/A	MEDIUM POTENCY
THC	CANNABINOID	3.4%	%	N/A	LOW POTENCY
THCV	CANNABINOID	0.10%	%	N/A	MEDIUM POTENCY
CBG	CANNABINOID	0.03%	%	N/A	LOW THERAPEUTIC
CBDA	CANNABINOID	0.20%	%	N/A	LOW THERAPEUTIC
CBD	CANNABINOID	2.40%	%	N/A	MEDIUM THERAPEUTIC
CBN	CANNABINOID	1.00%	%	N/A	MEDIUM THERAPEUTIC
CBN	CANNABINOID	0.03%	%	N/A	LOW THERAPEUTIC
ALPHA-PINENE	TERPENE	0.18	mg / g	N/A	LOW AROMA
LINALOOL	TERPENE	0.14	mg / g	N/A	LOW AROMA
MYRCENE	TERPENE	11.70	mg / g	N/A	HIGH AROMA
BETA-CARYOPHYLENE	TERPENE	1.07	mg / g	N/A	MEDIUM AROMA
LIMONENE	TERPENE	0.47	mg / g	N/A	LOW AROMA
MANGANESE	HEAVY METAL	<500	PPB	<500	NEGATIVE
NICKEL	HEAVY METAL	<500	PPB	<500	NEGATIVE
COPPER	HEAVY METAL	<500	PPB	<500	NEGATIVE
MERCURY	HEAVY METAL	<500	PPB	<500	NEGATIVE
CADMIUM	HEAVY METAL	<500	PPB	<500	NEGATIVE
COBALT	HEAVY METAL	<500	PPB	<500	NEGATIVE
LEAD	HEAVY METAL	<500	PPB	<500	NEGATIVE
ZINC	HEAVY METAL	<500	PPB	<500	NEGATIVE
ARSENIC	HEAVY METAL	100	PPB	<500	NEGATIVE
PESTICIDE RESIDUE	PESTICIDE	<5	PPM	<5	NEGATIVE
MOLD	FUNGUS	1,001	CFU / G	<1,000	POSITIVE
E-COLI	PATHOGEN	4,000	CFU / G	<10,000	NEGATIVE
SALMONELLA	PATHOGEN	45	CFU / G	<10,000	NEGATIVE
MYCOTOXIN	TOXIN	<25	PPB	<25	NEGATIVE
BUTANE	SOLVENT RESIDUE	<12	PPM	<12	NEGATIVE
PROPANE	SOLVENT RESIDUE	<12	PPM	<12	NEGATIVE
ETHANOL	SOLVENT RESIDUE	<5000	PPM	<5,000	NEGATIVE
HEXANE	SOLVENT RESIDUE	<250	PPM	<250	NEGATIVE
GENETIC	PROFILE MATCH	PROFILE HIGH PCT WHITE WINE	N/A		DNA PROFILE HIGH PCT WHITE WINDOW
MOISTURE CONTENT	MOISTURE	3.4%	%	N/A	MEDIUM MOISTURE

Note: This report is derived from internal testing utilizing complex validated chemical, immunoassay, microbiological and chromatographic methodologies.  
 It is recommended that all positive results be verified by an alternate method to ensure accuracy prior to approval or rejection of this lot of product.

**MassBiolytics**

# FACILITIES

- LEASED SPACE – MULTI- YRS
- DRACUT, MA
- 800 SQ FT LAB
- EXPAND TO 3000 SQ FT
- 2 STORY BUILDING
- LIMITED ACCESS/ SECURE
- 1 HOUR FROM 75% OF CUST.



# EQUIPMENT

- HPLC CHROMATOGRAPHY
- GAS CHROMATAGRAPHY
- MASS SPECTROMETRY
- ICP-MS
- ATOMIC ABSORPTION
- ELISA / EIA
- AUTOSAMPLERS
- UV-VIS SPECTROPHOTOMETRY
- PIPETS
- PH METERS
- BALANCES
- REFRIGERATORS
- FREEZERS
- INCUBATORS
- OVENS
- SHAKERS

# LICENSING

- ISO-17025 ACCREDITATION- COMPLETED
- HOST AGREEMENT- COMPLETED
- COMMUNITY OUTREACH- COMPLETED
- DRACUT SPECIAL PERMIT – DEC 2019
- MASS CANNABIS CONTROL COMMISSION- EARLY 2020
- CCC TO REGULATE TESTING LABS UNDER NEW REGS

# PROJECT PLAN

- COMPLETE LICENSING
- PURCHASE INSTRUMENTS
- ADD LAB AUTOMATION
- HIRE SCIENTISTS & TECHS
- MARKET TO NEW DISPENSORIES/CULTIVATORS/MFG
- COMMENCE TESTING
- INCREASE SALES
- OPERATE AT A PROFIT

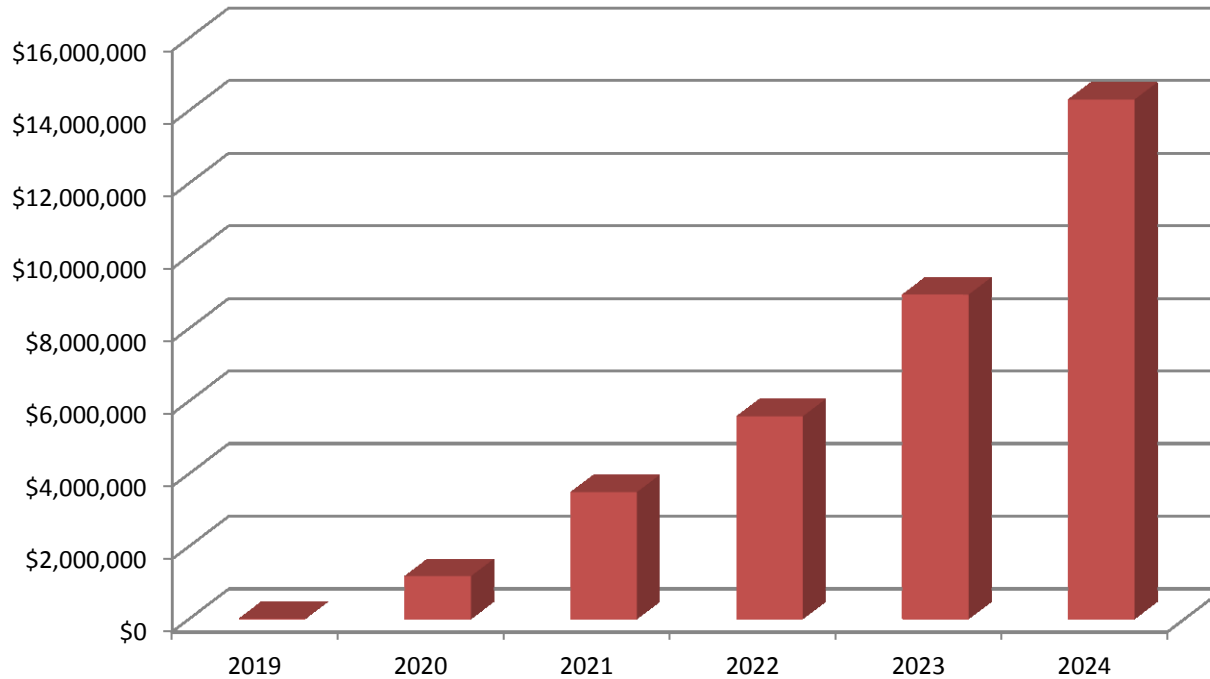
# LONG TERM STRATEGY

- BUILD TESTING BUSINESS FOR 5 YEARS
- INCREASE SALES AND PROFITS
- IMPROVE TESTING FOR THRUPUT AND EFFICIENCY
- EXPAND TO OTHER LEGAL STATES – CLONE EXISITNG LAB
- SEEK PARTNERSHIPS WITH OTHER TESTING LABS
- POSSIBLE SALE OF BUSINESS
- POSSIBLE ACQUIRE OTHER LABS

# FUNDING ANALYSIS

- \$197,000 PAID INVESTED CAPITAL
- PURCHASED LAB,COMPUTER,OFFICE EQUIP,LICENSE
- ADD \$100,000 LOAN FOR LAB INSTRUMENTS
- ADD \$100,000 FOR WORKING CAPITAL
- PROFITABILITY REACHED IN 2020

# SALES FORECAST





# PROFIT AND LOSS 5 YEAR PROJECTIONS

	2019	2020	2021	2022	2023	2024
	ANNUAL	ANNUAL	ANNUAL	ANNUAL	ANNUAL	ANNUAL
<b>SALES</b>	\$7,773	\$1,180,923	\$3,493,300	\$5,581,768	\$8,936,591	\$14,307,769
<b>TOTAL COST OF SALE</b>	\$13,561	\$413,111	\$1,183,603	\$1,886,712	\$2,996,179	\$1,721,167
<b>GROSS MARGIN</b>	-\$5,788	\$767,812	\$2,309,697	\$3,695,056	\$5,940,411	\$3,436,326
<b>TOTAL SALES-MARKETING</b>	\$2,436	\$89,084	\$340,658	\$532,666	\$842,838	\$483,339
<b>TOTAL R&amp;D</b>	\$8,560	\$61,675	\$109,875	\$220,500	\$321,500	\$160,000
<b>TOTAL G&amp;A</b>	\$42,231	\$261,597	\$697,317	\$1,022,694	\$1,321,588	\$672,212
<b>TOTAL OPERATING EXPENSE</b>	\$53,227	\$412,356	\$1,147,851	\$1,775,860	\$2,485,926	\$1,315,551
<b>NET PROFIT</b>	-\$59,015	\$355,456	\$1,161,846	\$1,919,196	\$3,454,485	\$2,120,775

# BALANCE SHEET-5 YEAR PROJECTIONS

	2019	2020	2021	2022	2023	2024
	YE	YE	YE	YE	YE	YE
CASH	\$938	\$157,284	\$1,178,806	\$2,755,554	\$5,926,882	\$6,803,025
TOTAL ASSETS	\$178,205	\$840,059	\$2,049,829	\$4,058,502	\$7,678,505	\$9,283,895
TOTAL LIABILITIES	\$19,602	\$226,275	\$274,911	\$365,582	\$533,012	\$12,534
INVESTED CAPITAL	\$212,887	\$312,887	\$312,887	\$312,887	\$312,887	\$312,887
TOTAL EQUITY	\$158,449	\$613,905	\$1,775,751	\$3,694,947	\$7,149,432	\$8,482,540

# MASSBIOLYTICS PLAN

## TO OBTAIN INSURANCE

The company's plan to obtain sufficient insurance according to section 500.105: paragraph 10 of the 935 Cannabis Control Commission for a Cannabis Testing lab is to engage an insurance broker such as 420 Friendly Insurance or Curtin Insurance. The company will plan to have general liability policy in place and property coverage at the time that the business occupies a place a facility.

In the event that a general liability policy cannot be written prior to the commencement of operations, then the company will secure funds to set up a bond /pledge/escrow of current assets for \$150,000. Otherwise the company plans to proceed as follows with the purchase of insurance.

The insurance broker will apply to insurance carriers and will quote policies for the following four types of policies. The premiums will be paid monthly. As the business grows, the company plans to increase coverage in all areas.

- 1) General liability insurance with \$1 million / \$2 million coverage with no higher than \$5,000 per occurrence limits.
- 2) Property coverage on business and laboratory equipment for \$200,000 coverage. with no higher than \$5,000 per occurrence limits with no higher than \$5,000 per occurrence limits.
- 3) Errors and Omissions policy for a testing lab \$1 million / \$2 million covering liability associated with the test results with no higher than \$5,000 per occurrence limits.
- 4) Workers compensation coverage for employees
- 5) Product liability insurance coverage of no less than \$1 million per occurrence and \$2 million in aggregate annually.



# PERSONNEL POLICY

## Procedure No. 29 V-2

Effective date: Oct 18, 2019

### MASSBIOLYTICS LAB

Supersedes Date

Date: Jan 1, 2019

Lab Director:

*Craig P. Fochal*

Date: Oct 18, 2019

President:

*Craig P. Fochal*

Date: Oct 18, 2019

## MASSBIOLYTICS LAB

Lab Director: *Raig P. Fochal*

Date: Dec 1, 2018

President: *Raig P. Fochal*

Date: Dec 1, 2018

# PERSONNEL POLICY

## I. Scope

To create, document and implement a comprehensive employee policy that the Massbiolytics executives and managers must follow to manage and supervise staff.

## II. Introduction

An employee SOP is written with employees as the intended audience. It is most often written using a straightforward layout for easy referencing of company policies and procedures and is a vehicle for familiarizing employees with basic company policies and benefit programs, as well as the general expectations of the company, including acceptable and unacceptable behavior and disciplinary measures.

This SOP is a comprehensive text that details every aspect of company policy, the procedures for following those policies and the forms needed to complete each process. It is a reference tool for managers and supervisors. As a benefit to management, the SOP can contain references to federal and state laws that correlate to each policy. Managers and supervisors then have access to the rationale for the policies, thus providing them with assistance for enforcement.

This SOP's main function is that it creates clear, set expectations for your employees from their very first day working for you. Having clear expectations has a number of benefits for you, the small business owner:

## III. Responsibilities

- It is ultimate responsibility of the president or owner to assure that the each manager has been trained on these policies and understands them fully. In the event that the president has determined that these policies are not followed by a manager or executive, it shall be his responsibility to correct this action and to follow up with the appropriate parties.
- The financial manager or CFO or HR manager shall be responsible for the administration and training of the following personnel policies.

## IV. Definitions

- Personnel files- employee reviews, compensation, hire letters w-2, w-4, insurance applications, letters of commendation, warnings, termination letters.

- Sexual harassment- harassment (typically of a woman) in a workplace, or other professional or social situation, involving the making of unwanted sexual advances or obscene remarks.
- Background Checks- a process where each employee, executive or manager submits to a third party or on-line criminal background check,
- Compensated time off- may be approved in lieu of overtime pay for irregular or occasional overtime work for both exempt and nonexempt employees.
- Unpaid leave- a period of time that someone is allowed away from work for holiday, illness, or another special reason, but that they are not paid for:
- Maternity leave- a period of absence from work granted to a mother before and after the birth of her child.
- Health benefits- health insurance and or dental insurance premiums are partially paid by the company
- Anti-discrimination- Civil Rights Act of 1964 prohibits **discrimination** in employment on the basis of race, color, sex, or ethnic origin; the Age **Discrimination** in Employment Act (ADEA) prohibits **discrimination** against employees 40 years and older
- Compensation- the money received by an employee from an employer as a salary or wages.
- Benefits- Employee benefits and benefits in kind include various types of non-wage compensation provided to employees in addition to their normal wages or salaries
- Computer policy- use of computers for business
- Progressive discipline-is the process of taking progressively stricter action when an employee fails to correct a problem in their performance or behavior after being given reasonable time to do so
- Work schedules- A common difference between full- and part-time employees is schedule: full-time employees often have a set schedule, which does not vary from week-to-week. ... Most part-time employees are considered nonexempt, which means they receive overtime pay for any additional work after 40 hours of work in a week
- Breaks-. It is the policy of the company to comply with state and federal laws regarding meals and breaks.
- Vacation policy-All regular full-time employees are eligible to accrue and take paid vacation days.
- Sick day policy-All regular full-time employees are eligible to accrue and take paid sick days.
- Dress code-A dress code is a set of written and, more often, unwritten rules with regard to clothing.
- Substance and alcohol abuse – The excessive use of a substance, especially alcohol or a drug.
- Weapons- something (such as a gun, knife, club, or bomb) that is used for fighting or attacking someone or for defending yourself when someone is attacking you



- Exempt and nonexempt- exempt are excluded from minimum wage, overtime regulations, and other rights and protections afforded nonexempt workers. Employers must pay a salary rather than an hourly wage for a position for it to be exempt.
- Expense reimbursement- is a method for paying employees back when they spend their own money on business-related **expenses**. These **expenses** generally occur when an employee is traveling for business but can occur in other work-related situations.
- Company travel- individuals are still working and being paid, but are doing so away from both their workplace and home
- Security- measures taken to guard against destruction of property, theft or burglary
- Safety- the condition of being protected from or unlikely to cause danger, risk, or injury.
- Overtime- time in addition to what is normal, as time worked beyond one's scheduled working hours.
- Cannabis Diversion: the illicit exportation of cannabis from transport or from the lab where the substance has been sent for testing.

## V . Policies

### **Personnel files**

All Files are limited access and are available only to the Executive management. Employees are allowed access to their own file with permission granted by either the HR manager or the CFO or acting financial executive.

### **21 Age Requirement**

It is company policy that the company cannot employ or hire any individual who is less than 21 years of age to hold any position full time or part time in the company. All employees and contractors must show proof that they are 21 years of age or older as a requirement to be hired.

### **Background Checks-Lab Staff**

All new employees hired as W-2 employees to work in the lab as either an analyst, transporter, chemist, technician, scientist, supervisor, manager, QA-QC officer or lab director shall pass a preliminary background check in insure that have no record of prior felony convictions or other drug related criminal history.

**Sexual harassment**

SH is prohibited in the work place and in any work related events. All complaints of SH will result in an internal investigation, interviews with all parties involved. Executive management shall make the final determination. Employees who violate this policy are subject to appropriate discipline. If an investigation results in a finding that this policy has been violated, the mandatory minimum discipline is a written reprimand. The discipline for very serious or repeat violations is termination of employment. Persons who violate this policy may also be subject to civil damages or criminal penalties.

**Compensation paid time off**

This will include 10 paid vacation days per year accrued monthly. It will also include 9 paid holidays and 5 paid sick days per year, 3 paid personal days. This also includes 3 days paid bereavement per year limited to an immediate family member such as parent, spouse, sibling or child. All non-exempt employees may take commentary time off equivalent to any additional hours that they have been approved to work.

**Unpaid leave**

Parents of young children are allowed 13 weeks of unpaid leave. Otherwise all other requests for unpaid leave must be submitted to the supervisor in advance. The company is not required to grant unpaid leave and has the option to rehire for the position.

**Maternity leave**

ML is considered unpaid leave. The vacated position held available for a maximum of 12 weeks during ML unless otherwise approved by the supervisor.

**Health benefits**

This is an optional benefit. Health and or dental benefits will be made available to each employee (exempt or non-exempt) after 12 months of full time employment. The company will pay 66% of the health insurance premiums and 75% of the dental premiums when elected by the employee.

**Anti-discrimination**

Discrimination is prohibited in the work place and in any work related events. All complaints or evidence of discrimination will result in an internal investigation, and interviews with all parties involved. Executive management shall make the final determination. Employees who violate this policy are subject to appropriate discipline. If an investigation results in a finding that this policy has been violated, the mandatory minimum discipline is a written reprimand. The discipline for very serious

or repeat violations is termination of employment. Persons who violate this policy may also be subject to civil damages or criminal penalties.

### **Compensation**

Comp shall be paid in US dollars either salary or hourly. A starting salary or wages shall be offered and accepted in writing to all new employees. A compensation review shall be held on the 1 year anniversary of the employee. All changes in personnel shall be approved by executive management. Comp shall be paid either hourly, weekly, bi-weekly or monthly net of FICA, Medicare, Fed & State withholding taxes. Additional deductions for health dental or retirement may be deducted as well.

### **Benefits**

Benefits to exempt and non-exempt such as paid time off are accrued from the onset of employment. Other benefits will become available after 12 months. Executives and Management may have a separate or additional benefit package that is approved by the president.

### **Computer policy**

All computers shall be utilized for business only. Use of social media, games or private chats are prohibited. All PC users must have a pass word and all files will be backed up the user. With the permission of the supervisor, computers may be used remotely by the employee for client reports, run reports, QC and emails.

### **Progressive discipline policy**

PD shall be implemented immediately if an employee has demonstrated a performance or attitude problem. On the first incident, the employee will be warned and must demonstrate that the problem will be fixed within an agreed upon time. On the second incident, the employee must now correct the problem immediately without compensation and outside of the 40 hour work week. On the third incident, the employee may be terminated or re-assigned to another position.

### **Work schedules**

A minimum of a 40 hour work week is required by all exempt employees unless special part time hours are assigned. Hourly employees shall have a work schedule assigned weekly by their supervisor. General business hours shall be 8:30 am to 5:00 pm. All work must be performed at the lab or in the field as assigned.

### **Breaks**

All employees shall be entitled to two paid 15 minute coffee breaks. One break is in the morning and one is in the afternoon. These breaks cannot be substituted for

leaving early or for paid time off. If a break is not taken, then it cannot be made up at another time.

### **Vacation policy and Personnel days**

Vacation time is accrued at the annual rate of 10 days per year or 1.53 hours per week of employment. After 5 years of employment, vacation time shall accrue at 15 days per year. Accrued Vacation time cannot be taken until after 6 months of employment. A max of 15 vacation days may be carried forward and will be compensated at full value when the employment ends. Up to 5 vacation days may be borrowed in advance after 2 years of employment. 3 paid personal days are also offered. 1 personal day may be taken from Jan 1 to June 30<sup>th</sup>. 1 personal day may be taken from July 1 to Dec 30<sup>th</sup>. 1 personal day may be taken on the birthday.

### **Sick policy**

Sick time is accrued at the annual rate of 5 days per year or 0.76 hours per week of employment. After 5 years of employment, sick time shall accrue at 8 days per year. Sick time cannot be taken until after 6 months of employment. Accrued sick days cannot be carried forward and will be forfeited at the end of each employment year. Annual Sick time may be borrowed in advance for illness.

### **Dress code**

The dress code for scientists and technicians in the lab is casual. Long pants and shoes or sneakers are required. Sandals and open toed shoes are prohibited. Shorts, tee shirts and halter tops are prohibited.

The dress code for executives and sales reps is business casual with occasional jackets, ties or suits required.

The dress code for transporters and samplers is casual. Long pants and shoes or sneakers are required. Sandals and open toed shoes are prohibited. Shorts, tee shirts and halter tops are prohibited.

### **Substance and alcohol abuse**

All schedule 1 drugs and alcohol use or abuse by employees at any time during work hours is strictly prohibited. Employees are prohibited from using drugs or alcohol prior to a work day. All employees may be asked to submit to a random urine drug test at any time. If any test is positive, then it shall be referred to management for a progressive discipline policy.

### **Weapons**

All weapons are prohibited from the company facility. All weapons are prohibited from being carried by couriers, samplers, or sales people in the field, whether or not the employee is licensed to carry fire arms. If any weapon carried by an employee is reported, then it shall be referred to management for a progressive discipline policy. The weapon must be immediately removed from the facility or vehicle.

### **Exempt and nonexempt**

All non-exempt employees either part time or full time shall be paid an hourly wage as described in their offer letter agreement. All overtime shall be paid at time and one half unless otherwise agreed upon.

All exempt employees shall be paid a fixed salary and will work a minimum of 40 hours. Additional work assignments and projects may be required by the company as part of the employee compensation plan. The work additional time required is considered part of the job and will not be compensated, but will be considered for promotions and compensation increases.

### **Expense reimbursement**

All expenses incurred must be submitted in the company expense report on a weekly basis. All expenses will require receipts or proof of purchase prior to the filing of the expense report. Expense reports must be signed off by the immediate supervisor and submitted to the finance dept for payment. If the expense report is not allowed for any reason, the supervisor or finance manager may request a meeting with the employee a to investigate and correct reimbursement claims. Payment of the expense report is due 30 days after approval of the report.

### **Company travel**

Company travel for business may be requested locally or outside of the state. All employees and management are required to travel for business utilizing their own vehicle, rental car, train, bus or plane. Hotel expenses are allowed for overnight travel when the employee is out of town by more than 200 miles. Employees are allowed 3 meals / day when travelling out of town. Tolls and parking are also allowed. The following are the limits for company travel on a per trip basis.

Automobile mileage- reimbursed at the allowable IRS mileage rate.

Round trip Airfare- max of \$500

Round trip Train/bus –max of \$400

Hotel -\$125 per night

Tolls/parking - \$20 day

Breakfast- \$12 / day

Lunch-\$15/day

Dinner-\$25/day

### **Security**

All employees and management shall be trained on and will maintain full security as documented in SOP # 26. If any employee knowingly or mistakenly violates the

security policies, they shall be referred to management for retraining or possible progressive discipline policy. Any breach of security shall be treated as a violation of the security policies.

### **Safety**

All employees and management shall be trained on and will maintain full safety as documented in SOP # 27. If any employee knowingly or mistakenly violates the safety policies, they shall be referred to management for retraining or possible progressive discipline policy. All unsafe practices shall be immediately corrected and supervised by management.

### **Overtime**

All non-exempt employees either part time or full time shall be paid an hourly wage as described in their offer letter agreement. All overtime in excess of 40 hours /week shall be paid at time and one half unless otherwise agreed upon. Alternatively, with permission of the supervisor, additional hours may be made up by taking compensatory time off on another day.

### **Cannabis Diversion**

All employees and management shall be trained on and will prevent Cannabis Diversion as documented in SOP # 33. All employees or managers or executives who have been proven to and acknowledged by executive management to create a Cannabis Diversion shall be terminated immediately for cause and shall not be rehired by the company.

### **Confidentiality and Impartiality**

All lab and transporters employees, contractors and management shall be trained on SOP # 56 to maintain strict confidentiality and impartiality at all times during their work at the company.

## **IV. Documentation**

Each new employee, manager, executive that has read the SOP been trained and completes orientation shall sign a form that signifies completion and understanding. All forms and application documents should only be completed when the employee has completed and understands the company personnel policy orientation.

## **V. Record Keeping**

All personnel records will be kept securely by hard copy in a master personnel file in a file named for the employee. All records will be off limits to company employees other than executive management.



# MASSBIOLYTICS PLAN TO RESTRICT ACCESS TO INDIVIDUALS UNDER 21 YEARS OF AGE

## INTRODUCTION

As required by Massachusetts 935 CMR 500.000 adult use cannabis regulations means cannabis sold to adults 21 years or older. The Commission shall issue a Laboratory Agent Registration Card to each applicant associated as an employee or volunteer with an Independent Testing Laboratory licensed pursuant to 935 CMR 500.050(7), or 935 CMR 501.029: Registration of Independent Testing Laboratory Agents, who is determined to be suitable for registration. All such individuals shall be 21 years of age or older. The laboratory establishment will not allow entry of any minors under the age of 21 as visitors, clients or state or local officials at any time into its facilities.

## EMPLOYEES

The laboratory establishment will not hire a minor under the age of 21 for any full time or part time position within the company. All laboratory agents must be 21 years or older and registered or licensed with the Mass CCC. Employees will include executives, managers, supervisors, scientists, testing technicians, couriers, transporters, administrators or clerks. All new employees will be required to show a state issued or other form of acceptable ID to the hiring manager that they are over the age of 21. The birth date on the ID card will be verified that it is on or before the current date in 1999. If the employee has not proven his or her age to the satisfaction of the hiring manager, then the new employee will be dismissed immediately and asked to leave the premises.

## CLIENTS or TRANSPORTERS

All client visitors dropping off samples will have to show a state issued or other form of acceptable ID to the entry clerk that they are over the age of 21. The birth date on the ID card will be verified that it is on or before the current date in 1999. If the client visitor has not proven his or her age to the satisfaction of the entry clerk, then the client will be asked to leave the premises immediately. All client and will be required to sign in as a guest. The sign in will include the name, address, company, time in, time out, and purpose of the visit. All visitors over the age of 21 will be issued a



visitors badge, All entrances shall be secured to prevent unauthorized access utilizing alarms and cameras.

#### OFFICIAL VISITORS

All official visitors including guests, landlords, state or town officials, vendors, servicemen, investors or employment candidates will have to show a state issued or other form of acceptable ID to the entry clerk that they are over the age of 21. The birth date on the ID card will be verified that it is on or before the current date in 1999. If the official visitor has not proven his or her age to the satisfaction of the entry clerk, then the official visitor will be asked to leave the premises immediately. All official visitors and will be required to sign in as a guest. The sign in will include the name, address, company, time in, time out, and purpose of the visit. All visitors over the age of 21 will be issued a visitors badge. All entrances shall be secured to prevent unauthorized access utilizing alarms and cameras.

#### RESTRICTED ACCESS TO LABORATORY FACILITY

The building is equipped with security locks and security cameras in the lobby. The outside of the building is sufficiently lit as is the hallways.

Limited access doors- The lab facility currently has 3 lockable and limited access doors to gain entry to the limited access area. The lock may be either opened by key or by a combination from the outside. The lock is of sufficient strong material to resist destruction or breakage.

Front lobby door is the first entry to the building. This door is opened and monitored by the on-site manager of the Prime Storage building. This door is locked by the on-site manager at night, weekends, holidays, and during non-business hours.

Second floor Back door is locked at all times 24 hours and 7 days a week by a secure 10 digit combination lock.

Laboratory facility door is the final secured entry to the Massbiolytics limited access area located on the second floor. This door is currently locked at all times during non-business hours and is locked when occupied during business hours at the discretion of the company management by a key lock.

# QUALITY CONTROL OF OPERATIONS POLICY

Procedure No. 61 v-1

Effective date: Feb 1, 2020

MASSBIOLYTICS LAB

Lab Director: 

Date: Feb 1, 2020

President: 

Date: Feb 1, 2020

# QUALITY CONTROL OF OPERATIONS POLICY

## Scope

To create, document and implement a comprehensive quality control policy pertaining to the facilities, protection of samples, cleanliness, employee hygiene, and laboratory safety.

## Introduction

All laboratory agents whose job includes contact with marijuana is subject to the requirements for food handlers specified in Massachusetts 105 CMR 300.000. The testing laboratory company shall maintain adequate and sufficient facilities to insure cleanliness and safety for its operations. Any laboratory agent working in direct contact with marijuana shall conform to sanitary Good Laboratory Practices (GLP) during the handling and testing processes. All agents will maintain adequate personal cleanliness at all times. This SOP is intended as a safety guideline for that complies with good laboratory practices. A variety of hazards exist in the laboratory. The risks associated with these hazards are greatly reduced or eliminated if proper precautions and practices are observed in the laboratory. When these procedures and precautions are followed, the laboratory technicians, scientists, directors and analysts will minimize any lab accidents that may result in harm from their day to day workload.

## Responsibilities

It is the ultimate responsibility of the president or owner to assure that each manager and supervisor has been trained on these policies and understands them fully. It is also the responsibility of the laboratory director to ensure that the safety of the laboratories resides with the responsible person in charge of a given laboratory safety, typically the Lab Director or designee. However, QA/QC Officer stands ready to assist with these duties.

## Definitions

- Flower-is derived from the mature marijuana or hemp plant and is sampled for testing
- Safety Data Sheet means a document that accompanies the product with a list of materials and warnings.
- First Aid Kit means a box containing bandages, gauze, antibiotics and salves.
- Chemicals means solid materials or salts
- Solvents means liquid organic chemicals
- Flammable means chemicals that can combust
- Corrosivity means chemicals such as acids or bases that can burn skin
- Toxicity means when inhaled or contacted may result in harm

- Eyewash means to flush the eyes with a safe aqueous solution

## **Facilities**

- Floors, walls, and ceilings shall be constructed in such a manner that they may be adequately kept clean and in good repair.
- All contact surfaces, shall be maintained, cleaned, and sanitized as frequently as necessary to protect against contamination.
- There shall be sufficient space for placement of equipment and storage of materials as is necessary for the maintenance of sanitary operations.
- The establishment shall provide its employees with adequate, readily accessible toilet facilities located outside the lab areas.
- Hand-washing facilities shall be located outside the lab areas and where good sanitary practices require employees to wash and sanitize their hands.
- The water availability shall be sufficient for necessary lab testing and cleaning operations.
- Plumbing shall be of adequate size and design and maintained to carry sufficient quantities of water to required locations for the establishment.

## **Handling Samples**

- Samples of cannabis received should be well cured and generally free of seeds and stems, free of dirt, sand, debris, and other foreign matter;
- Mold, Rot, pesticides, other Fungus, and Bacterial may be present in the sample until the samples are tested.
- All samples prepared and handled on food-grade lab benches.
- All toxic items shall be identified, held, and stored in a manner that protects against contamination of marijuana samples.
- Storage and transportation of samples shall be under conditions that will protect them against physical, chemical, and microbial contamination.

## **General Cleanliness Procedures**

- All agents shall Wash hands appropriately before handling samples.
- Litter and waste shall be properly removed so as to minimize the development of odor and the potential for the waste attracting and harboring pests.
- Practice good housekeeping to minimize unsafe work conditions such as obstructed exits and safety equipment, cluttered benches and hoods, and accumulated chemical waste.

## **Lab Safety and Cleanliness Procedures**

- All Safety Data Sheet (SDS) and container labels are reviewed prior to using a chemical or Kit.

- Know the location of safety equipment such as telephones, emergency call numbers, emergency showers, eyewashes, fire extinguishers, fire alarms, first aid kits.
- Review your laboratory's emergency procedures with your Lab Supervisor, or Lab Director to ensure that necessary supplies and equipment are available for responding to laboratory accidents.
- Wear the appropriate personal protective apparel for the chemicals you are working with. This includes eye protection, lab coat, gloves, and appropriate foot protection (no sandals or open toed shoes). Gloves must be made of a material known to be resistant to permeation by the chemical in use.
- Shoes must cover the entire foot. Open toed shoes and sandals are inappropriate footwear in laboratories. Fabric and athletic shoes offer little or no protection from chemical spills. Leather shoes with slip-resistant soles are recommended.
- Street clothing is to be chosen so as to minimize exposed skin below the neck. Long pants and shirts with sleeves are examples of appropriate clothing. Synthetic fabrics must be avoided in high-hazard areas where flammable liquids and reactive chemicals are utilized.
- Contact lenses are not recommended but are permitted. Appropriate safety eyewear is still required for those that use contact lenses. Inform the lab supervisor of the use of contact lenses. \
- Wash skin promptly if contacted by any chemical, regardless of corrosively or toxicity.
- Label all new chemical containers with the "date received" and "date opened."
- Label and store chemicals properly. All chemical containers must be labeled to identify the container contents (no abbreviations or formulas) and should identify hazard information.
- Chemicals must be stored by hazard groups and chemical compatibilities.
- Use break-resistant bottle carriers when transporting chemicals in glass containers that are greater than 500 milliliters. Use lab carts for multiple containers. Do not use unstable carts.
- Always use fume hoods when processes or experiments may result in the release of toxic or flammable vapors, fumes, or dusts.
- Restrain and confine long hair and loose clothing. Pony tails and scarves used to control hair must not present a loose tail that could catch fire or get caught in moving parts of machinery.
- DON'T Eat, drink, chew gum, or apply cosmetics in rooms or laboratories where chemicals are used or stored.
- Avoid Storing food in laboratory refrigerators, ice chests, cold rooms, or ovens.
- Do not drink water from laboratory water sources.
- Do not use laboratory glassware to prepare or consume food.
- Avoid smelling chemicals, tasting chemicals, or pipetting by mouth.
- Avoid working alone in the laboratory without prior approval from the Principal Investigator, Lab Manager, or Lab Supervisor. Avoid chemical work or hazardous activities at night or during off-hours. Have a partner for assistance (use the "buddy-system") at night or during off-hours.

- Do not leave potentially hazardous experiments or operations unattended without prior approval from the Lab Director, or Lab Supervisor. In such instances, the lights in the laboratory should be left on and emergency phone numbers posted at the laboratory entrance.

## **Documentation**

A safety report should be prepared to document any accident that may have occurred in the prior period. The document should contain the following information:

- Date of the accident
- Location of the accident
- Names of those involved with the accident.
- Nature of the accident.
- Cause of the accident
- What measures were taken to minimize the accident.
- Indicate if medical help was required.
- Indicate if any other contacts were notified
- Any follow-up to the accident
- All corrective action taken.
- Signatures of the victim or injured
- Signature of the Supervisor.

## **Record Keeping**

All accident report documents shall be filed and retained by the lab for at least 2 years.  
All disposal records shall be available for inspection by state or by ISO17025 agents.

# TRAINING EMPLOYEE FOR CANNABIS LAB

Procedure No. 21 v-3

Effective date: Feb 1, 2020

MASSBIOLYTICS LAB

Supersedes Date

Sept 1, 2019

Lab Director: *Craig P. Lockal*

Date: Feb 1, 2020

President: *Craig P. Lockal*

Date: Feb 1, 2020

# EMPLOYEE TRAINING FOR CANNABIS LAB

## I. Scope

To create and implement a comprehensive document that provides detailed written instructions to train all laboratory staff to effectively perform their job in according to all company approved SOP's.

## II. Introduction

This SOP is intended as a guideline for the Lab Director or designee who will be responsible for the implementation of staff training and training documentation. The new staff or employee will not perform any procedures without supervision until the training has been completed and competency has been demonstrated. Staff performance for specific methods is verified by measuring against defined standards and control values. The Staff will be retrained whenever significant changes occur in policies, values, goals, policies, methods, instrumentation, calibration, or as determined by the Lab director or designee.

## II. Definitions

- **Laboratory Agent** means an employee of an independent testing laboratory who transports, possesses or tests marijuana for the purpose of testing in compliance with 935 CMR 500.000
- **Laboratory Director-** Will direct an advanced laboratories in compliance with ISO/IEC 17025 standards. And will direct and perform a full range of analytical tests. He/she will lead the method development work. An MS/PhD degree with 10 years of experience plus previous certification as an ISO /IEC 17025 lab director will be required
- **Lab Technicians/Analysts-** Will perform microbiology, chromatography and immunoassay tests utilizing highly complex analytical procedures, instruments, and/or established manual methods. This position requires a minimum of a BS in Microbiology or a Life Science and 1-5 years of related lab experience.
- **Staff Scientists-** participates in development work to validate new test procedures. Perform a full range of analytical tests following novel procedures. This position requires BS or MS degree in Chemistry or Biochemistry with 3-10 years experience.
- **QA/QC officer** is responsible for data Management oversight, Quality Control implementation, reports data review, and method modifications quality. This



position requires BS or MS degree in Chemistry or Biochemistry with 3-10 years experience.

- **Administrative Staff-** is responsible for submitting approved final lab reports, administering accounts payables, accounts receivable, payroll banking and documentation support.
- **Training program-** an approved customized comprehensive course that is implemented in house for all new employees.
- **Competency-** evaluated individually for the Internal Auditor, Lab Director, QA-QC officer, Scientists, chemists and Lab technicians utilizing a process as described.
- **Responsible Vendor Program-** When a Licensee is designated as "Responsible Vendor", a training program is provided by the company and implemented. The program providers shall submit their programs to the Mass CCC every two years for approval as a Responsible Vendor program.

### III. Responsibilities

It is the responsibility of the Lab director and the experienced staff to create and implement an appropriate training program and to determine when the training has been shown to be effective.

### IV. Procedures

The prepared training program shall commence on the first day of employment for a new employee. There are four courses taught by the staff. These include, Company Policy Massachusetts Cannabis Regulations, Technical Laboratory, and Administrative. The program will last one- two weeks depending on experience or until the new employee has been determined to pass the necessary oral and written exams.

#### Company Policy shall include:

- History and background
- Organization chart
- Names and job functions
- Dress requirements
- Schedules
- Benefits
- Written and oral communication policy

#### Massachusetts Cannabis Regulations Training shall include the following requirements:

- A list of anticipated positions and their qualifications will be explained in detail.
- The company will ensure that all employees are trained on their job specific duties prior to performing the required job functions.

- All existing employees must receive a minimum of eight (8) hours of ongoing training annually.
- All current owners, managers and employees of the company that are involved in the handling and testing of Marijuana for adult use at the time of licensure or renewal of licensure, as applicable, shall have attended and successfully completed a Responsible Vendor Training Program.
- All new employees shall complete the Responsible Vendor Program within 90 days of being hired.
- Why Cannabis is tested
- Testing lab statues will be reviewed
- Definition of all licensed Cannabis Establishments
- Laboratory Agents will be explained
- Laboratory Agents certification
- Restrictions in ownership and licensing of a testing lab
- Transportation and handling of Cannabis samples

Technical Laboratory Training shall include a complete SOP review:

- SOP –Quality Control
- SOP- Response to a Positive test
- SOP- Lab Safety
- SOP - Security
- SOP- Storage and Transportation
- SOP-Validation of Tests
- SOP-Disposal
- SOP- Calibration
- SOP-Sampling
- SOP-Send-outs
- SOP- Reporting
- All SOP for Potency tests including THC, CBD and Terpenes
- SOP for Safety tests include- Salmonella, E-Coli. Mycotoxin, Mold, Pesticides and Heavy metals.
- SOP for Moisture testing
- Performance at the bench of all lab methods run multiple times
- Aseptic Techniques
- Correct Utilization of all Instruments
- Receiving and Logging in Samples
- Preparing Run reports
- Preparing Final reports
- Method Development
- Utilization of Controls
- Proficiency Testing
- Scheduling Lab runs

Administrative Training shall include:

- Reporting Procedures
- Files and record keeping
- Invoices and payments
- Ordering and Vendors
- AR Collection procedures
- Benefits
- Human Resources
- Written and oral communication policy
- Support of technical and executive staff

Staff Competency Evaluation of the Lab Director and QA-QC Officer shall include:

- When training is completed or near complete, Management or Ownership shall review both the individual or individuals who have been hired to perform duties as the Lab director and or QA-QC officer. Management shall review the impartiality, selection of skill sets, competency, and performance of these two positions. This review should be repeated for as part of the Management Review process
- Impartiality – The Lab director and or QA-QC officer will be reviewed to assure that that their lab supervision, quality assessment and decision making has not been influenced by external factors. The decision making process must be based on the current and previous scientific data, analysis, statistics, history, trends, QC and overall test performance. These two members of lab upper management must remain independent from the business influence or request by customers that would compromise the integrity of the lab performance and COA reports. They must demonstrate impartiality by means of in person interviews with management, themselves and with their subordinates and also by traceability from final reports to the raw data. In addition both the Lab director and or QA-QC officer shall not hold any outside positions or ownership with other Cannabis establishments or potential clients.
- Selection Criteria- The Lab director and or QA-QC officer shall be selected by management and ownership based on a skill set based on past experience and education that demonstrated experience in analytical chemistry or biochemical lab management and quality control performance.

Staff Competency Evaluation of the Internal Auditor shall include:

- Management shall review the impartiality, selection of skill sets, competency, and performance of the Internal Auditor.

Staff Competency Evaluation of Scientists, Chemists and Technicians shall include:

- When training is completed or near completion, the Lab Director shall review the impartiality, selection of skill sets, competency, and performance of the Lab staff. This review should be repeated for all staff members as part of the Management Review process.

- Impartiality – All Lab staff will be reviewed to assure that that their lab work and lab reporting is not influenced by outside factors

## **V. Documentation**

Each phase of the training program shall be documented into a training manual and initialed by the employee. Specific employee notes may augment the manual. The employee shall take a written exam which will be subsequently graded and signed by the Lab director. A certificate of training or letter equivalent shall also be provided at the completion of training. The company must maintain accurate records of Responsible Vendor Training Program compliance.

## **VI. Record Keeping**

All training records, CCC cannabis lab requirements, manual, exam and notes and practice lab documentation for the new employee shall be retained in the personnel file for a period of at least 4 years . All additional records for training shall be added to this file. The file shall be available for inspection by either the state CCC regulators or by certified inspectors for the ISO 17025 national lab program.

Responsible Vendor Program documentation must be retained for four (4) years.

# FINANCIAL RECORDS

## Procedure No. 63

Effective date: Feb 1, 2020

MASSBIOLYTICS LAB

Lab Director: *Craig P. Fochal*

Date: Feb 1, 2020

President: *Craig P. Fochal*

Date: Feb 1, 2020

# FINANCIAL RECORDS

## I. Scope

To create, document and implement a comprehensive system that will maintain the financial records.

## II. Introduction

This SOP is intended as a guideline to setup and maintain several computerized systems and files that will record and file all critical and significant financial and legal data for the company: These include the following types of records:

- Legal documents
- Leases
- Insurance policies
- Personnel files
- Payroll
- Purchase orders
- Invoices
- Check or cash deposits
- Bank records
- Asset purchases
- Accounts Receivables
- Accounts Payable
- Check payments
- Financial reports
- Tax returns
- Sales Records
- Wages paid and salaries

## III. Responsibilities

- It is ultimate responsibility of the CEO,CFO,president or owner to assure that management has been assigned to maintaining all company records in accordance with the department responsibilities.
- The financial manager or CFO shall maintain these financial records legal documents leases, insurance policies, personnel files, payroll, purchase orders, bank records, invoices, checks or cash deposits, asset purchases, accounts receivables, accounts Payable, check payments, financial reports, tax returns

#### **IV. Definitions**

- Legal documents- Contracts, government documents or other documents generated by attorneys.
- Leases-Equipment and facility papers establishing payment and other responsibilities.
- Insurance policies- policies for liability, health, dental, disability or warranties
- Personnel files- employee reviews, compensation, hire letters w-2, w-4, insurance applications, letters of commendation, warnings, termination letters.
- Payroll records- Weekly Records by employee of gross pay, net pay and tax withholdings, healthcare deductions and 401K contributions.
- Purchase orders- documented or electronic vendor orders and credit applications
- Invoices- vendor record of an unpaid purchase
- Check or cash deposits- electronic or paper record of deposit of check or cash receipts
- Bank records- electronic or paper records of monthly bank statements of deposits, debits, checks, credits
- Asset purchases- Invoices for Lab, Computer, office equipment or other hard assets purchased.
- Accounts Receivables- Open or unpaid sales invoices owed by cannabis establishment clients or other customers to the company.
- Accounts Payable- Open or unpaid invoices owed by the company to the vendors
- Check payments- checkbook or electronic record of checks paid by company
- Financial reports- Balance sheets, Profit and Loss statements, Cashflow statements, Accts Payable Aging, Accounts receivable aging, compilations or audits or reviews.
- Tax returns- Annual payroll and income tax returns.

#### **IV. Procedure for Record Keeping**

##### **Financial Records**

The company shall maintain their records in accordance with generally accepted accounting principles.

##### **Legal documents**

All electronic documents shall be saved and a hard copy legal documents shall be printed. All documents are filed by the source or type.

## **Leases**

All electronic leases shall be saved and a hard copy document shall be printed. All documents are filed by the vendor or source or type.

## **Insurance Policies**

All insurance policies and insurance binders shall be saved and a hard copy policy shall be printed. All documents are filed by the insurer or type of insurance.

## **Personnel files**

All personnel records will be kept securely by hard copy in a master personnel file in a file named for the employee.

## **Sales Records**

All sales records will be recorded electronically in the Massbiolytics Quickbooks accounting software by customer, date, territory and by test invoiced.

## **Payroll records**

All payroll records will be kept securely by hard copy in a master payroll file by payroll date. A payroll service will submit these reports to the company weekly.

## **Purchase Orders**

All open PO's will be filed in an open PO file by due date file as 0-30 30-60 60-90. All paid PO will be filed in a closed PO file by vendor.

## **Invoices**

All open and closed vendor invoices will be recorded electronically in the Massbiolytics Quickbooks accounting software.

## **Deposits**

All open deposits to a bank or cash account will be recorded electronically in the Massbiolytics Quickbooks accounting software as well as an excel spreadsheet for that account.

## **Bank records**

All bank records including monthly bank statements will be recorded electronically by the bank and down loaded to the company financial PC

## **Asset Purchases**

All asset purchases will be recorded electronically in the Massbiolytics Quickbooks accounting software. Invoices will be filed in the invoice file.



### **Accts receivables**

All accounts receivables will automatically be recorded and aged electronically in the Massbiolytics Quickbooks accounting software

### **Accts payables**

All accounts payables will automatically be recorded and aged electronically in the Massbiolytics Quickbooks accounting software

### **Financial reports**

All financial reports will be generated electronically in the Massbiolytics Quickbooks accounting software and then exported to excel files where they are saved by quarter and year.

### **Tax returns**

All tax returns will be stored electronically as pdf's and by hard copy in and will be printed and stored in a file chronologically. Copies may be retained by an outside CPA firm.

## **V. Audit Preparation**

To prepare for a financial or CCC audit, all hard copy records requested shall be copied from the original file. All requested electronic only records shall be printed. Original documents cannot be submitted and must be returned to the file.

## **VI. Backup of Records**

### Weekly:

All electronic reports, records and data shall be backed up to an external drive as a duplicate.

### Monthly:

All electronic reports, records and data shall be backed up to a 3rd external drive as a triplicate and stored offsite for safe keeping.

# RECORD KEEPING

## Procedure No. 31

Effective date: Feb 1, 2020

MASSBIOLYTICS LAB

Lab Director: *Craig P. Fochal*

Date: Feb 1, 2020

President: *Craig P. Fochal*

Date: Feb 1, 2020

# RECORD KEEPING

## I. Scope

To create, document and implement a comprehensive system that will all records for the complete operation of the business.

## II. Introduction

This SOP is intended as a guideline to setup and maintain several computerized systems that will record all critical and significant data in the company: These include the following types of records:

- Standard Operating Procedures
- Test validation data
- Quality control data
- Proficiency data
- Receipt of Lab samples
- Origin of Lab samples
- Test run report records and test data
- Client lab reports
- Inventory records
- Personnel records
- Sample waste records

## III. Responsibilities

- It is ultimate responsibility of the \_CEO, Lab Director, president or owner to assure that management has been assigned to maintaining all company lab and business records in accordance with the department responsibilities
- It is ultimate responsibility of the Lab Director to maintain all laboratory records

## IV. Definitions

- Inventory records - includes, samples, lab supplies, kits, chemicals and packaging and other materials used in testing.
- Personnel records will include job descriptions, offer letters, background checks, payroll and tax records, personnel policies, training records, hours of safe operation and management reviews.
- Lab samples- cannabis samples transported to the lab for testing
- Test validation data- accuracy, precision and interference data on a lab test
- Quality control data- control data and control trend charts

- Proficiency data- inter-laboratory comparison data.
- Origin of Lab samples- Cannabis establishment that submitted the sample for testing.
- Test run report records and test data- Specific test data with calculations and final result.
- Client lab reports- Compilation of tests run on a sample documented in a finished report
- Business records are maintained by the financial department and are separate from the operational and lab records.

#### **IV. Procedure for Record Keeping**

##### **Business Records:**

Business and financial records are recorded and maintained according to SOP 63 Financial Records; These include assets, legal documents, leases, insurance policies, tax returns, liabilities, monetary transactions, books of accounts, sales, salaries and wages paid to employees, accounts receivables and accounts payables.

##### **Standard Operating Procedures (SOP)**

Written operating procedures shall be maintained and updated as required by the company in order for the company management and staff to follow on a daily basis. All current SOP's are reviewed by management and signed by the president and other responsible executives as required. All SOP's and all updated SOPs are required to be read by the staff. The staff is allowed to ask questions of management.

##### **Inventory Records**

Written records are entered utilizing the seed-to-sale tracking records for all marijuana samples as required by 935 CMR 500.105(8)(e). 935 CMR 500.105(9). See SOP 64

##### **Waste Records**

Cannabis sample waste records are created according to SOP# 61 Quality Control. These records are required to be maintained for 3 years,

##### **Personnel File Records**

Personnel files are hard copies that contain personnel records, They are kept securely under lock by hard copy in a master personnel file by employee. Payroll and withholding records are filed by payroll date. Detailed job descriptions are described in the offer letter are included in the file. Background information and background checks are for all laboratory agents are also maintained. In addition, the file shall contain current company personnel policies,

training records, and hours of safe operation. Annual management- compensation performance reviews documents are also maintained in this file.

### **Lab Samples**

All samples will be recorded assigned log number and entered in the excel file called Specimen Log Report according to SOP 17 Sampling

### **Test Validation**

All validation data generated according to SOP 29 Validation of New Tests shall be recorded in excel data files, saved, and a printed copy will be filed in the validation files.

### **QC data**

All QC data generated according to SOP 20 Quality Control shall be recorded in excel data files, saved, and a printed copy will be filed in the QC files.

### **Origin of Lab Samples**

All origin and demographic data will be recorded by sample log number and entered in the excel file called Specimen Log Report according to SOP 17 Sampling

### **Test run reports**

All test data will be recorded in the individual run report file for that test and save electronically.

### **Client lab reports**

All client reports are generated from the Specimen Log Report. The approved reports are printed and stored in client files.

## **V. Audit Preparation**

To prepare for a CCC audit or a lab accreditation audit, all hard copy records requested shall be copied from the original file. All requested electronic only records shall be printed. Original documents cannot be submitted and must be returned to the file.

## **VI. Backup of Records**

Weekly: All electronic reports, records and data shall be backed up to an external drive as a duplicate.

Monthly: All electronic reports, records and data shall be backed up to a 3rd external drive as a triplicate and stored offsite for safe keeping.

## **VII. Duration of Records**

The company shall keep waste records for at least three years

The company will keep lab records for at least two years

The company will keep financial and tax records for at least 7 years

# MASSBIOLYTICS DIVERSITY PLAN

## PURPOSE OF THE PROGRAM

Massbiolytics will commit to working actively to challenge and respond to any bias, harassment, and discrimination. The company is committed to a policy of equal opportunity for all persons and do not discriminate on the basis of race, color, national origin, age, marital status, sex, sexual orientation, gender identity, gender expression, disability, religion, height, weight, or veteran status. By embracing diverse people, ideas, and perspectives we create a vibrant learning and working environment. Breaking down barriers to meaningful participation fosters a sense of belonging and treats all individuals with dignity and respect. In this environment we work toward an equitable society in which all enjoy equal rights and opportunities. The company ownership commits to pursuing deliberate efforts to ensure that our company is a place where differences are welcomed, different perspectives are respectfully heard and where every individual feels a sense of belonging and inclusion. We know that by building a critical mass of diverse groups and creating a vibrant climate of inclusiveness, we can more effectively leverage the resources of diversity to advance our collective capabilities. This plan 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 Marijuana Establishments and any actions taken, or programs instituted, by the applicant will not violate the Commission's regulations with respect to limitations on ownership or control.

## GOALS:

- 1) Reduce barriers to entry in the commercial marijuana industry and establish Massbiolytics as an employer of choice for female employees and employees of color and of other underrepresented groups by hiring 40% of all couriers, office workers and managers from women, minorities, or persons with disabilities
- 2) Reduce barriers to entry in the Cannabis testing labs or other commercial analytical laboratory testing industry and establish Massbiolytics as an employer of choice for female employees and employees of color and of other underrepresented groups by hiring 40% of all technicians, scientists, and lab directors from women, minorities, or persons with disabilities
- 3) Utilize 3 different newspaper and or on-line classified sections to post job announcements and post 50% of the job announcements with the local Mass Dept of Unemployment Assistance.
- 4) 100 % of all Human Resources staff hired after 30 days shall be trained in diversity practices in hiring.

- 5) 100 % of all Managers and Supervisors hired after 30 days shall be trained to create and maintain a workplace is free of bias, harassment, prejudice, or discrimination and is a safe and welcoming place for all employees.
- 6) Reduce systemic barriers for 2 employees of diverse backgrounds.

## **PROGRAMS**

### **Diverse Hiring Program:**

Annually, the company will employ couriers, office workers, technicians, and scientists specifically hiring women, minorities, or persons with disabilities.

This will entail posting job announcements in a variety of places to gain the largest and most diverse response. Also Post job announcements with the local Mass Dept of Unemployment Office.

### **Human Resources Diversity Training Program:**

2 times per year, create and provide a training program to Human Resources. This program will make diversity a priority goal in hiring and recruiting. Ensure that human resource managers see this as a key goal. Increase the focus the on recruiting, retention, and promotion of diverse staff and make efforts to recruit and retain a staff that is ethnically and culturally diverse

### **Supervisor Diversity Management Training Program:**

2 times per year, create and provide a training program for managers and supervisors. Train supervisors to insure that the workplace is free of bias, harassment, prejudice, or discrimination and is a safe and welcoming place for all employees. Help the staff develop a better understanding of the causes of inequities, of disproportionate rates of school success, and of biases

**Professional Mentoring Assistance-** 2 Times per year, provide a program for employees facing systemic barriers. Offer training and support to develop strategies and action steps to overcome these problems effectively.

## **MEASUREMENT AND ACCOUNTABILITY METRICS**

- 1) The human resources manager shall survey the past years personnel files of couriers, office workers and managers. All hired employees from the past year shall be classified as either from the diverse group of women, minorities, or persons with disabilities or from the other group. The percentages of each group shall be calculated and documented.
- 2) The human resources manager shall survey the past years personnel files of scientists and technicians. All hired employees from the past year shall be classified as either from the diverse group of women, minorities, or persons with disabilities or from the other group. The percentages of each group shall be calculated and documented



- 3) The human resources manager shall survey all classified employment advertisements posted in the past year and count and document the number of newspaper and or on-line classified sections utilized to post job announcements.
- 4) The human resources manager shall survey all job advertisements posted in the past year submitted to the Mass Dept of Unemployment Assistance. Those MDUA submissions will be counted and documented.
- 5) All diversity training program topics and attendance for Human Resources shall be signed off by both the trainer and HR managers and staff. The percentage of all trained HR staff hired in the past 30 days shall be calculated.
- 6) All diversity training program topics and attendance for Managers and Supervisors shall be signed off by both the trainer and Managers and Supervisors. The percentage of all trained Managers and Supervisors hired in the past 30 days shall be calculated.
- 7) All Professional Mentoring sessions shall be documented in a report. The attendees shall be required to answer a survey of the session to determine if the session was useful to help them in developing a better strategy for overcoming systematic barriers.

#### **ADDITIONAL REQUIREMENTS:**

This plan 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 Marijuana Establishments and any actions taken, or programs instituted, by the applicant will not violate the Commission's regulations with respect to limitations on ownership or control or other.

#### **DOCUMENTAION OF PROGRESS**

The execution and the progress of this plan will be documented in a report entitled Massbiolytics Diversity Plan. All specific goal metrics shall be measured and recorded against the plan goals. The first report will be generated one year after the provisional licensure has been issued. This annual report will continue to be documented in the following years. Each report shall be available to the Cannabis Control Commission at all times.